شركة الصناعات الوطنية ش.م.ك

NATIONAL INDUSTRIES COMPANY K.P.S.C

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Annual Report 2024

Imprint in Every Landmark

شركة الصناعات الوطنية ش.م.ك

NATIONAL INDUSTRIES COMPANY KPSC

Annual Report

2024

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H.H. SHEIKH MESHAL AL-AHMAD AL-JABER AL-SABAH
Amir of the State of Kuwait

H.H. SHEIKH SABAH KHALED AL-HAMAD AL-SABAH
Crown Prince the State of Kuwait

CEMENT BLOCKS & DRY MORTARS

NEW MATERNITY HISPITAL

CONTENTS

READY MIX

CENTRAL BANK OF KUWAIT

MEMBERS OF THE BOARD OF DIRECTORS

Mr. Abdulaziz Ibrahim Al-Rabiah	Chairman
Mr. Hamad Mohammed Abdullah Al-Saad	Vice Chairman and CEO
Dr. Adel Khaled Al-Sabeeh	Member
Mr. Ahmad Mohammad Hassan	Member
Mr. Abdulrahman Shaikhan Al-Farisi	Member

PLASTIC PIPES

SHEIKH JABER AL-AHMAD INTERNATIONAL STADIUM

CHAIRMAN'S MESSAGE

Dear shareholders,

On behalf of myself and the esteemed members of the Board of Directors, I would like to extend my sincere thanks and appreciation to all of you for responding to our invitation to attend the General Assembly Meeting of our Company. It is my pleasure to present to you the annual report on the company's performance, achievements, and financial statements for the year 2024.

The company has continued its successful journey, based on the diligent efforts of the executive management team at all levels, guided by the execution of the Board's plans and directives. The company has executed a program to rationalize and reduce costs, optimizing its operations in line with market conditions, and introducing modern technological solutions to improve the scope of its operations. These cost-saving measures have coincided with the company's ongoing commitment to achieving the highest safety standards, customer service, and product quality.

The company's profits for 2024 have increased to 6.06 million dinars, reflecting a 57% increase compared to 2023. Sales also grew by 3%, reaching 51.4 million dinars. The implementation of the company's strategy to diversify income sources has strengthened profits in 2024, particularly through increased investments in the real estate and oil services sectors.

For over 65 years, National Industries Company has been applying advanced technologies to improve efficiency and sustainability, aiming to reduce its environmental impact and protect the environment. In line with this, the company has worked on enhancing production methods to meet globally recognized international standards, including the Environmental Product Declaration (EPD) standard. This internationally recognized standard signifies the company's commitment to measuring and reducing the environmental impact of its products and services.

The Board of Directors, in its meeting held on 6/2/2025, recommended to the General Assembly of Shareholders a dividend distribution of 10%, equivalent to 10 fils per share, for the fiscal year 2024.

In conclusion, I would like to express my sincere gratitude to the company's shareholders for their trust in the company's management and staff. I pray to Allah, the Almighty, that we have succeeded in growing the company's assets, maximizing shareholders' rights, and achieving the desired profits for the year 2024. I also ask for His guidance for even more success in the years to come.

God grants success,,

Abdulaziz Ibrahim Al-Rabiah
Chairman

AAC BLOCKS & GLUE MORTAR

JABER AL-AHMAD HOSPITAL

BOARD OF DIRECTORS REPORT 2024

National Industries Company achieved a net profit of KWD 6.06 million in 2024, marking a 57% increase compared to the profit of KWD 3.85 million in 2023. This increase is attributed to higher profits from some of its subsidiaries and the reversal of provisions that were no longer needed.

As for total sales, they grew by 3%, reaching KWD 51.4 million compared to KWD 50 million in 2023. This increase was due to higher sales from subsidiaries. However, sales from lime factories (light bricks and lime bricks) and cement factories (ready-mix and cement pipes) saw a decline compared to the previous year.

Regarding investment income, it rose by 27%, reaching KWD 1.55 million in 2024, compared to KWD 1.22 million in 2023. The main reason for the increase in income was the revaluation of investments. Shareholders' equity in 2024 stood at KWD 93.03 million, with a book value per share of 265 fils, compared to KWD 85.59 million and a book value per share of 244 fils in 2023.

Below is an overview of the company's operational activities in 2024, including the achievements made during the year and ongoing projects.

SALES

IN THE TABLE BELOW, A COMPARISON BETWEEN THE TOTAL SALES OF SULAIBIYA FACTORIES AND THE SALES OF MINA ABDULLAH FACTORIES

	Sales 2024 (K.D)	Sales 2023 (K.D)	sales ratio of 2024 compared to 2023
Sulaibiyah Factories Products	14,304,462	17,312,723	17.4%
Mina Abdullah Factories Products	19,126,997	18,903,590	1.182%
Transport and Commercial Products	617,062	665,534	7.855%
Total	34,048,521	36,881,847	7.7%

KEY ACHIEVEMENTS AND COMPLETED PROJECTS FOR 2024

SALES AND MARKETING DEPARTMENT

- Expanding the company’s distributor base and marketing its products across all regions of Kuwait to gain a new share of the local market.
- Collaborating with Abayat Company and opening a new sales outlet to increase the showrooms and benefit from Abayat's customers. Adding external distributors, activating the online sales platform, and improving our presence on social media platforms.
- The Projects Department supplied vital projects in Kuwait with ready-mix products, plastic and polyethylene, interlocking tiles, clinker stone, concrete pipes, and thermal insulation blocks.
- Building an additional warehouse to increase the capacity for ready-made products and expanding the fleet of delivery vehicles.
- The Technical Services Department equipped the company’s showrooms, approved certain products from the industries for use by government entities, and designed and supervised the implementation of some of the company's special projects.

FACTORIES

SULAIBIYA FACTORIES

- Developing the base mixtures for ready-mix products, which resulted in a significant reduction in costs.
- Installing mixing equipment for the chemicals used in the ready-mix plant and beginning trial operations.
- Completing the installation of a new production line for rough tiles and new equipment for product surface treatment.
- Developing interlocking tile products by installing new equipment, with the project expected to be completed by 2025.

MINA ABDULLAH FACTORIES

- Improving the quality of white brick products and significantly reducing breakdowns and stoppages.
- Presenting a feasibility study for a new light brick production line as a new capital project for approval.
- Installing and operating a new power station with a capacity of (4800 KVA) to meet the factories' needs.
- Completing the implementation of the fire-fighting, fire alarm, and mechanical ventilation project for the Mina Abdullah factories.

FINANCE AND SUPPORT SERVICES DEPARTMENT

FINANCIAL MANAGEMENT

- Improving the method of presenting financial reports and cost reports, which enhances decision-making efficiency.
- Developing a database for debt aging reports and establishing customer credit ratings.
- Developing and updating sales reports in collaboration with the Information Technology Department.
- Qualifying and training a group of accountants to improve and expedite the preparation of financial data.

INFORMATION TECHNOLOGY, HUMAN RESOURCES, ADMINISTRATIVE AFFAIRS, AND LEGAL AFFAIRS

- Developing and operating the e-commerce website and integrating it with the company's automated system.
- Upgrading infrastructure devices, communication equipment, and internal network connections to ensure business continuity and improve performance and productivity.
- Completing the development of main server devices for the company's database and automated system.
- Conducting periodic reviews of the network security systems and implementing necessary recommendations to enhance information security and the company's internal network.
- Operating the Human Resources system and activating self-service for employees to provide various services through the automated system on tablet devices.
- Collaborating with relevant departments to reduce overtime costs.
- Continuing remote training through global platforms and direct training sessions.
- Following up on ongoing legal cases, providing necessary legal consultations, and preparing the Legal Department's policy manual, covering all aspects of the company's legal work.
- Following up on social activities and events for 2024, both inside and outside the company.
  - Organizing an Umrah trip and a visit to Medina for 45 workers and employees.
  - Providing Iftar and Suhoor meals in the Sulaibiya and Mina Abdullah areas, with approximately 6,000 meals served during the holy month of Ramadan.
  - Organizing the company's annual sports league for employees.
  - Offering internship opportunities at the company's factories for a group of students from the Applied Education Colleges and the University.

INVESTMENTS

Statement	2024 K.D	2023 K.D
Listed Shares	17,601,655	13,907,283
Unlisted Shares	10,899,312	10,689,078
Portfolios, Funds, and Other Investments	3,107,279	2,805,546

SUBSIDIARY AND AFFILIATE COMPANIES

Bina'a Al-Kuwait Real Estate (Subsidiary)

The company was established in 2019 – with 100% ownership

- The company operates in the real estate sector, including owning and managing properties, as well as developing land and real estate.
- The company achieved a profit of K.D 847,616 in 2024, compared to a profit of K.D 419,250 in 2023.

Building system Industries Co. (Subsidiary)

Building Systems Industries - 100% ownership - Capital of K.D500,000

It was established in 2004 to be the company's executive arm for construction projects.

The company's financial results for 2024 show a profit of K.D 6,073, compared to a profit of K.D 9,584 in 2023. The company looks forward, after the restructuring, to securing new projects in 2025

N.I.Ceramis (Subsidiary)

The company was established in 2019 – with 86.427% ownership

- The company recorded losses of (K.D 904,863) for 2024, compared to a profit of K.D 43,416 for 2023.
- The company's products have been approved by all government ministries and the Public Authority for Housing Welfare.
- The company has produced new designs and shapes of porcelain and added a service for engraving on marble and porcelain.

Scomi Oiltools ltd. (Subsidiary)

The company was established in 2019 – with 65% ownership

- The company operates in supplying oil well drilling equipment and providing all production operations, oil and gas well services, and their facilities.
- The company has built a solid reputation in the oil sector, which has led to the extension of some contracts and their approval in certain projects. The company looks forward to securing new tenders in the oil services sector in 2025.
- The company achieved a profit of K.D 924,415 in 2024, compared to a profit of K.D 37,031 in 2023.

United Gulf Pipe Manufacturing Co. (Affiliated)

Muscat / Sultanate of Oman - 45% ownership of a capital of OMR 4.5 million

- According to their data as of 31/12/2023, the company has lost its entire capital and is currently in the process of restructuring its capital.
- The company's products have been approved in Saudi Arabia, and contracts have been signed with several entities to supply them with these products, which will improve the company's performance in the coming two years.

There are other companies currently in liquidation, such as (The Insulation Building Systems Factory in Bahrain and Al-Raya Global Real Estate Company).

In conclusion, we extend our sincere thanks to our esteemed shareholders and ask Allah, the Almighty, to grant us success in 2025 to achieve even better results.

GOVERNANCE REPORT 2024

Corporate governance is one of the key pillars that National Industries Company relies on to foster a culture of transparency and clarity in its administrative, financial, and commercial dealings. This approach underscores the company's commitment to protecting the rights of investors, other stakeholders, and minority shareholders, with the goal of aligning its operations and management with the best practices and established regulatory frameworks.

The company adheres to the highest standards of disclosure and transparency, ensuring that its governance practices are consistent with its operations and the surrounding business environment. National Industries Company is committed to providing accurate, comprehensive, and up-to-date information to its shareholders within a framework that prioritizes transparency.

The Board of Directors has adopted the company's "Governance Guide", which is regularly updated to reflect all applicable legal and regulatory requirements concerning governance standards.

This version ensures a formal and polished tone while keeping the message clear and impactful for the intended audience.

FIRST RULE
BUILDING A BALANCED BOARD STRUCTURE

BOD Structure

The Board of Directors of the company was elected during the General Assembly held on 21/4/2022 with 5 members:

Member	Position	Qualifications and Experience	Date of election
Mr. Abdulaziz Ibrahim Al-Rabiah	Chairman (Non-Executive)	Bachelors Degree	21/4/2022
Mr. Hamad Mohammed Al-Saad	Deputy Chairman and Managing Director (Executive)	Bachelors Degree	21/4/2022
Mr. Ahmad Mohammad Hassan	Member (Non-Executive)	Bachelors Degree	21/4/2022
Dr. Adel Khaled Al Subeih	Member (Non-Executive)	Ph.D.	21/4/2022
Mr. Abdullrahman Shaikhan Al-Farisi	Member (Independent)	Bachelors Degree	21/4/2022
Mr. Hani Mohammed El-Sherbini	Board Secretary	Bachelors Degree	21/4/2022

The Company's Board of Directors meetings during the year 2024, through the following statement:

Meeting 1 dated 25/1/2024	Meeting 2 dated 21/2/2024	Meeting 3 dated 1/5/2024	Meeting 4 dated 11/6/2024	Meeting 5 dated 27/6/2024	Meeting 6 dated 30/7/2024	Meeting 7 dated 23/9/2024	Meeting 8 dated 27/10/2024	Number of meetings held
1. Mr. Abdulaziz Ibrahim Al-Rabiah (Chairman)								
✔	✔	✔	✔	✔	✔	✔	✔	8
2. Mr. Hamad Mohammed Al-Saad (Deputy Chairman)								
✔	✔	✔	✔	✔	✔	✔	✔	8
3. Dr. Adel Khaled Al Subeih (Member)								
✔	✔	✔	✔	✔	✔	✔	✔	8
4. Mr. Ahmad Mohammad Hassan (Member)								
✔	✔	✔	✔	✔	✔	✔	✔	8
5. Mr. Abdullrahman Shaikhan Al-Farisi (Independent Member)								
✔	✔	✔	✔	✔	✔	✔	✔	8

Recording, coordinating and preserving minutes of meetings of the Board of Directors.

- The Board of Directors appointed Mr. Hani Mohamed El-Sherbiny, Secretary of the Board of Directors, pursuant to Board Resolution No. 5 of 2022 from among the company's employees.
- The Secretary of the Board of Directors documents the meetings of the Board, and prepares minutes of meeting which include the discussions and deliberations that took place, and documents the decisions of the Board and the results of voting, keeping them in a special organized record of a hard copy and an electronically archived soft copy, all attending members sign these minutes to be preserved.
- The minutes of the meeting are arranged sequentially, and the location with the date of the meeting are specified therein.
- The Secretary of the Board of Directors signs the minutes of meeting for himself and all the members present.

The Independent Board Member

- Mr. Abdullrahman Shaikhan Al-Farisi is the independent Board Member, who meets the required criteria of the independent member in accordance to the rules of companies governance.
- Mr. Abdullrahman Shaikhan Al-Farisi acknowledges that he has the independency which helps the Board of Directors to take sound decisions that contribute to achieving the interests of the company, and that he is able to carry out his duties, express his views and vote on decisions objectively and impartially.

NATIONAL INDUSTRIES COMPANY

SECOND RULE
PROPER IDENTIFICATION OF TASKS AND RESPONSIBILITIES

The Board of Directors of National Industries Company is considered a balancing point working towards achieving the objectives of the shareholders and monitoring the executive management members of the company. The board aims to achieve the company's strategic objectives by ensuring that the executive management performs its daily tasks effectively and by ensuring that all decisions and actions of the executive management are always in the best interests of the shareholders.

The company has defined the roles and responsibilities of the board of directors and the executive management through the adoption of the Board Charter and its derived committees, as well as the Executive Management Charter outlining financial and administrative authorities.

Board of Directors Achievements in 2024

During the fiscal year ending on December 31, 2024, the board of directors held a total of 8 meetings, in addition to passing some resolutions. During these meetings, the following actions were taken:

- Development of the company's strategic plan, setting interim goals, and overseeing their implementation and monitoring.
- Discussion and approval of the company's budget, as well as its interim and annual financial statements.
- Development and approval of the company's annual business plan.
- Supervision of the executive management of the company, including the Chief Executive Officer.
- Clear separation between the roles of the Chairman of the Board and the Chief Executive Officer, ensuring the independence of the decisions made by each of them.
- Supervision and oversight of the executive management in the company, ensuring that they perform their assigned duties according to the policies approved by the board of directors, to achieve the company's purposes and objectives.
- Formation of committees derived from the board of directors, specifying their duration, powers, and responsibilities.
- Regular monitoring of the company's progress through periodic meetings with the executive management.
- Supervision of the implementation of administrative and financial regulations, ensuring their proper application.

Committees of the Board of Directors

First: The Internal Audit and Risk Management Committee:

The Board of Directors formed the committee at the Board of Directors meeting No. 4 of 2022 on 12/5/2022.

Formation of the committee:

Mr. Ahmed Mohamed Hassan	Chairman of the Committee
Dr. Adel Khaled Al Subeih	Member
Mr. Abdullrahman Shaikhan Al-Farisi	Member

- The Committee held 5 meetings during the year 2024.
- The quorum for a committee meeting is the presence of two members.
- The term of membership in the committee is (3) years or the eligibility for board elections, whichever comes first.

Tasks and Achievements of the Internal Audit and Risk Management Committee:

1. Auditing the periodic Financial Statements before submitting them to the Board of Directors.
2. Recommending the appointment and re-appointment or replacement of external auditors, determining their wages, following up their work and studying their comments on NIC's Financial Statements.
3. Discussing the accounting policy of NIC.
4. Evaluating the adequacy of the internal control systems applied in NIC

5. Technical supervision of the Internal Audit Department and recommendation of the appointment and dismissal of the Chief Audit Executive (“CAE”).
6. Auditing and approving the proposed audit plans, and reviewing the results of the internal audit reports.
7. Ensure the company’s compliance with laws, policies and systems.
8. Preparing and reviewing risk management strategies and policies.
9. Ensuring availability of resources and systems for risk management.
10. Evaluating the systems and mechanisms for identifying, measuring and following up the risks may be encountered.
11. Assisting the Board of Directors in determining and evaluating the acceptable risk level.
12. Reviewing the organizational structure of risk management.
13. Ensuring the independence of the risk management personnel and ensuring that they have a full understanding of the risks might be encountered.
14. Preparing periodic reports on the nature of the risks that the company may encounter.

Second: Nominations and Remuneration Committee:

The Board of Directors formed the committee at the Board of Directors meeting No. 4 of 2022 on 12/5/2022.

Formation of the committee:

Dr. Adel Khaled Al Subeih	Committee Head
Mr. Abdulaziz Ibrahim Al-Rabiah	Member
Mr. Hamad Mohammad Al-Saad	Member
Mr. Abdullrahman Shaikhan Al-Farisi	Member

- The committee held two meetings in 2024.
- The quorum for the committee meeting is the presence of two members
- The term of membership in the committee is (3) years or the eligibility for board elections, whichever comes first

tasks and achievements of the Nomination and Remuneration Committee

- Recommending to accept the nomination and re-nomination for membership in the Board of Directors + the Board’s committees + the Executive Management.
- Annual review of the needs of appropriate skills for membership of the Board of Directors.
- Attracting the applications of those wishing to hold executive positions in NIC.
- Developing a job description for executive members + and non-executive members + independent members.
- Proposing the nomination and re-nomination of independent members to be elected by the General Assembly, and ensuring that the independency is not absent from the independent member.
- Developing a remuneration policy for the Board members and the Top executives.
- Determining remuneration segments for the NIC’s employees.
- Preparing an annual report on the remuneration of the board members and the Executive Management members and submitting the report to the NIC’s general assembly.

Rights of the board members to access information and data

- All available information to be discussed in any Board meeting will be delivered 3 working days prior to the meeting.
- A board member gets sufficient time to study and discuss the matters included in the meeting agenda.
- A board member has the right to access relevant and reliable information. He also may obtain such information from NIC, including direct dealing with the concerned persons in NIC.

THIRD RULE
SELECTION OF QUALIFIED PERSONS TO OBTAIN MEMBERSHIP IN THE BOARD OF DIRECTORS AND THE EXECUTIVE MANAGEMENT

- The Nomination and Remuneration Committee consisted of 4 board members. It is headed by the independent member. The members who have appropriate professional and administrative experiences have been selected in accordance with the nature of the committee and NIC's business in order to accommodate all the technical requirements and developments in the workflow of NIC.
- The policy of granting remuneration and incentives in NIC considers the consistency of remuneration with NIC's strategy and objectives and with its size, nature and degree of risks. NIC takes into account the practices of other companies and Practices prevailing and followed-up in the labor market in determining the remuneration, while avoiding Unjustified remuneration increase.
- Remunerations are fair and proportionate to the member's competencies, tasks, duties and responsibilities undertaken by members of the Board of Directors or Executive Management, in addition to the goals set by the board of directors to be achieved during the fiscal year.
- Remunerations are determined based on the level of the Post, Tasks, Duties and Responsibilities of the employee, Academic Qualifications, Practical Experiences, Skills, and the Level of Performance.

Report on Remunerations Granted to the Members of Board of Directors and Executive Management

First: Remuneration of Board Members:

In 2024, the total remunerations of the members of the Board of Directors amounted to KD 150 thousand, which are subject to the approval of the shareholders during the General Assembly of the company.

Remunerations and Benefits of Board Members

	Remunerations and benefits through the parent company			Remunerations and benefits through subsidiaries			
	Fixed Remunerations and Benefits (KWD)	Variable Remunerations and Benefits (KWD)		Fixed Remunerations and Benefits (KWD)		Variable Remunerations and Benefits (KWD)	
members	Medical insurance	Annual Bonus	Committees' Remunerations	Medical insurance	Total monthly salaries during the year	Annual Bonus	Committees' Remunerations
5	-	150,000	-	-	-	-	-

Second: Remuneration of the CEO, Deputy CEOs and two senior executives:

	Remunerations and benefits through the parent company						Remunerations and benefits through subsidiaries						
	Fixed Remuneration and Benefits (KWD)					Variable Remuneration and Benefits (KWD)	Fixed Remuneration and Benefits (KWD)						Variable Remuneration and Benefits (KWD)
Total number of executive positions	Monthly salaries (total during the year)	Medical insurance	Annual tickets	housing allowance	Transportation allowance	Annual bonus (shares)	Monthly salaries (total during the year)	Medical insurance	Annual tickets	housing allowance	Transportation allowance	Children education allowance	Annual bonus (shares)
6	KD 434,293	-	-	-	KD 14,520	387,690 Shares	-	-	-	-	-	-	-

In 2024, no significant deviations from the company's remuneration policy were recorded.

FOURTH RULE
ENSURING THE INTEGRITY OF FINANCIAL REPORTS

شركة الصناعات الوطنية
NATIONAL INDUSTRIES COMPANY

التاريخ : 2025/2/6

السادة / مساهمي شركة الصناعات الوطنية (ش.م.ك.ع) المحترمين

تحية طيبة وبعد ،

يتعهد مجلس إدارة شركة الصناعات الوطنية (ش.م.ك.ع) بأن البيانات المالية للشركة للسنة المالية المنتهية في 2024/12/31 قد تم عرضها بصورة سليمة وعادلة وفقاً لمعايير المحاسبة الدولية المطبقة في دولة الكويت والمعتمدة من قبل هيئة أسواق المال ، حيث تم بذل العناية الواجبة للتحقق من سلامة ونزاهة هذه التقارير .

حمد محمد السعد
نائب رئيس مجلس الإدارة والرئيس التنفيذي

شركة الصناعات الوطنية
NATIONAL INDUSTRIES COMPANY

التاريخ : 2025/2/6

السيد / رئيس مجلس الإدارة المحترم
السادة/ أعضاء مجلس الإدارة المحترمين

تحية طيبة وبعد ،

تتعهد الإدارة التنفيذية متمثلة في نائب الرئيس التنفيذي للمالية والخدمات المساندة بأن البيانات المالية للشركة للسنة المالية المنتهية في 2024/12/31 قد تم عرضها بصورة سليمة وعادلة ووفقاً لمعايير المحاسبة الدولية المطبقة في دولة الكويت والمعتمدة من قبل هيئة أسواق المال ، وأنها تستعرض كافة الجوانب المالية للشركة من بيانات ونتائج تشغيلية وفق المعايير الدولية للتقارير المالية المعتمدة من قبل هيئة أسواق المال والجهات الرقابية.

د. عمر سالم المطوع
نائب الرئيس التنفيذي للمالية والخدمات المساندة

Written Undertakings Submitted by Board of Directors and Executive Management in the soundness and Integrity of Financial Reports:

The Board of Directors ensures the integrity of financial reports by ensuring the independence and integrity of the external auditor and the existence of an internal audit unit that would prepare and submit reports to the Board of Directors through the Risk and Audit Committee. The Board of Directors also is setting up sound and effective systems for risk management and internal control.

According to the rules of integrity of financial statements and reports, the Executive Management, according to its best knowledge, insured the fair presentation of the of financial statements and reports to the board of directors, who in turn insured the fair presentation of the of financial statements to the shareholders, after performing its supervisory role and due diligence to detect the validity, soundness and integrity of the financial statements.

Overview of Implementation of Requirements of Internal Audit and Risk Management Committee's formation:

The Internal Audit and Risk Management Committee consisted of three members. One of its members is independent. It has been taken into account that its membership shall not be obtained by the chairman or the executive board members. It has also been taken into account that the committee members shall include at least one member with educational background and practical experience in the financial and investment fields.

There is no conflict between the recommendations of the Internal Audit and Risk Management Committee and the decisions of the Board of Directors issued during the fiscal year ended on 31/12/2023.

Independence and Impartiality of External Auditor:

The auditor is appointed based on the approval of the General Assembly following a recommendation from the Board of Directors. This is after the Internal Audit and Risk Management Committee has confirmed that the auditor is registered in the relevant registry with the authority and meets all the requirements outlined in the authority's decision regarding the auditor registration system.

During the General Assembly meeting held on April 17, 2024, the company's shareholders approved the appointment of Mrs. Hend Hamad Al Surayea, from Grant Thornton Al-Qatami, Al-Aiban & Partners, as the company's auditor for the year 2024, and authorized the Board of Directors to determine her fees.

Grant Thornton Al-Qatami, Al-Aiban & Partners are considered qualified and completely independent from the company and the Board of Directors. The external auditor conducts an independent annual audit and quarterly reviews to ensure that the financial statements comply with International Financial Reporting Standards (IFRS) and are approved by the regulatory authorities in Kuwait.

FIFTH RULE

ESTABLISHING SOUND RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS

The company has effective internal control and monitoring systems to ensure the accuracy of financial statements, measure, monitor, and mitigate the risks the company may face, in line with its risk policy, which the Board of Directors is committed to developing to meet regulatory requirements.

The Risk Management Unit reports directly to the Board of Directors. The company's Board works to enhance internal controls to provide the necessary protection against both internal and external risks. (External Company)

- The Board of Directors formed an Internal Audit and Risk Management Committee, consisting of three members, chaired by a non-executive Board member. The Chairman of the Board is intentionally excluded from this committee to ensure greater authority and independence. The term of membership has been set at three years or until the next Board elections, whichever comes first.
- The Board of Directors has adopted Internal Audit Policies and Systems to ensure the presence of adequate control measures and sufficient guarantees to support the company's activities and to affirm the independence of the Internal Audit Unit, as this is a crucial factor for the success of audit tasks. The Internal Audit Unit reports to the Internal Audit and Risk Management Committee, which is a subcommittee of the Board of Directors.
- The Internal Audit Unit, in coordination with the Internal Audit and Risk Management Committee, verifies the adequacy and effectiveness of the company's internal control systems.

SIXTH RULE

PROMOTING PROFESSIONAL CONDUCT AND ETHICAL VALUES

The company's Board of Directors is committed to the principles of governance regarding disclosure of any transactions or deals entered into by the company with any "related party", where the latter has an interest that may conflict with the company's interest. In general, if there are any transactions with related parties, they are disclosed in the supplementary notes to the company's financial statements.

In all cases, all relationships established by the company with third parties must be in the company's best interest. Moreover, all deals entered into must be based on market prices and on a purely commercial basis, with no terms that contradict the company's interest.

- The Board of Directors approved the "Conflicts of Interest Policies and Procedures" manual to avoid any conflicts of interest. Members of the board, executive management, and all employees of the company are committed to its provisions.
- A member of the Board of Directors is obliged to disclose any conflict of interest.
- A member of the Board of Directors must obtain prior approval from the company's general assembly if they have a direct or indirect interest in contracts or transactions entered into with or for the company, in accordance with the laws and regulations in place.

SEVENTH RULE
ACCURATE AND TIMELY DISCLOSURE AND TRANSPARENCY

- The company is committed to applying the highest standards of disclosure and transparency to ensure the timely provision of accurate information to shareholders and stakeholders. The company's disclosures are submitted to the Capital Market Authority and the stock exchange and are published on the company's website.
- The company is committed to accurate and timely disclosure to protect investors and enhance their trust in the company.
- Members of the Board of Directors and executive management of the company are committed to disclosure in a special register prepared for this purpose.
- The company maintains a special register that includes bonuses, salaries, and incentives granted to members of the Board of Directors and executive management, and shareholders have the right to access this register free of charge.
- Members of the Board of Directors and executive management of the company are committed to absolute confidentiality regarding all company activities and operations.
- An Investor Relations unit has been established to regulate investor affairs in the company as a primary point of contact with current and potential investors, providing them with necessary data and information.
- The company has developed its IT infrastructure to ensure that all shareholders and investors have access to up-to-date information through its website, which includes comprehensive information about the company, including details about the Board of Directors, executive management, key company activities, financial data, as well as a section dedicated to corporate governance and disclosures.

EIGHTH RULE
RESPECTING RIGHTS OF SHAREHOLDERS

- The National Industries Company is committed to ensuring that all shareholders exercise their rights fairly without any violation, in addition to protecting the assets of shareholders from any misuse by the company's management, board members, executive management, or employees. The company also commits to treating all shareholders equally and without discrimination, provided that it does not harm the company's interests or conflict with laws and regulations.
- The company's Board of Directors ensures active shareholder participation in decision-making, including the right to attend general meetings, discuss agenda items, vote on resolutions, elect and dismiss board members, object to resolutions, and supervise the company's management.
- The company has signed an agreement with the Kuwait Clearing Company to maintain a special register for its shareholders with the clearing company. According to this agreement, the clearing company handles all matters related to the company's shareholders, including:
  1. Creating an index of shareholders
  2. Updating shareholder data for all trading transactions on the Kuwait Stock Exchange
  3. Facilitating ownership transfers
  4. Handling lost or damaged share certificates
  5. Issuing replacement certificates
  6. Distributing cash dividends and bonus shares
  7. Providing regular reports on shareholders' balances to the company.
- The company has established a shareholder database and annually sends the annual report, financial statements, and invitation cards to attend general meetings via email to registered shareholders, encouraging them to participate and vote in general meetings.

NINTH RULE
UNDERSTANDING ROLE OF STAKEHOLDERS

- The company acknowledges the importance of organizing its relationships with all stakeholders, including employees, shareholders, suppliers, customers, and others, to ensure the rights of the company and all these parties. Systems and contracts serve as the primary source in determining the rights and duties of all relevant parties, and the Board of Directors has adopted a guide to policies and procedures for protecting the rights of stakeholders to govern operations accordingly.
- The company commits to respecting and protecting the rights of stakeholders in accordance with the relevant laws of the State of Kuwait, such as labor law, company law, and their executive regulations, as well as the contracts concluded between the parties.
- The company emphasizes the right of stakeholders to access information available and issued by the company through printed annual reports distributed to shareholders before the general assembly and by publishing them on the company's website.
- The company works to encourage stakeholder participation in all company activities and enhance cooperation with them to contribute to compliance with the company's goals, values, and societal objectives, as well as development goals.
- The company's website serves as a platform for any interested party wishing to communicate with the company and report any violations or complaints by stakeholders. Confidentiality of the complaint content and protection of the complainant are ensured.

TENTH RULE
ENHANCING AND IMPROVING PERFORMANCE

- The Board of Directors is committed to enhancing and improving its performance and developing its leadership skills, encouraging board members to develop their knowledge of corporate governance.
- Board members and executive management of the company are committed to continuous training and participation in conferences and seminars to enhance their skills and expertise in the company's field of work and specialized activities.
- The company implements various training programs for board members and executive management through courses organized by the Kuwait Foundation for the Advancement of Sciences, the Abdulaziz Hamad Al-Saqr Development and Training Center affiliated with the Kuwait Chamber of Commerce and Industry, as well as other training institutions, whether in-person or online.
- The company prepares an annual training plan for employees, either within Kuwait or abroad, and coordinates with local authorities. It also ensures the attendance of relevant employees at workshops organized by the Kuwait Stock Exchange.
- The performance of the entire board and each member individually is evaluated annually based on objective performance indicators, as well as the performance of committees emanating from the board.
- Executive management members undergo annual performance evaluations based on objective performance indicators for executive management.
- The Board of Directors works to instill corporate values within the company by establishing and providing mechanisms and procedures to achieve the company's strategic objectives and improve performance rates, effectively contributing to the creation of corporate values among employees and motivating them to continuous work.
- The most prominent corporate values in the National Industries Company include transparency, credibility, integrity, fairness, teamwork, respect, innovation, competitiveness, quality, and continuous improvement.

ELEVENTH RULE
IMPORTANCE OF SOCIAL RESPONSIBILITY

Corporate Social Responsibility (CSR) focuses on ethical, social, and environmental issues. In this context, National Industries Company is committed to ethical and legal standards in its activities, contributing to economic development and improving the living conditions of its employees, as well as the local community and society as a whole. The company also strives to respond to the demands of stakeholders and the environment in which it operates.

National Industries Company believes that CSR includes investment in the community. This responsibility extends to the company's management and all its employees. The company has achieved this through several initiatives as follows:

1. The company encourages the national workforce to join and secure suitable employment by participating in various job fairs. The company has succeeded in achieving national workforce employment rates in accordance with the applicable laws and regulations. It has also provided support, training, and development to enhance their professional skills.
2. The company is consistently committed to ensuring that the products it offers to the community align with environmental standards. In this regard, the company has worked to develop production methods that meet internationally recognized standards, including the Environmental Product Declaration (EPD). EPD is an internationally accepted standard that reflects the manufacturer's commitment to measuring and reducing the environmental impact of its products and services.
3. The company supports some graduation projects related to its field of work and welcomes students to conduct research and master's theses about the company's operations and activities. Additionally, it provides training opportunities in its factories for students from applied education colleges and universities.
4. The company has conducted informational workshops for citizens in new residential areas and areas where distribution has not yet occurred. These workshops include sessions on how to select contractors, fill construction materials, and provide nearby halls or facilities at the project sites or buses prepared to receive visitors.
5. The company has raised citizens' awareness by conducting practical material tests and demonstrating the differences between strength and hardness to identify superior quality materials. It also explained how to select various building materials. Furthermore, the company assisted several small business entrepreneurs in conducting experiments and tests in the company's laboratories.
6. The company provides clear explanations of the steps to follow for the necessary government transactions related to the construction process.
7. Organizing an Umrah trip and a visit to "Al-Medina Al-Munawara" for 45 workers and employees.
8. Providing Iftar and Suhoor meals in Sulaibiya and Mina Abdullah, with an approximate total of 6,000 meals during the holy month of Ramadan.
9. Organizing an annual sports tournament for the employees of the company.

Among the most prominent mechanisms used to highlight the role of the company:

1. The company's website on the internet.
2. Daily newspapers.
3. The Board of Directors' report, including the governance report.
4. The company's presence on social media platforms.

INTERNAL AUDIT COMMITTEE'S 2024 REPORT

STATEMENT OF THE HEAD OF THE COMMITTEE

The board of directors formed an audit committee, whose primary role is to ensure the integrity and accuracy of the financial reports and internal control systems within the company. The audit committee works to instill a culture of compliance within the company by ensuring the integrity and accuracy of the company's financial reports, as well as ensuring the adequacy and effectiveness of the internal control systems implemented in the company.

Formation of Internal Audit Committee:

The Board of Directors has formed the Internal Audit Committee, pursuant to the Board Resolution No. 4 of 2022, as follows:

Mr. Ahmad Mohammed Hassan	Head of Committee
Dr. Adel Khaled Al Subeih	Committee Member
Mr. Abdullrahman Shaikhan Al-Farisi	Committee Member

The committee held 5 meetings during 2024, as follows:

Name of member	Meeting (1) held in 21/2/2024	Meeting (2) held in 1/5/2024	Meeting (3) held in 11/6/2024	Meeting (4) held in 30/7/2024	Meeting (5) held in 27/10/2024	Number of meetings
Mr. Ahmad Mohammed Hassan (Head of Committee)	✓	✓	✓	✓	✓	5
Dr. Adel Khaled Al Subeih (Committee Member)	✓	✓	✓	✓	✓	5
Mr. Abdullrahman Shaikhan Al-Farisi (Committee Member)	✓	✓	✓	✓	✓	5

It is of our pleasure to present herein the report that states the achievements of the committee during the financial year ended in 31/12/2024 detailed as the following..

Internal Audit and Risk Management Committee's Duties and Terms of Reference

1. Auditing the periodic Financial Statements before submitting them to the Board of Directors.
2. Recommending the appointment and re-appointment or replacement of external auditors, determining their wages, following up on their work and studying their comments on the Company's Financial Statements.
3. Studying the accounting policy of the Company.
4. Evaluating the adequacy of the internal control systems applied in the Company
5. Technical supervision of the Internal Audit Department and recommendation of the appointment and dismissal of the Chief Audit Executive ("CAE").
6. Auditing and approving the proposed audit plans, and reviewing the results of the internal audit reports.
7. Ensuring that the Company adheres to laws, policies and regulations.
8. Preparing and reviewing risk management strategies and policies.
9. Ensuring availability of resources and systems for risk management.
10. Evaluating the systems and mechanisms for identifying, measuring and following up the risks that the Company may face.
11. Assisting the Board of Directors in determining and evaluating the Company's acceptable risk level.
12. Reviewing the organizational structure of risk management.
13. Ensuring the independence of risk management personnel and ensuring that they have a full understanding of the Company's own risks.
14. Preparing periodic reports on the nature of the risks that the Company may face.

Achievements of Internal Audit and Risk Management Committee

1. **Auditing and approval of the Interim and Annual Financial Statements:**

   The committee audited the Company's interim and annual Financial Statements, as well as the auditors' reports, before submitting them to the Company's board of directors

2. **Auditing and approving the Company's 2023 estimated balance sheet:**

   The committee is auditing the Company's annual estimated balance sheet and submitted it to be presented to the Company's board of directors.

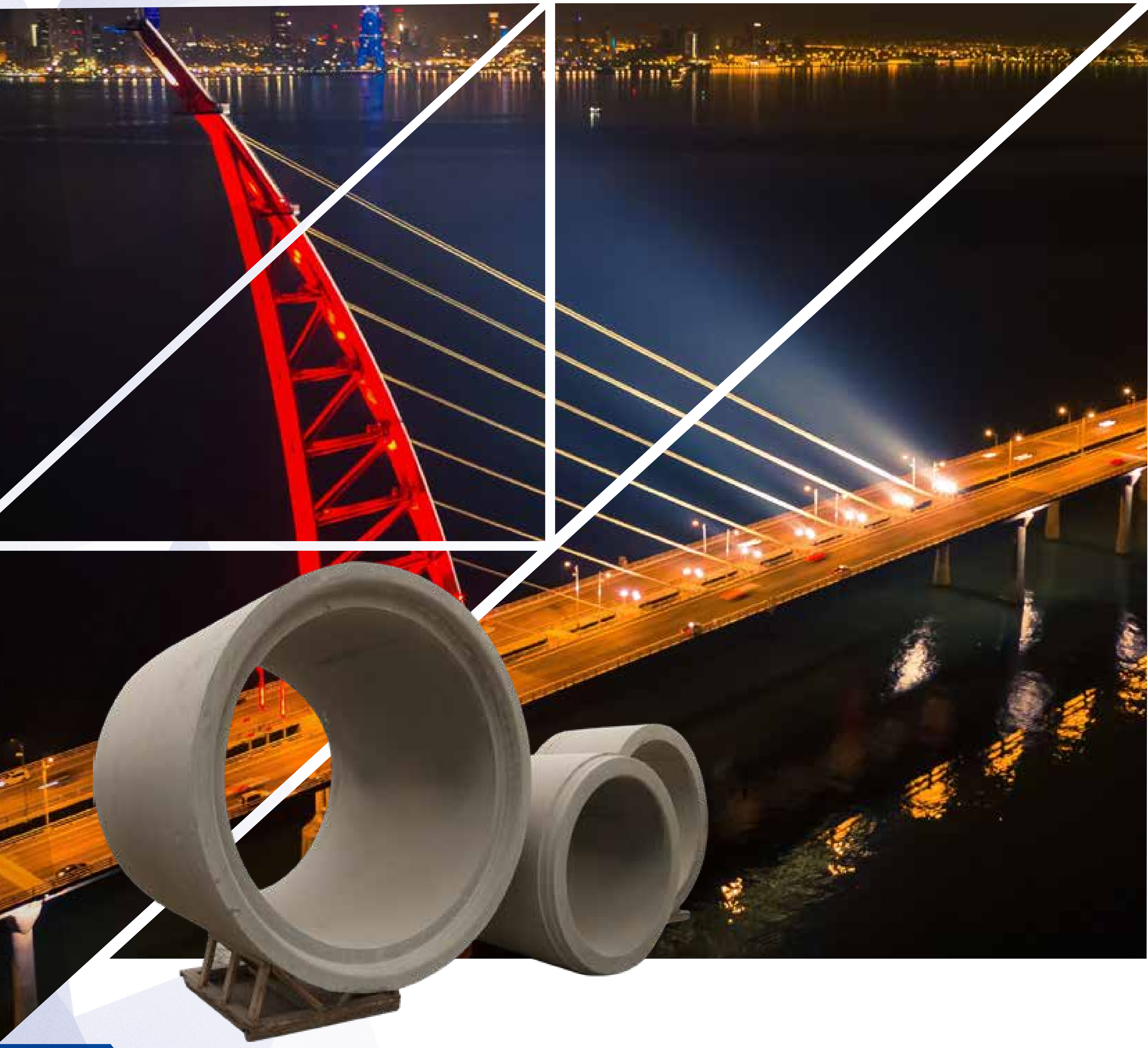
3. **Recommending the appointment of an external auditor:**

   The Internal Audit and Risk Management Committee submitted a recommendation to the Board of Directors to appoint Ms. Hend Abdullah Al Surayea from Grant Thornton - Al-Qatami, Al-Aiban & Partners, as the Company's auditor in 2024.

Commettee Head
Ahmad Mohammad Hassan

CONCRETE PIPES

SHEIKH JABER BRIDGE



Consolidated Financial Statements and Independent Auditor's Report

National Industries Company - KPSC and Subsidiaries - KUWAIT
31 December 2024

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Independent Auditor's Report

To the Shareholders of
National Industries Company - KPSC
Kuwait

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of National Industries Company - KPSC ("Parent Company") and its Subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss, consolidated statement of profit or loss and other 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 material accounting policy information.

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 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

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) issued by the International Ethics Standards Board for Accountants ("IESBA Code") and the ethical requirements that are relevant to our audit of the consolidated financial statements in the State of Kuwait. We have fulfilled our ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below as the key audit matters.

Revenue recognition

Revenue is measured based on the consideration, that the Group expects to be entitled as per the customer contract. The Group recognizes revenue when it transfers control over a product or service to a customer. The Group follows the five-step model to recognize revenue as disclosed in the accounting policy related to revenue recognition (note 5.4). This is an area of audit focus as management assumptions are required to apply the revenue recognition criteria to each separately identifiable component of revenue. This can result in circumstances which require careful consideration to determine how revenue should be recognized.

Our audit procedures included, testing the operating effectiveness of associated internal controls and performing substantive audit procedures. We performed analytical reviews and reviewed management accounts to identify any material new revenue streams. Our testing procedures included reviewing customer contracts, checking delivery records and price lists and checking that the recognition criteria of IFRS Accounting Standards as issued by the IASB were met. We also assessed the adequacy of the Group's disclosures of its revenue recognition policy, the judgements involved and other related disclosures.

The Group's disclosures about revenue recognition are included in Note 5.4 and Note 8. Revenue by segment is disclosed in Note 30.

Valuation of unquoted financial assets at fair value through OCI

The Group's investments in unquoted financial assets at fair value through other comprehensive income represent a significant part of the total assets. Due to their unique structure and terms of such investments, the valuation of such investments is based either on external valuations or on entity-developed internal models and not on quoted prices in active markets. Therefore, there is significant measurement uncertainty involved in the valuation. As a result, the valuation of these investments was significant to our audit and consequently determined to be a key audit matter.

Our audit procedures included, among others, documenting and assessing the processes in place to fair value the investment portfolio. Agreeing carrying value of the unquoted investments to the Group's internal or external valuations prepared using valuation techniques, assessing and challenging the appropriateness of estimates, assumptions and valuation methodology and obtained supporting documentation and explanations to corroborate the valuations.

The Group's disclosures about these unquoted financial assets at fair value through other comprehensive income are included in Note 5.15.3, Note 16 and Note 36.

Other information included in the Group Annual Report for the year ended 31 December 2024

Management is responsible for the other information. The other information comprises Board of Directors' report (but does not include the consolidated financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the complete Group's Annual Report which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Group's complete Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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 IFRS Accounting Standards as issued by the IASB, 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, the Parent Company's 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.

Notes to 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 judgment and maintain professional scepticism 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 statements 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.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

Notes to the Consolidated Financial Statements *(continued)*

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 and its Executive Regulations, as amended, and by the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Companies Law, the Executive Regulations, or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2024 that might have had a material effect on the business or financial position of the Parent Company.

We further report, to the best of our knowledge and belief, no violations of provisions of the Law No. 7 of 2010 regarding Capital Markets Authority ("CMA") and its relevant regulations have occurred during the year ended 31 December 2024 that might have had a material effect on the business or financial position of the Parent Company.

Hend Abdullah Al Surayea
(Licence No. 141-A)
of Grant Thornton - Al-Qatami, Al-Aiban & Partners

Kuwait
6 February 2025

Notes to the Consolidated Financial Statements *(continued)*

Consolidated Statement of Profit or Loss

	Note	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Continuing operations			
Revenue			
Revenue from sales and customer contracts	8	51,421,501	49,977,646
Cost of sales and customer contracts		(41,373,945)	(39,861,567)
Gross profit		10,047,556	10,116,079
Other operating income		598,454	569,329
Investment income	9	2,522,052	1,696,599
Reversal of provision no longer required	34	2,133,342	-
Share of results of associates		(158,768)	(244,729)
Impairment in value of an associate		(85,000)	(150,000)
Foreign currency exchange gain/(loss)		75,968	(9,578)
		15,133,604	11,977,700
Expenses and other charges			
Distribution expenses		(2,616,128)	(2,271,993)
General, administrative and other expenses		(4,939,743)	(5,244,124)
Finance costs		(176,910)	(119,019)
Provision for slow-moving inventories		(117,648)	(50,739)
Impairment in value of receivables and other assets	19	(616,446)	(48,807)
Profit before provisions for contribution to KFAS, NLST, Zakat and Directors' remuneration		6,666,729	4,243,018
Provision for contribution to Kuwait Foundation for the Advancement of Sciences (KFAS)		(58,152)	(37,592)
Provision for National Labour Support Tax (NLST)		(143,062)	(104,656)
Provision for Zakat		(55,293)	(38,035)
Board of Directors' remuneration		(150,000)	(150,000)
Profit for the year from continuing operations		6,260,222	3,912,735
Discontinued operations			
Loss for the year from discontinued operations		-	(94,451)
Profit for the year	11	6,260,222	3,818,284
Attributable to:			
Owners of the Parent Company		6,059,494	3,846,656
Non-controlling interests		200,728	(28,372)
Profit for the year		6,260,222	3,818,284
Basic earnings/(loss) per share attributable to the owners of the Parent Company			
- From continuing operations		17.31	11.12
- From discontinued operations		-	(0.14)
Total - Fils	12	17.31	10.98
Diluted earnings/(loss) per share attributable to the owners of the Parent Company			
- From continuing operations		17.22	11.08
- From discontinued operations		-	(0.13)
Total - Fils	12	17.22	10.95

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Profit for the year	**6,260,222**	3,818,284
Other comprehensive income:		
Items that will be reclassified subsequently to the consolidated statement of profit or loss:		
Exchange differences from translation of foreign operations	**(162,323)**	6,965
Items that will not be reclassified subsequently to the consolidated statement of profit or loss:		
Investments at fair value through other comprehensive income:		
Net change in fair value during the year	**4,145,983**	(1,130,426)
Total other comprehensive income/(loss)	**3,983,660**	(1,123,461)
Total comprehensive income for the year	**10,243,882**	2,694,823
Total comprehensive income attributable to:		
Owners of the Parent Company	**10,125,289**	2,717,179
Non-controlling interests	**118,593**	(22,356)
	10,243,882	2,694,823

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

Consolidated statement of financial position

	Note	31 Dec. 2024 KD	31 Dec. 2023 KD
Non-current assets			
Property, plant and equipment	13	18,496,356	19,211,539
Right of use assets	14	946,513	1,687,531
Investment properties	15	14,011,173	8,675,000
Investment in associates		167,350	770,529
Investments at fair value through other comprehensive income	16	28,500,967	24,596,361
		62,122,359	54,940,960
Current assets			
Inventories and spare parts	17	24,376,969	22,890,614
Investments at fair value through profit or loss	18	3,107,279	2,805,546
Accounts receivable and other assets	19	13,819,655	14,169,979
Wakala investments	20	16,800,000	20,050,000
Cash and bank balances	21	2,975,459	2,852,552
		61,079,362	62,768,691
Assets included in disposal group classified as held for sale		-	7,298
Total assets		123,201,721	117,716,949
Equity and liabilities			
Equity			
Share capital	22	35,089,162	35,089,162
Share premium	22	32,565,638	32,565,638
Treasury shares	23	(299,420)	(172,797)
Legal reserve	24	8,013,981	7,367,381
Voluntary reserve	24	2,244,389	1,597,789
Staff bonus shares reserve	32	303,107	224,424
Other components of equity	25	9,324,874	5,265,944
Retained earnings		5,783,767	3,651,156
Total equity attributable to the owners of the Parent Company		93,025,498	85,588,697
Non-controlling interests		840,885	1,441,276
Total equity		93,866,383	87,029,973
Non-current liabilities			
Provision for land filling expenses	26	556,352	552,128
Lease liabilities - non-current portion	27	615,925	156,415
Provision for employees' end of service benefits		8,043,095	7,408,908
		9,215,372	8,117,451
Current liabilities			
Due to banks	21	506,447	950,175
Ijara payables	29	1,700,000	-
Lease liabilities - current portion	27	585,868	1,481,784
Accounts payable and other liabilities	28	17,327,651	20,103,314
		20,119,966	22,535,273
Liabilities included in disposal group classified as held for sale		-	34,252
Total liabilities		29,335,338	30,686,976
Total equity and liabilities		123,201,721	117,716,949

Abdul Aziz Ibrahim Al-Rabia
Chairman

Hamad Mohammed Al-Saad
Vice-chairman and Chief Executive Officer

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

Consolidated statement of changes in equity

	Equity attributable to the owners of the Parent Company										
	Share capital KD	Share premium KD	Treasury shares KD	Legal reserve KD	Voluntary reserve KD	Staff bonus shares reserve KD	Other components of equity (note 25) KD	Retained earnings KD	Sub-Total KD	Non-controlling interests KD	Total KD
Balance as at 1 January 2024	**35,089,162**	**32,565,638**	**(172,797)**	**7,367,381**	**1,597,789**	**224,424**	**5,265,944**	**3,651,156**	**85,588,697**	**1,441,276**	**87,029,973**
Purchase of treasury shares	-	-	**(289,649)**	-	-	-	-	-	**(289,649)**	-	**(289,649)**
Cost of share-based payments (note 32)	-	-	-	-	-	**237,072**	-	-	**237,072**	-	**237,072**
Issue of staff bonus shares (note 32)	-	-	**163,026**	-	-	**(158,389)**	-	**(4,637)**	-	-	-
Change in non-controlling interests	-	-	-	-	-	-	-	-	-	**151,906**	**151,906**
Consolidation adjustments and related reallocation from non-controlling interest to retained earnings (Note 7.3)	-	-	-	-	-	-	-	**870,890**	**870,890**	**(870,890)**	-
Cash dividends (note 31)	-	-	-	-	-	-	-	**(3,506,801)**	**(3,506,801)**	-	**(3,506,801)**
Transactions with the owners	-	-	**(126,623)**	-	-	**78,683**	-	**(2,640,548)**	**(2,688,488)**	**(718,984)**	**(3,407,472)**
Profit for the year	-	-	-		-	-	-	**6,059,494**	**6,059,494**	**200,728**	**6,260,222**
Other comprehensive income/(loss) for the year	-	-	-	-	-	-	**4,065,795**	-	**4,065,795**	**(82,135)**	**3,983,660**
Total comprehensive income for the year	-	-	-	-	-	-	**4,065,795**	**6,059,494**	**10,125,289**	**118,593**	**10,243,882**
Transferred to reserves	-	-	-	**646,600**	**646,600**	-	-	**(1,293,200)**	-	-	-
Transfer of realised gain on disposal of equity investments at FVTOCI to retained earnings	-	-	-	-	-	-	**(6,865)**	**6,865**	-	-	-
Balance as at 31 December 2024	**35,089,162**	**32,565,638**	**(299,420)**	**8,013,981**	**2,244,389**	**303,107**	**9,324,874**	**5,783,767**	**93,025,498**	**840,885**	**93,866,383**
Balance as at 1 January 2023	35,089,162	32,565,638	(223,050)	6,949,687	1,388,942	194,459	6,808,951	3,537,192	86,310,981	1,829,891	88,140,872
Purchase of treasury shares	-	-	(137,582)	-	-	-	-	-	(137,582)	-	(137,582)
Cost of share-based payments (note 32)	-	-	-	-	-	253,380	-	-	253,380	-	253,380
Issue of staff bonus shares (note 32)	-	-	187,835	-	-	(223,415)	-	(14,646)	(50,226)	-	(50,226)
Change in non-controlling interests	-	-	-	-	-	-	-	-	-	(366,259)	(366,259)
Cash dividends (note 31)	-	-	-	-	-	-	-	(3,505,035)	(3,505,035)	-	(3,505,035)
Transactions with the owners	-	-	50,253	-	-	29,965	-	(3,519,681)	(3,439,463)	(366,259)	(3,805,722)
Profit/(loss) for the year	-	-	-	-	-	-	-	3,846,656	3,846,656	(28,372)	3,818,284
Other comprehensive (loss)/income for the year	-	-	-	-	-	-	(1,129,477)	-	(1,129,477)	6,016	(1,123,461)
Total comprehensive (loss)/income for the year	-	-	-	-	-	-	(1,129,477)	3,846,656	2,717,179	(22,356)	2,694,823
Transferred to reserves	-	-	-	417,694	208,847	-	-	(626,541)	-	-	-
Transfer of realised gain on disposal of equity investments at FVTOCI to retained earnings	-	-	-	-	-	-	(413,530)	413,530	-	-	-
Balance as at 31 December 2023	35,089,162	32,565,638	(172,797)	7,367,381	1,597,789	224,424	5,265,944	3,651,156	85,588,697	1,441,276	87,029,973

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

Consolidated statement of cash flows

	Note	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
OPERATING ACTIVITIES			
Profit for the year from continuing operations before provisions for contribution to KFAS, NLST, Zakat and Directors' remuneration		**6,666,729**	4,243,018
Adjustments:			
Depreciation of property, plant and equipment		**3,379,577**	3,129,334
Amortization of right of use assets		**1,427,190**	1,466,256
Change in fair value of investment properties		**(361,569)**	(89,726)
Loss on write off of property, plant and equipment		**359**	2,781
Share of results of associates		**158,768**	244,729
Impairment in value of an associate		**85,000**	150,000
Dividend income from investments at fair value through other comprehensive income		**(308,039)**	(563,009)
Dividend income from investments at fair value through profit or loss		**(24,319)**	(63,099)
Income from wakala investments		**(753,849)**	(690,739)
Cost of share-based payment		**237,072**	253,380
Interest income		**(161,551)**	(60,645)
Finance costs		**176,910**	119,019
Provision for land filling expenses		**4,224**	5,409
Provision for slow-moving inventories		**117,648**	50,739
Reversal of provision no longer required		**(2,133,342)**	-
Impairment in value of receivables and other assets		**616,446**	48,807
Provision for employees' end of service benefits		**1,038,010**	983,181
		10,165,264	9,229,435
Changes in operating assets and liabilities:			
Inventories and spare parts		**(1,604,003)**	2,886,506
Investments at fair value through profit or loss		**(301,733)**	211,253
Accounts receivable and other assets		**659,978**	(748,034)
Accounts payable and other liabilities		**(830,603)**	2,494,019
Operating cash flow		**8,088,903**	14,073,179
Employees' end of service indemnity paid		**(403,823)**	(945,821)
KFAS paid		**(37,592)**	(42,813)
NLST paid		**(114,436)**	(130,803)
Zakat paid		**(41,740)**	(48,411)
Net cash from continuing operations		**7,491,312**	12,905,331
Net cash used in discontinued operations		**-**	(230,093)
Net cash flows from operating activities		**7,491,312**	12,675,238

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

Consolidated statement of cash flows (continued)

	Note	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
INVESTING ACTIVITIES			
Additions of property, plant and equipment		(2,664,753)	(2,026,027)
Proceeds from sale of property, plant and equipment		-	2,300
Additions to investment properties		(4,745,694)	-
Additions to investments at fair value through other comprehensive income		(934,232)	(1,065,467)
Dividends received from associates		361,358	-
Proceeds from sale/redemption of investments at fair value through OCI		29,467	616,955
Dividend income received from investments at fair value through other comprehensive income		308,039	563,009
Dividend income received from investments at fair value through profit or loss		24,319	63,099
Change in wakala investments maturing after 3 months		6,250,000	(14,000,000)
Income received from wakala investments		753,849	690,739
Interest income received		161,551	60,645
Net cash used in continuing operations		(456,096)	(15,094,747)
Net cash from discontinued operations		-	-
Net cash flows used in investing activities		(456,096)	(15,094,747)
FINANCING ACTIVITIES			
Funds received from Ijara facilities		1,700,000	-
Purchase of treasury shares		(289,649)	(137,582)
Finance costs paid		(99,887)	(119,019)
Lease liabilities paid		(1,272,244)	(1,460,525)
Cash dividends paid to shareholders		(3,506,801)	(3,505,035)
Net cash used in continuing operations		(3,468,581)	(5,222,161)
Net cash used in discontinued operations		(7,298)	(366,259)
Net cash flows used in financing activities		(3,475,879)	(5,588,420)
Net increase/(decrease) in cash and cash equivalents		3,559,337	(8,007,929)
Cash and cash equivalents at beginning of the year		4,909,675	12,917,604
Cash and cash equivalents at the end of the year (with the disposal group)		8,469,012	4,909,675
Cash and cash equivalents attributable to the disposal group		-	(7,298)
Cash and cash equivalents at end of the year	21	8,469,012	4,902,377

The notes set out on pages 40-83 form an integral part of these consolidated financial statements.

Notes to the consolidated financial statements

1. INCORPORATION AND ACTIVITIES

National Industries Company - KPSC (the Parent Company) was incorporated on 1 February 1997 as a Kuwaiti Public Shareholding Company and its shares are listed on the Boursa Kuwait. The Parent Company is a subsidiary of National Industries Group Holding - KPSC (Ultimate Parent Company).

The main objectives of the Parent Company are as follows:

- Manufacturing and marketing building materials and infrastructure products.
- Practicing all industrial activities, re-manufacturing and related activities and implementing same directly or through a third party to the account of the Company or the third party after obtaining the necessary industrial licenses from the competent authorities.
- Implementing studies, researches and development and providing consultations in all kinds of industrial fields.
- Practicing trade of the materials related to the activities of import, export and marketing of products.
- Transportation, clearance, storage and packaging of raw materials and products and acquisition of the necessary means of transportation and storage.
- Quarry works and extraction, trading, formation and manufacturing of sands and rocks and import of the necessary equipment.
- Acquisition, management and rental of rented and owned real estate properties necessary to carry out the Company's activity and market its products.
- Establishing companies or participating therein with other parties to carry out the Company's activities.
- Investing surplus funds in financial portfolios managed by specialized companies, and buying and selling stocks and bonds for the Company.
- The Company may carry out the above activities inside and outside Kuwait.

- The Group comprises the Parent Company and its subsidiaries (note 7).

The address of the Parent Company's registered office is PO Box 3314, Safat 13034, State of Kuwait.

These consolidated financial statements were authorised for issue by the board of directors of the Parent Company on 6 February 2025 and are subject to approval of the shareholders' general assembly of the Parent Company.

2. BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared under historical cost convention except for investment properties, financial assets at fair value through profit or loss and investments at fair value through other comprehensive income.

The consolidated financial statements have been presented in Kuwaiti Dinars ("KD").

The Group has elected to present the "consolidated statement of other comprehensive income" in two statements: the "consolidated statement of profit or loss" and "consolidated statement of profit or loss and other comprehensive income".

3. STATEMENT OF COMPLIANCE

These consolidated financial statements of the Group have been prepared in accordance with the IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Notes to the Consolidated Financial Statements *(continued)*

4. CHANGES IN ACCOUNTING POLICIES

4.1 NEW AND AMENDED STANDARDS ADOPTED BY THE GROUP

The following amendments to existing IFRS Accounting Standards were effective for the current period.

Standard or Interpretation	Effective for annual periods beginning
IAS 1 Amendments- Classification of liabilities with debt covenants	1 January 2024
IAS 1 Amendments- Classification of liabilities as current or non-current	1 January 2024
IAS 7 and IFRS 7 Amendments- Supplier finance arrangement disclosures	1 January 2024
IFRS 16 Amendments- Lease liability in a sale and leaseback	1 January 2024

IAS 1 AMENDMENTS - CLASSIFICATION OF LIABILITIES WITH DEBT COVENANTS

The amendments to IAS 1 clarify that classification of liabilities as either current or non-current depends only on the covenants that an entity is required to comply with on or before the reporting date. In addition, an entity has to disclose information in the notes that enables users of financial statements to understand the risk that non-current liabilities with covenants could become repayable within twelve months.

The adoption of the amendments did not have a significant impact on the Group's consolidated financial statements.

IAS 1 AMENDMENTS - CLASSIFICATION OF LIABILITIES AS CURRENT OR NON-CURRENT

The amendments to IAS 1 clarify the classification of a liability as either current or non-current is based on the entity's rights at the end of the reporting period. Stating management expectations around whether they will defer settlement or not does not impact the classification of the liability. It has added guidance about lending conditions and how these can impact classification and has included requirements for liabilities that can be settled using an entity's own instruments.

The adoption of the amendments did not have a significant impact on the Group's consolidated financial statements.

IAS 7 AND IFRS 7 AMENDMENTS - SUPPLIER FINANCE ARRANGEMENT DISCLOSURES

The amendments to IAS 7 and IFRS 7 added disclosure objectives to IAS 7 to enable the users of the financial statements to assess how the supplier finance arrangements effect an entity's liabilities and cash flows, and to understand the effect of these arrangements on an entity's exposure to liquidity risk and how the entity might be affected if the arrangements were no longer available to it. While the amendments do not explicitly define supplier finance arrangements it instead describes characteristics of such arrangements.

To meet the disclosure objectives, an entity is required to disclose in aggregate for its supplier finance arrangements:

- The terms and conditions of the arrangements
- The carrying amount, and associated line items presented in the entity's statement of financial position, of the liabilities that are part of the arrangements
- The carrying amount, and associated line items for which the suppliers have already received payment from the finance providers
- Ranges of payment due dates for both those financial liabilities that are part of a supplier finance arrangement and comparable trade payables that are not part of a supplier finance arrangement
- Liquidity risk information

The adoption of the amendments did not have a significant impact on the Group's consolidated financial statements.

Notes to the Consolidated Financial Statements *(continued)*

4. Changes in accounting policies (continued)
4.1 New and amended standards adopted by the Group (continued)

IFRS 16 Amendments - Lease liability in a sale and leaseback

The amendments to IFRS 16 requires a seller-lessee to measure the right-of-use asset arising from a sale and leaseback transaction at the proportion of the previous carrying amount of the asset that relates to the right of use the seller-lessee retains. Accordingly, in a sale and leaseback transaction the seller-lessee recognises only the amount of any gain or loss that relates to the rights transferred to the buyer-lessor. The initial measurement of the lease liability that arise from a sale and leaseback transaction is a consequence of how the seller-lessee measures the right-of-use asset and the gain or loss recognised at the date of the transaction. The new requirements do not prevent a seller-lessee from recognising in any gain or loss relating to the partial or full termination of a lease.

The adoption of the amendments did not have a significant impact on the Group's consolidated financial statements.

4.2 IASB STANDARDS ISSUED BUT NOT YET EFFECTIVE

At the date of authorisation of these consolidated financial statements, certain new standards, amendments and interpretations to existing standards have been published by the IASB but are not yet effective, and have not been adopted early by the Group.

Management anticipates that all of the relevant pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of the pronouncements.

Information on new standards, amendments and interpretations that are expected to be relevant to the Group's consolidated financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Group's consolidated financial statements.

Standard or Interpretation	Effective for annual periods beginning
IAS 21 Amendments - Lack of exchangeability	1 January 2025
IFRS 7 and IFRS 9 Classification and Measurement of Financial Instruments - Amendments	1 January 2026
IFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027

IAS 21 Amendments - Lack of exchangeability

The amendments to IAS 21 addresses determination of exchange rate when there is long term lack of exchangeability. The amendments:

- Specify when a currency is exchangeable into another currency and when it is not — a currency is exchangeable when an entity is able to exchange that currency for the other currency through markets or exchange mechanisms that create enforceable rights and obligations without undue delay at the measurement date and for a specified purpose; a currency is not exchangeable into the other currency if an entity can only obtain an insignificant amount of the other currency.
- Specify how an entity determines the exchange rate to apply when a currency is not exchangeable — when a currency is not exchangeable at the measurement date, an entity estimates the spot exchange rate as the rate that would have applied to an orderly transaction between market participants at the measurement date and that would faithfully reflect the economic conditions prevailing.
- Require the disclosure of additional information when a currency is not exchangeable — when a currency is not exchangeable an entity discloses information that would enable users of its financial statements to evaluate how a currency's lack of exchangeability affects, or is expected to affect, its financial performance, financial position and cash flows.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

IFRS 7 and IFRS 9 Classification and Measurement of Financial Instruments - Amendments

The amendments to IFRS 7 and IFRS 9 addresses three changes:

- derecognition of a financial liability settled through electronic transfer whereby entities are permitted to deem a financial liability (or part of it) that will be settled in cash using an electronic payment system to be discharged before the settlement date if specified criteria are met. An entity that elects to apply this derecognition option would be required to apply it to all settlements made through the same electronic payment system.
- Classification of financial assets based on a) contractual terms that are consistent with basic lending arrangements, b) assets with non-recourse description has been enhanced to include a financial asset has non-recourse features if an entity's ultimate right to receive cash flows is contractually limited to the cash flows generated by specified assets, and c) contractually linked instruments have been clarified, and
- Disclosures relating to a) financial assets at FVTOCI where entities are required to disclose fair value gain or loss separately for financial assets derecognised in the period and the fair value gain or loss that relates to investments held at the end of the period, and b) contractual terms that could change the timing or amount of contractual cash flows on the occurrence (or non-occurrence) of a contingent event that does not relate directly to changes in a basic lending risks and costs.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

The new standard will replace the IAS 1 Presentation of Financial Statements though it contains a number of the current requirements in the IAS 1. IFRS 18 sets out to ensure the financial statements provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses. The major new requirements in IFRS 18 include

- Presentation of specific categories and sub totals in the statement of profit or loss
- Disclosures of management-defined performance measures (MPM)
- Improvement of aggregation and disaggregation

Management anticipates that the adoption of the new standard in the future may have an impact on the Group's consolidated financial statements.

IFRS 19 Subsidiaries without Public Accountability: Disclosures

IFRS 19 allows reduced disclosure requirements for an entity instead of the disclosure requirements in other IFRS Accounting Standards if the entity 1) is a subsidiary, 2) it does not have public accountability, 3) it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with IFRS Accounting Standards. An entity electing to apply IFRS 19 is required to apply other IFRS Accounting Standards, except for the disclosure requirements.

As the Group's equity instruments are publicly traded, it is not eligible to elect to apply IFRS 19.

5. MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies adopted in the preparation of the consolidated financial statements are set out below:

5.1 BASIS OF CONSOLIDATION

The Group financial statements consolidate those of the Parent Company and all of its subsidiaries. Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and they are deconsolidated from the date that control ceases. The financial statements of the subsidiaries are prepared for reporting dates which are typically not more than three months from that of the Parent Company, using consistent accounting policies. Adjustments are made for the effect of any significant transactions or events that occur between that date and the reporting date of the Parent Company's financial statements. The details of the subsidiaries are set out in Note 7 to the consolidated financial statements.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a Group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the date the Group gains control, or until the date the Group ceases to control the subsidiary, as applicable.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the parent and the non-controlling interests based on their respective ownership interests. Losses within a subsidiary are attributed to the non-controlling interests even if that results in a deficit balance.

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:

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary
- Derecognizes the carrying amount of any non-controlling interests
- Derecognizes the cumulative translation differences, recorded in equity
- Recognizes the fair value of the consideration received
- Recognizes the fair value of any investment retained
- Recognizes any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the Group has directly disposed of the related assets or liabilities.

5.2 BUSINESS COMBINATIONS

The Group applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred. For each business combination, the acquirer measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.2 Business combinations (continued)

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

The Group recognises identifiable assets acquired and liabilities assumed in a business combination regardless of whether they have been previously recognised in the acquiree's financial statements prior to the acquisition. Assets acquired and liabilities assumed are generally measured at their acquisition-date fair values.

When the Group acquires a business, it assesses the financial assets and 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.

Goodwill is stated after separate recognition of identifiable intangible assets. It is calculated as the excess of the sum of a) fair value of consideration transferred, b) the recognised amount of any non-controlling interest in the acquiree and c) acquisition-date fair value of any existing equity interest in the acquiree, over the acquisition-date fair values of identifiable net assets. If the fair values of identifiable net assets exceed the sum calculated above, the excess amount (i.e. gain on a bargain purchase) is recognised in profit or loss immediately.

5.3 SEGMENT REPORTING

The Group has four operating segments: Building materials and contracting services, oil sector, real estate and investments. In identifying these operating segments, management generally follows the Group's service lines representing its main products and services. Each of these operating segments is managed separately as each requires different approaches and other resources. All inter-segment transfers are carried out at arm's length prices.

For management purposes, the Group uses the same measurement policies as those used in its consolidated financial statements. In addition, assets or liabilities which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

5.4 REVENUE RECOGNITION

The Group recognises revenue from the following major sources:

- Sale of the Group's goods of building materials and infrastructure products
- Construction contracts
- Rending of services

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control of a product or service to a customer.

The Group follows a 5-step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligations
5. Recognising revenue when/as performance obligation(s) are satisfied.

Revenue is recognized either at a point in time or over time, when (or as) the Group satisfies performance obligations by transferring the promised goods or services to its customers.

The Group recognizes contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts, if any, as other liabilities in the statement of financial position. Similarly, if the Group satisfies a performance obligation before it receives the consideration, the Group recognises either a contract asset

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.4 Revenue recognition (continued)

or a receivable, if any, in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

5.4.1 Sale of goods building materials and infrastructure products

Sale of goods is recognised when the Group has transferred control over goods to customers, generally when the customer has taken undisputed delivery of the goods.

5.4.2 Construction contracts

The Group concludes construction long-term contracts with customers. Such contracts are entered into before construction work begins. Under the terms of the contracts, the Group has an enforceable right to payment for the work done. Revenue from construction work is therefore recognised over time on a cost-to-cost method, i.e. based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs. The Group considers that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations under IFRS 15.

The Group becomes entitled to invoice customers for construction work based on achieving a series of performance-related milestones. When a particular milestone is reached the customer is sent a relevant statement of work signed by a third-party assessor and an invoice for the related milestone payment. The Group will previously have recognised a contract asset for any work performed. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer. If the milestone payment exceeds the revenue recognised to date under the cost-to-cost method then the Group recognises a contract liability for the difference.

5.4.3 Rendering of services

The Group provides Engineering supervision services relating to the oil and gas entities. Revenue from these services is recognised on a time-and-materials basis as the services are provided. Customers are invoiced periodically in accordance with individual contracts as work progresses. Any amounts remaining unbilled at the end of a reporting period are presented in the consolidated statement of financial position as accounts receivable as only the passage of time is required before payment of these amounts will be due.

5.5 INTEREST AND SIMILAR INCOME

Interest income are reported on an accrual basis using the effective interest method. Murabaha income is recognised on a time proportion basis so as to yield a constant periodic rate of return based on the balance outstanding.

5.6 DIVIDEND INCOME

Dividend income, other than those from investments in associates, are recognised at the time the right to receive payment is established.

5.7 OPERATING EXPENSES

Operating expenses are recognised in profit or loss upon utilisation of the service or at the date of their origin.

5.8 BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

5.9 TAXATION AND OTHER STATUTORY CONTRIBUTIONS

5.9.1 National Labour Support Tax (NLST)

NLST is calculated in accordance with Law No. 19 of 2000 and the Kuwait Minister of Finance Resolutions No. 24 of 2006 at 2.5% of taxable profit of the Group. As per law, allowable deductions include, cash dividends from listed companies which are subjected to NLST.

5.9.2 Kuwait Foundation for the Advancement of Sciences (KFAS)

The 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 transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

Accumulated losses brought forward can be deducted from the adjusted profit for the year when calculating the KFAS contribution for the year.

5.9.3 Zakat

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

Under the NLST and Zakat regulations no carry forward of losses to the future years nor any carry back to prior years is permitted.

5.9.4 Profit or loss from discontinued operations

A discontinued operation is a component of the Group that either has been disposed of, or is classified as held for sale. A discontinued operation represents a separate major line of the business. Profit or loss from discontinued operations comprises the post-tax profit or loss of discontinued operations and the post-tax gain or loss recognised on the measurement to fair value less costs to sell or on the disposal group(s) constituting the discontinued operation (see also Note 5.24 and Note 7.2).

5.10 PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management.

Property, plant and equipment are subsequently measured using the cost model, cost less subsequent depreciation and impairment losses. Depreciation is recognised on a straight-line basis to write down the cost

less estimated residual value. The useful life and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits arising from items of property, plant and equipment. The following useful lives are applied:

Buildings	4 - 20 years
Plant and equipment	1 - 10 years
Motor vehicles	2 - 10 years
• Furniture and fixtures	4 - 10 years

Material residual value estimates and estimates of useful life are updated as required, but at least annually.

When assets are sold or retired, their cost and accumulated depreciation are eliminated from the accounts and any gain or loss resulting from their disposal is recognised in the consolidated statement of profit or loss.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)

5.11 LEASES

The Group as a lessee

For any new contracts entered into on or after 1 January 2019, the Group considers whether a contract is, or contains a lease. A lease is defined as ‘a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration’.

To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct ‘how and for what purpose’ the asset is used throughout the period of use.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

Measurement and recognition of leases as a lessee

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet measured as follows:

Right-of-use asset

The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

Subsequent to initial measurement, the Group depreciates the right-of-use assets (which are not classified as investment properties) on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

Subsequent to initial measurement, the Group accounts for certain of its right-of-use assets as investment properties carried at fair value. These values are supported by market evidence and are determined by external professional valuers with sufficient experience with respect to both the location and the nature of the investment property. Any gain or loss resulting from either a change in the fair value is immediately recognised in the consolidated statement of profit or loss.

Lease liability

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group’s incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability is reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.11 Leases (continued)

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group as a lessor

The Group enters into lease agreements as a lessor with respect to some of its investment properties. The Group classifies its leases as either operating or finance leases. When the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for the head-lease and sub-lease as two separate contacts. The sub-lease is classified as finance lease or operating lease by reference to the right-of-use of asset arising from the head-lease.

Rental income from operating leases is recognised on a straight-line basis over lease term. Initial direct cost incurred in arranging and negotiating a lease are added to the carrying amount of the lease assets and recognised on a straight line basis over the lease term.

Amounts due under finance leases are recognised as receivables. Finance lease income is allocated to the accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding for the finance lease.

5.12 INVESTMENT PROPERTIES

Investment properties are properties held to earn rentals and/or for capital appreciation, and are accounted for using the fair value model.

Investment properties are initially measured at cost. Subsequently, investment properties are revalued annually and are included in the consolidated statement of financial position at their fair values. These values are supported by market evidence and are determined by external professional valuers with sufficient experience with respect to both the location and the nature of the investment property or are determined by the management of the Group based on their knowledge of the property.

Any gain or loss resulting from either a change in the fair value or the sale of an investment property is immediately recognised in profit or loss within "change in fair value of investment property".

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

5.13 INVESTMENT IN ASSOCIATES

Associates are those entities over which the Group is able to exert significant influence but which are neither subsidiaries nor joint ventures. Investments in associates are initially recognised at cost and subsequently accounted for using the equity method. Any goodwill or fair value adjustment attributable to the Group's share in the associate is not recognised separately and is included in the amount recognised as investment in associates.

Under the equity method, the carrying amount of the investment in associates is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate, adjusted where necessary to ensure consistency with the accounting policies of the Group.

Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

The share of results of an associate is shown on the face of the consolidated statement of profit or loss. This is the

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.13 Investment in associates (continued)

profit attributable to equity holders of the associate and therefore is profit after tax and non-controlling interests in the subsidiaries of the associate.

The difference in reporting dates of the associates and the Group is not more than three months. Adjustments are made for the effects of significant transactions or events that occur between that date and the date of the Group's consolidated financial statements. The associate's accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investment in its associate. The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in the 'share of results of an associate' in the consolidated statement of profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retaining investment at its fair value. Any differences between the carrying amount of the associate upon loss of significant influence and the fair value of the remaining investment and proceeds from disposal are recognised in the consolidated statement of profit or loss.

5.14 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost includes all expenses directly attributable to the manufacturing process as well as suitable portions of related production overheads, based on normal operating capacity. Cost of inventory is calculated using the weighted average cost method.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

5.15 FINANCIAL INSTRUMENTS

5.15.1 Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by directly attributable transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

All 'regular way' purchases and sales of financial assets are recognised on the trade date i.e. the date that the entity commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

A financial asset (or, where applicable a part of financial asset or part of group of similar financial assets) is primarily derecognised when:

- rights to receive cash flows from the assets have expired;
- 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 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 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 the Group's 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.

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 a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

5.15.2 Classification of financial assets

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- financial assets at amortised cost
- financial assets at fair value through Other Comprehensive Income
- financial assets at fair value through profit or loss

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

The Group may make the following irrevocable elections/designation at initial recognition of a financial asset:

- the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met; (5.15.3 below) and
- the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as

measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch. In the period presented no such designation has been made.

5.15.3 Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest rate method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

The Group's financial assets at amortised cost comprise of the following:

Bank balances, cash and wakala investments

Cash on hand and demand deposits are classified under bank balances and cash and wakala investments represent deposits placed with financial institutions with a maturity of less than one year.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.15 Financial instruments (continued)

Accounts receivable and other assets

Accounts receivable and other assets are stated at original amount less allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred

Due from related parties

Due from related parties are financial assets originated by the Group by providing money directly to the borrower that have fixed or determinable payments and are not quoted in an active market.

Financial assets at FVTOCI

The Group's financial assets at FVTOCI comprise of the following:

Investment in equity shares: These represent investments in equity shares of various companies and include both quoted and unquoted.

Debt instruments at FVTOCI

The Group accounts for debt instruments at FVTOCI if the assets meet the following conditions:

- they are held under a business model whose objective it is "hold to collect" the associated cash flows and sell; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled to the consolidated statement of profit or loss upon derecognition of the asset (except for equity investments at FVTOCI as detailed below).

Equity instruments at FVTOCI

On initial recognition, the Group may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs.

Subsequently, these assets are measured at fair value. Dividend on these investments in equity instruments are recognised in the consolidated statement of profit or loss. All other gains and losses are recognised in other comprehensive income (accumulated in the fair value reserve) and are never reclassified to profit or loss. Transfers of realised gains on disposal within components of equity (to retained earnings) are done based on management discretion.

Financial assets at FVTPL

Financial assets that do not meet the criteria for measurement at amortised cost or FVTOCI are categorised at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply. The category also contains investments in equity shares.

Assets in this category are measured at fair value with gains or losses recognised in consolidated statement of profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The Group's financial assets at FVTPL comprise of investment in equity shares

5.15.4 Impairment of financial assets

All financial assets except for those at FVTPL and Equity instruments at FVTOCI are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a Group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

The Group recognises a loss allowance for expected credit losses ("ECL") on financial assets at amortised cost or debt instruments at FVTOCI.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial asset.

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the

magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

The Group always recognises lifetime ECL for trade receivables (the simplified approach). The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The Group recognises an impairment gain or loss in the consolidated statement of profit or loss for all financial assets with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the fair value reserve, and does not reduce the carrying amount of the financial asset in the statement of financial position.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which simplified approach was used.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.15 Financial instruments (continued)

5.15.5 Classification and subsequent measurement of financial liabilities

The Group's financial liabilities include accounts payable and other liabilities and due to related parties, Ijara payable and due to banks.

Note The subsequent measurement of financial liabilities depends on their classification as follows (The Group does not have any financial liabilities classified as at fair value through profit or loss):

Financial Liabilities at amortised cost

These are stated at amortised cost using effective interest rate method. The Group categorises financial liabilities at amortised cost into the following categories:

- Payables and other liabilities

Payables and other liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed or not.

- Due to related parties

Due to related parties are financial liabilities arising in the normal courses of the business and are not quoted in an active market.

- Due to banks

Due to banks are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the consolidated statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate method (EIR) amortisation process.

- Ijara finance payables

Ijara finance payable represents amounts payable on a deferred settlement basis for assets purchased under Ijara arrangements. Ijara payable is stated at the gross amount of the balance payable, net of deferred finance cost. Deferred finance cost is expensed on a time apportionment basis taking into account the borrowing rate attributable and the balance outstanding. All the profit-related charges are included within finance costs.

5.15.6 Trade and settlement date accounting

All 'regular way' purchases and sales of financial assets are recognised on the trade date i.e. the date that the entity commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

5.15.7 Amortised cost of financial instruments

This is computed using the effective interest method less any allowance for impairment. The calculation takes into account any premium or discount on acquisition and includes transaction costs and fees that are an integral part of the effective interest rate.

5.15.8 Offsetting of financial instruments

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

5.15.9 Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models.

An analysis of fair values of financial instruments and further details as to how they are measured as provided in Note 36.

5.16 IMPAIRMENT TESTING OF GOODWILL AND NON-FINANCIAL ASSETS

For impairment assessment purposes, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. Goodwill is allocated to those cash-generating units that are expected to benefit from synergies of the related business combination and represent the lowest level within the Group at which management monitors goodwill.

Cash-generating units to which goodwill has been allocated (determined by the Group's management as equivalent to its operating segments) are tested for impairment at least annually. All other individual assets or cash-generating units are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell and value-in-use. To determine the value-in-use, management estimates expected future cash flows from the asset or each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements.

Discount factors are determined individually for each asset or cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risks factors.

Impairment losses for cash-generating units reduce first the carrying amount of any goodwill allocated to that cash-generating unit. Any remaining impairment loss is charged pro rata to the other assets in the cash-generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment charge is reversed if the cash-generating unit's recoverable amount exceeds its carrying amount.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)

5.17 EQUITY, RESERVES AND DIVIDEND PAYMENTS

Share capital represents the nominal value of shares that have been issued and paid up.

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Legal and voluntary reserves comprise appropriations of current and prior period profits in accordance with the requirements of the companies' law and the Parent Company's memorandum of incorporation and articles of association.

Other components of equity represent the following:

- Foreign currency translation reserve - comprises foreign currency translation differences arising from the translation of financial statements of the Group's foreign entities into Kuwaiti Dinar ("KD")
- Fair value reserve - comprises gains and losses relating to investments at fair value through other comprehensive income.
- Treasury share reserve - comprise gains and losses on dealing in treasures shares (refer 5.18)

Retained earnings include all current and prior period retained profits. All transactions with owners of the Parent Company are recorded separately within equity.

Dividend distributions payable to equity shareholders are included in other liabilities when the dividends have been approved in a general assembly meeting.

5.18 TREASURY SHARES

Treasury shares consist of the Parent Company's own issued shares that have been reacquired by the Group and not yet reissued or cancelled. The treasury shares are accounted for using the cost method. Under this method, the weighted average cost of the shares reacquired is charged to a contra account in equity.

When the treasury shares are reissued, gains are credited to a separate account in equity, (the "treasury shares reserve"), which is not distributable. Any realised losses are charged to the same account to the extent of the credit balance on that account. Any excess losses are charged to retained earnings then to the voluntary reserve and statutory reserve. No cash dividends are paid on these shares. The issue of stock dividend shares increases the number of treasury shares proportionately and reduces the average cost per share without affecting the total cost of treasury shares.

5.19 PROVISIONS, CONTINGENT ASSETS AND CONTINGENT LIABILITIES

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Group and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there is a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

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

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.

5.20 FOREIGN CURRENCY TRANSLATION

5.20.1 Functional and presentation currency

The financial statements are presented in currency Kuwait Dinar (KD) which is also the functional currency of the Group.

5.20.2 Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Parent Company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in profit or loss. Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

Translation difference on non-monetary assets classified as, “fair value through profit or loss” is reported as part of the fair value gain or loss in the consolidated statement of profit or loss and “fair value through OCI” are reported as part of the cumulative change in fair value reserve within other comprehensive income.

5.20.3 Foreign operations

In the Group’s financial statements, all assets, liabilities and transactions of Group entities with a functional currency other than the KD are translated into KD upon consolidation. The functional currency of the entities in the Group has remained unchanged during the reporting period.

On consolidation, assets and liabilities have been translated into KD at the closing rate at the reporting date. Goodwill and fair value adjustments arising on the acquisition of a foreign entity have been treated as assets and liabilities of the foreign entity and translated into KD at the closing rate. Income and expenses have been translated into KD at the average rate over the reporting period. Exchange differences are charged/credited to other comprehensive income and recognised in the foreign currency translation reserve in equity. On disposal of a foreign operation, the related cumulative translation differences recognised in equity are reclassified to profit or loss and are recognised as part of the gain or loss on disposal.

5.21 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.

With respect to its Kuwaiti national employees, the Group, in addition to end of service benefits, makes contributions to the Public Institution for Social Security calculated as a percentage of the employees’ salaries. The Group’s obligations are limited to these contributions, which are expensed when due.

5.22 Related parties transactions

Related parties consist of the ultimate parent, subsidiaries, associates, Company directors, executive officers, their close family members and companies of which they are principal owners. All related party transactions are approved by management.

5.23 SHARE-BASED PAYMENTS

Certain senior management employees are granted share options of Parent Company as part of their remunerations package.

Notes to the Consolidated Financial Statements *(continued)*

5. Material accounting policy information (continued)
5.23 Share-based payments (continued)

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in staff share bonus reserve in equity, over the period in which vesting conditions are fulfilled (note 32). The cumulative expenses recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The consolidated statement of profit or loss or credit for a period represents the movement in cumulative expenses recognised as at the beginning and end of that period and is recognised in employee benefits expenses.

When the terms of an equity-settled award are modified, the minimum expenses recognised is the expenses had the terms had not been modified, if the original terms of the awards are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transactions, or is otherwise beneficial to the employees as measured at the date of modification.

The dilutive effect of outstanding options is reflected as additional share dilution in the computations of diluted earnings per share.

5.24 NON-CURRENT ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATIONS

The Group classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets classified as held for sale are presented separately and measured at the lower of their carrying amounts immediately prior to their classification as held for sale and their fair value less costs to sell. However, some held for sale assets such as financial assets or deferred tax assets, continue to be measured in accordance with the Group's relevant accounting policy for those assets. Once classified as held for sale, the assets are not subject to depreciation or amortisation.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn.

Any profit or loss arising from the sale of a discontinued operation or its remeasurement to fair value less costs to sell is presented as part of a single line item, profit or loss from discontinued operations (see Note 5.9.4).

5.25 CASH AND CASH EQUIVALENTS

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and bank balances, short-term deposits, murabaha and wakala investments and short term highly liquid investments maturing within three months from the date of inception less due to banks and blocked bank balances.

5.26 CLIMATE-RELATED MATTERS

The Group considers climate-related matters in estimates and assumptions, where appropriate. Risks induced by climate changes include transition risks (eg regulatory changes and reputational risks) and physical risks due to weather related events (e.g. storms, wildfires, rising sea levels). The Group has not identified significant risks induced by climate changes that could negatively and materially affect the Group's consolidated financial statements. Management continuously assesses the impact of climate-related matters.

Assumptions could change in the future in response to new environmental regulations, commitments taken and changing consumer demand. These changes, if not anticipated, could have an impact on the Group's future cash flows, financial performance and financial position.

6. SIGNIFICANT MANAGEMENT JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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

6.1 SIGNIFICANT MANAGEMENT JUDGMENTS

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

6.1.1 Business model assessment

The Group classifies financial assets after performing the business model test (please see accounting policy for financial instruments sections in note 5.15). This test includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured and the risks that affect the performance of the assets. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

6.1.2 Control assessment

When determining control, management considers whether the Group has the practical ability to direct the relevant activities of an investee on its own to generate returns for itself. The assessment of relevant activities and ability to use its power to affect variable return requires considerable judgement.

6.1.3 Revenue recognition

Revenue is measured based on the consideration which the Group expects to be entitled in a contract and is recognised when it transfers control of a product or service to a customer. The determination of whether the revenue recognition criteria as specified under IFRS 15 and in the revenue accounting policy explained in Note 5.4 are met requires significant judgement.

6.1.4 Classification of real estate

Management decides on acquisition of a real estate whether it should be classified as trading, property under development or investment property. Such judgement at acquisition determines whether these properties are subsequently measured at cost or net realisable value whichever is lower or fair value and if the changes in fair value of these properties are reported in the statement of profit or loss.

The Group classifies property as trading property if it is acquired principally for sale in the ordinary course of business. And if such properties are under development with an intention of being sold in future they are classified under trading properties under development.

The Group classifies property as investment property if it is acquired to generate rental income or for capital appreciation, or for undetermined future use. And if such properties are under development they are classified under investment properties under development.

6.1.5 Significant increase in credit risk

Estimated credit losses are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since

initial recognition. IFRS 9 does not define "significant" increase. Therefore, assessment whether the credit risk of an asset has significantly increased, the Group takes into account qualitative and quantitative reasonable and supportable forward-looking information.

Notes to the Consolidated Financial Statements *(continued)*

6. Significant management judgements and key sources of estimation uncertainty (continued)
6.1 Significant management judgments (continued)

6.1.6 Significant influence

Significant influence exists when the size of an entity's own voting rights relative to the size and dispersion of other vote holders, give the entity the practical ability unilaterally to direct the relevant activities of the Company.

6.2 ESTIMATES UNCERTAINTY

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

6.2.1 Impairment of associates

After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss on the Group's investment in its associated companies, at each reporting date based on existence of any objective evidence that the investment in the associate is impaired. If this is the case the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in the consolidated statement of profit or loss.

6.2.2 Impairment of financial assets

Measurement of estimated credit losses involves estimates of loss given default and probability of default. Loss given default is an estimate of the loss arising in case of default by customer. Probability of default is an estimate of the likelihood of default in the future. The Group based these estimates using reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

An estimate of the collectible amount of trade accounts receivable is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. Amounts which are not individually significant, but which are past due, are assessed collectively and a provision applied according to the length of time past due, based on historical recovery rates.

6.2.3 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 historical selling prices.

Management estimates the net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market-driven changes that may reduce future selling prices.

Notes to the Consolidated Financial Statements *(continued)*

6. Significant management judgements and key sources of estimation uncertainty (continued)
6.2 Estimates uncertainty (continued)

6.2.4 Impairment of right-of-use-of-assets

At the financial position date, the Group management determines whether there is any indication of impairment of right-of-use-of-assets. In estimating the recoverable amount of the right-of-use assets, management makes assumptions about the achievable market rates for similar properties with similar lease terms. This method uses estimated cash flow projections over the lease term of the assets. Due to the associated uncertainty, it is possible that the estimates of the amount of lease payment that will be recovered through the sub-lease of the property may need to be revised in the future years.

6.2.5 Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of certain software and equipment.

6.2.6 Construction contract revenue

Recognised amounts of construction contract revenues and related receivables reflect management's best estimate of each contract's outcome and stage of completion. For more complex contracts in particular, costs to complete and contract profitability are subject to significant estimation uncertainty.

6.2.7 Fair value of financial instruments

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This requires management to develop estimates and assumptions based on market inputs, using observable data that market participants would use in pricing the instrument. Where such data is not observable, management uses its best estimate. Estimated fair values of financial instruments may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

6.2.8 Revaluation of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in the consolidated statement of profit or loss. Fair values are estimated by independent valuers who have used valuation techniques. These estimated fair values of investment properties may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Notes to the Consolidated Financial Statements *(continued)*

7. SUBSIDIARIES

The details of the subsidiaries are as follows:

7.1 COMPOSITION OF THE GROUP

Name of Subsidiary	Country of incorporation	Percentage of ownership 31 Dec. 2024 %	Percentage of ownership 31 Dec. 2023 %	Purpose
Industries Company for Building Systems SPC (7.1.1)	Kuwait	100	98	Construction and contracting
National Industries Company for Ceramic KSCC (7.1.2)	Kuwait	86.427	86.427	Manufacturing
SCOMI Oil Tools Gulf Company WLL (7.1.2)	Kuwait	65	65	Practicing oil and gas wells operations and services
Scomi Oil Tools Middle East Company WLL (7.1.2)	Kuwait	65	-	Practicing oil and gas wells operations and services
Kuwait Building Company for the Sale and Purchase of Land and Real Estate - WLL (7.1.2)	Kuwait	98	98	Buying and selling land and real estate
Saudi Insulation Bricks Company - WLL (held for sale) (7.2)	Saudi Arabia	-	50	Manufacturing

7.1.1 The Group has consolidated Industries Company for Building Systems - SPC using the audited financial statements for the financial year ended 30 November 2024.

7.1.2 The Group consolidated National Industries Company for Ceramic - KSCC, Scomi Oil Tools Gulf Company - WLL, Scomi Oil Tools Middle East Company - WLL, Kuwait Building Company for the Sale and Purchase of Land and Real Estate - WLL using the management accounts for the financial year ended 31 December 2024.

7.2 DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATIONS

During the year 2020 and after the cessation of production in the factories of the Saudi Insulation Bricks Company - WLL. (Subsidiary company), the General Assembly of that subsidiary held on 26 March 2020 decided to approve its sale, liquidation or merger. Consequently, the assets and liabilities assigned to this subsidiary was classified as a disposal group held for sale from 31 December 2020. The subsidiary has sold majority of its assets and settled most of its liabilities during the previous years and during the current year, the subsidiary was removed from the commercial registry in Saudi Arabia.

7.3 SUBSIDIARIES WITH MATERIAL NON-CONTROLLING INTERESTS

The Group includes the following subsidiaries with non-controlling interests (NCI):

Name of Subsidiary	Proportion of ownership interests and voting rights held by the NCI 31 Dec. 2024 %	Proportion of ownership interests and voting rights held by the NCI 31 Dec. 2023 %	(Loss)/profit allocated to NCI 31 Dec. 2024 KD	(Loss)/profit allocated to NCI 31 Dec. 2023 KD	Accumulated NCI 31 Dec. 2024 KD	Accumulated NCI 31 Dec. 2023 KD
National Industries Company for Ceramic - KSCC (see "a" below)	13.573%	13.573%	(122,816)	5,893	395,033	1,388,739
Individually immaterial subsidiaries with non-controlling interests			323,544	(34,265)	445,852	52,537
			200,728	(28,372)	840,885	1,441,276

No dividends were paid to the NCI during the years 2024 and 2023.

Notes to the Consolidated Financial Statements *(continued)*

7 . Subsidiaries (continued)
7.3 Subsidiaries with material non-controlling interests (continued)

a. National Industries Company for Ceramic -KSCC

Summarised financial statements for National Industries Company for Ceramic - KSCC before intragroup eliminations is set out below:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Non-current assets	10,788,849	10,839,407
Current assets	10,596,337	10,010,672
Total assets	21,385,186	20,850,079
Non-current liabilities	1,280,671	669,769
Current liabilities	17,194,156	16,365,088
Total liabilities	18,474,827	17,034,857
Equity attributable to the owners of the Parent Company	2,515,326	3,297,382
Non-controlling interests*	395,033	517,840
Total equity	2,910,359	3,815,222

* During the year, the Group reallocated an amount of KD 870,890 from non-controlling interests to retained earnings of the Parent Company, which represents the accumulated net impact of misallocations of non-controlling interests share of profits and other adjustments to non-controlling interest due to consolidation adjustments which arose from intercompany eliminations and ownership changes.

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Revenue	5,644,729	6,732,694
(Loss)/profit for the year attributable to the owners of the Parent Company	(782,046)	43,416
(Loss)/profit for the year attributable to NCI	(122,817)	5,893
(Loss)/profit for the year	(904,863)	49,309
Total comprehensive (loss)/income for the year attributable to the owners of the Parent Company	(782,046)	43,416
Total comprehensive (loss)/income for the year attributable to NCI	(122,817)	5,893
Total comprehensive (loss)/income for the year	(904,863)	49,309
Net cash flow from operating activities	210,033	1,063,446
Net cash flow used in investing activities	(1,921,092)	(159,206)
Net cash flow from/(used in) financing activities	621,164	(135,884)
Net cash flow	(1,089,895)	768,356

8. REVENUE FROM SALES AND CUSTOMER CONTRACTS

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Sale of building materials and infrastructure materials	40,140,919	43,959,216
Contracting revenue	11,280,582	6,018,430
	51,421,501	49,977,646

Notes to the Consolidated Financial Statements *(continued)*

9. INVESTMENT INCOME

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
From financial assets:		
Dividend income from investments at fair value through other comprehensive income	308,039	563,009
Dividend income from investments at fair value through profit or loss	24,319	63,099
Profit from sale of investments at fair value through profit or loss	-	2,208
Unrealized gain/(loss) from investments at fair value through profit or loss	301,733	(160,656)
Income from wakala and murabaha investments	753,849	690,739
Interest income	161,551	60,645
	1,549,491	1,219,044
From real estate investments:		
Rental income	610,992	387,829
Change in fair value of investment properties	361,569	89,726
	2,522,052	1,696,599

10. NET GAIN ON FINANCIAL ASSETS

Net gain on financial assets analysed by category, is as follows:

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Financial assets at amortised cost:		
- Interest income	161,551	60,645
- Income from wakala and murabaha investments	753,849	690,739
- Impairment in value of receivables and other assets	(616,446)	(48,807)
Financial assets at FVTPL:		
- Unrealised gain/(loss)	301,733	(160,656)
- Dividend income	24,319	63,099
- Profit from sale of investments at fair value through profit or loss	-	2,208
Financial assets at FVTOCI:		
- recognised directly in other comprehensive income (including NCI share)	4,145,983	(1,130,426)
- recognised directly in consolidated statement of profit or loss as dividend	308,039	563,009
	5,079,028	39,811
Net gain recognised in the consolidated statement of profit or loss	933,045	1,170,237
Net gain/(loss) recognised in the consolidated statement of profit or loss and other comprehensive income	4,145,983	(1,130,426)
	5,079,028	39,811

Notes to the Consolidated Financial Statements *(continued)*

11. PROFIT FOR THE YEAR

Profit for the year is stated after charging:

	Year ended 31 Dec. 2024 KD	Year ended 31 Dec. 2023 KD
Staff costs:		
- Included in cost of sales and customer contracts	8,653,852	8,301,732
- Included in distribution expenses	1,065,780	1,034,944
- Included in general, administrative and other expenses	2,141,927	2,046,926
	11,861,559	11,383,602
Depreciation expenses:		
- Included in cost of sales and customer contracts	3,141,416	2,873,300
- Included in distribution expenses	168,446	154,421
- Included in general, administrative and other expenses	69,715	101,613
	3,379,577	3,129,334
Amortisation expenses:		
- Included in cost of sales and customer contracts	1,353,266	1,392,330
- Included in general, administrative and other expenses	73,924	73,926
	1,427,190	1,466,256

The number of staffs employed by the Parent Company at 31 December 2024 was 1,628 (2023: 1,664).

12. BASIC AND DILUTED EARNINGS/(LOSS) PER SHARE

Basic and diluted earnings/(loss) per share are calculated by dividing the profit/(loss) for the year attributable to the owners of the Parent Company by the weighted average number of shares outstanding excluding treasury shares, during the year as follows:

	Year ended 31 Dec. 2024	Year ended 31 Dec. 2023
Profit for the year attributable to the owners of the Parent Company from the continuing operations (KD)	6,059,494	3,893,882
Loss for the year attributable to the owners of the Parent Company from discontinued operations (KD)	-	(47,226)
	6,059,494	3,846,656
Weighted average number of shares outstanding during the year to be used for basic earnings per share (excluding treasury shares)	350,135,853	350,210,031
Shares to be issued for no consideration under share-based payments - note 32	1,759,195	1,208,153
Weighted average number of shares outstanding during the year to be used to account for diluted earnings per share (excluding treasury shares)	351,895,048	351,418,184
Basic earnings/(loss) per share attributable to the owners of Parent Company		
- From continuing operations	17.31	11.12
- From discontinued operations	-	(0.14)
Total - Fils	17.31	10.98
Diluted earnings/(loss) per share attributable to the owners of Parent Company		
- From continuing operations	17.22	11.08
- From discontinued operations	-	(0.13)
Total - Fils	17.22	10.95

Notes to the Consolidated Financial Statements *(continued)*

13. PROPERTY, PLANT AND EQUIPMENT

	Buildings KD	Plant and equipment KD	Motor vehicles KD	Furniture and fixtures KD	Assets under construction KD	Total KD
31 December 2024						
Cost						
At 1 January	33,793,125	57,939,605	14,729,233	4,986,001	530,097	111,978,061
Additions/transfers - Net	190,529	1,913,049	128,329	209,661	223,185	2,664,753
Write-off/disposals *	-	(5,395)	(45,089)	(2,069,012)	-	(2,119,496)
At 31 December	33,983,654	59,847,259	14,812,473	3,126,650	753,282	112,523,318
Accumulated depreciation						
At 1 January	28,492,683	46,693,624	12,934,894	4,645,321	-	92,766,522
Charge for the year	666,536	2,164,300	362,614	186,127	-	3,379,577
Relating to write- off/disposals	-	(5,386)	(45,085)	(2,068,666)	-	(2,119,137)
At 31 December	29,159,219	48,852,538	13,252,423	2,762,782	-	94,026,962
Net book value						
At 31 December	4,824,435	10,994,721	1,560,050	363,868	753,282	18,496,356

	Buildings KD	Plant and equipment KD	Motor vehicles KD	Furniture and fixtures KD	Assets under construction KD	Total KD
31 December 2023						
Cost						
At 1 January	33,668,962	56,441,473	15,165,823	4,879,785	741,134	110,897,177
Additions/transfers - Net	126,257	1,719,098	260,092	131,617	(211,037)	2,026,027
Write-off/disposals	(2,094)	(220,966)	(696,682)	(25,401)	-	(945,143)
At 31 December	33,793,125	57,939,605	14,729,233	4,986,001	530,097	111,978,061
Accumulated depreciation						
At 1 January	27,717,696	45,089,545	13,240,052	4,529,957	-	90,577,250
Charge for the year	777,078	1,821,012	391,495	139,749	-	3,129,334
Relating to write- off/disposals	(2,091)	(216,933)	(696,653)	(24,385)	-	(940,062)
At 31 December	28,492,683	46,693,624	12,934,894	4,645,321	-	92,766,522
Net book value						
At 31 December	5,300,442	11,245,981	1,794,339	340,680	530,097	19,211,539

The Parent Company's buildings have been constructed on plots of land which have been leased from the government of Kuwait through renewable lease contracts.

Assets under construction mainly represent the cost incurred on the expansion of the Group's existing factories and the construction of manufacturing lines by a subsidiary. Portions of the manufacturing lines and assts under construction which were completed and ready for intended use were capitalised in the appropriate categories. The costs relating to the remaining manufacturing lines and assets under construction will be transferred to the appropriate asset categories when the assets are ready for their intended use.

Notes to the Consolidated Financial Statements *(continued)*

14. RIGHT OF USE ASSETS

Right of use assets represent land and building leased by the Group through long term-term lease contracts ranging from 1 to 5 years. The movement in the right of use assets during the year is as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
The balance at the beginning of the year	1,687,531	2,307,286
Additions	649,743	822,663
Amortisation	(1,390,761)	(1,442,418)
Balance at the end of the year	946,513	1,687,531

15. INVESTMENT PROPERTIES

The movement in investment properties during the year is as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
The balance at the beginning of the year	8,675,000	8,600,000
Additions/net movement (see below)	4,974,604	(14,726)
Change in fair value - Note 36.3	361,569	89,726
Balance at the end of the year (refer note 36.3)	14,011,173	8,675,000

During the current year, the Group acquired two plots of land (right of use) located in Shuwaikh Industrial area in Kuwait for a consideration of KD3,812,000 which were financed through Ijara finance facilities from a local Islamic financial institution and, therefore, the ownerships of these plots are presently in the name of the lender and will be transferred to the Group upon settlement of the facility (refer note 29). In addition to this, there were additions amounting to KD891,992 which represents the value of the construction work executed on one of the investment properties owned by the Group.

16. INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	31 Dec. 2024 KD	31 Dec. 2023 KD
Local quoted securities	5,816,473	5,175,521
Local unquoted securities	11,785,182	8,731,762
Foreign quoted securities	3,306,008	3,472,226
Foreign unquoted securities	7,593,304	7,216,852
	28,500,967	24,596,361

These investments are held in equity instruments for medium- to long-term strategic objectives. Accordingly, the management has chosen to identify these investments in equity instruments as investments at fair value through other comprehensive income where it is believes that the recognition of short-term fluctuations in the fair value of these investments in the consolidated statement of profit or loss will not be consistent with the Group’s strategy to hold such investments for long-term purposes and realizing their performance potential in the long term.

Notes to the Consolidated Financial Statements *(continued)*

17. INVENTORIES AND SPARE PARTS

	31 Dec. 2024 KD	31 Dec. 2023 KD
Raw materials	8,022,932	7,740,703
Finished goods and work-in-progress	11,629,881	10,906,443
Spare parts	4,541,830	4,415,622
Goods in transit	1,258,162	786,034
	25,452,805	23,848,802
Provision for slow-moving inventories	(1,075,836)	(958,188)
	24,376,969	22,890,614

18. INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	31 Dec. 2024 KD	31 Dec. 2023 KD
Managed funds and portfolios	1,840,739	1,818,190
Quoted equity securities	1,266,540	987,356
	3,107,279	2,805,546

19. ACCOUNTS RECEIVABLE AND OTHER ASSETS

	31 Dec. 2024 KD	31 Dec. 2023 KD
Financial assets:		
Trade receivables	9,186,600	10,791,489
Due from Ultimate Parent Company	343,679	363,672
Due from associates	980,447	894,130
Due from related parties (Note 33)	1,384,295	710,195
Staff receivables	354,877	441,793
Retentions	1,805,271	1,222,162
Accrued income and other assets	329,774	452,800
	14,384,943	14,876,241
Less: Provision for doubtful debts (See 19.1 below)	(2,669,133)	(2,052,687)
	11,715,810	12,823,554
Non-Financial assets:		
Prepayments	996,915	1,078,449
Advances to contractors and others	1,106,930	267,976
	2,103,845	1,346,425
	13,819,655	14,169,979

19.1 Provision for doubtful debts is calculated as per IFRS (9) which is based on expected credit loss model. In measuring the expected credit losses, the trade receivables have been assessed on a collective basis as they possess shared credit risk characteristics. They have been grouped based on the days past due and nature of customers. In certain instances, the Parent Company obtains Letter of Guarantees from customers before extending credit to them.

Notes to the Consolidated Financial Statements *(continued)*

19. Accounts receivable and other assets (continued)

The expected credit loss for financial assets above at 31 December 2024 and 31 December 2023 was determined as follows:

	Not past due	More than 30 Days	More than 90 Days	More than 120 Days	More than one year*	Total
31 December 2024:						
Total carrying amount	**5,014,517**	**2,175,558**	**583,243**	**945,570**	**5,666,055**	**14,384,943**
Lifetime ECLs (KD)	**(27,827)**	**(25,450)**	**(14,151)**	**(16,707)**	**(2,584,998)**	**(2,669,133)**
Total financial assets	**4,986,690**	**2,150,108**	**569,092**	**928,863**	**3,081,057**	**11,715,810**
31 December 2023:						
Total carrying amount	4,411,534	5,215,464	1,044,704	1,171,554	3,032,985	14,876,241
Lifetime ECLs (KD)	(5,224)	(50,795)	(80,628)	(290,255)	(1,625,785)	(2,052,687)
Total financial assets	4,406,310	5,164,669	964,076	881,299	1,407,200	12,823,554

* Trade receivables outstanding for more than one year include an amount of KD1,785,596 (31 December 2023: KD1,490,615) due from either Kuwait government related entities or government supported balances and Group's management considers that the credit risk related to these balances as low.

19.2 The movement of the provision for doubtful debts during the year is as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Opening balance	**(2,052,687)**	(2,003,880)
Charged during the year	**(616,446)**	(48,807)
Closing balance	**(2,669,133)**	(2,052,687)

20. WAKALA INVESTMENTS

Wakala investments carry interest rates that varies from 3.88% to 4.9% (2023: 3.9% to 5.4%) per annum and mature within one year from the date of the consolidated statement of financial position.

21. CASH AND CASH EQUIVALENTS

	31 Dec. 2024 KD	31 Dec. 2023 KD
Cash and bank balances	**2,975,459**	2,852,552
Wakala investments with maturities less than 3 months	**6,000,000**	3,000,000
Less:		
Due to banks	**(506,447)**	(950,175)
Cash and cash equivalents for the purpose of consolidated statement of cash flows	**8,469,012**	4,902,377

Due to banks carry an interest rate at 1.25% (31 December 2023: 1.25%) per annum above the CBK discount rate and are payable on demand.

Notes to the Consolidated Financial Statements *(continued)*

22. SHARE CAPITAL AND SHARE PREMIUM

	31 Dec. 2024 KD	31 Dec. 2023 KD
Shares of KD0.100 each		
- Authorised	**36,020,187**	36,020,187
- Issued and fully paid in cash	**35,089,162**	35,089,162

Share premium is not available for distribution.

23. TREASURY SHARES

	31 Dec. 2024	31 Dec. 2023
Number of shares	**1,754,611**	972,101
Percentage of issued shares	**0.500%**	0.277%
Cost of treasury shares (KD)	**299,420**	172,797
Market value (KD)	**298,284**	147,759

During the year, the Parent Company issued 930,660 shares from treasury shares (2023: 920,691 shares) under the staff share-based payments scheme (note 32) at price ranging from KD 0.160 to KD 0.192 per share (2023: ranging from KD0.169 to KD0.205 per share).

Reserves of the Parent Company equivalent to the cost of treasury shares have been classified as non-distributable.

24. RESERVES

STATUTORY RESERVE

In accordance with the Companies Law and the Parent Company's memorandum of incorporation and articles of association, 10% of the profit for the year attributable to the owners of the Parent Company before KFAS, NLST, Zakat and directors' remuneration is transferred to legal reserve. The Parent Company may resolve to discontinue such annual transfer when the reserve totals 50% of the paid-up share capital.

Distribution of the legal reserve is limited to the amount required to enable the payment of a dividend of 5% of paid-up share capital to be made in years when retained earnings are not sufficient for distribution of a dividend of that amount.

VOLUNTARY RESERVE

In accordance with the Companies Law and the Parent Company's articles of association, up to 10% of the profit for the year attributable to the owners of the Parent Company before KFAS, NLST, Zakat and directors' remuneration is transferred to the voluntary reserve. There are no restrictions on distribution of voluntary reserve.

No transfer to reserves is required in the year when the Group has incurred a loss or where accumulated losses exist.

Notes to the Consolidated Financial Statements *(continued)*

25. OTHER COMPONENTS OF EQUITY

	Fair value reserve KD	Foreign currency translation reserve KD	Total KD
Balance at 1 January 2024	**5,124,456**	**141,488**	**5,265,944**
Exchange differences from translation of foreign operations	**-**	**(80,188)**	**(80,188)**
Equity investments at FVTOCI:			
- Net change in fair value arising during the year	**4,145,983**	**-**	**4,145,983**
Total other comprehensive income/(loss) for the year	**4,145,983**	**(80,188)**	**4,065,795**
Transfer of realised gain on disposal of equity investments at FVTOCI to retained earnings	**(6,865)**	**-**	**(6,865)**
Balance at 31 December 2024	**9,263,574**	**61,300**	**9,324,874**
Balance at 1 January 2023	6,668,412	140,539	6,808,951
Exchange differences from translation of foreign operations	-	949	949
Equity investments at FVTOCI:			
- Net change in fair value arising during the year	(1,130,426)	-	(1,130,426)
Total other comprehensive (loss)/income for the year	(1,130,426)	949	(1,129,477)
Transfer of realised gain on disposal of equity investments at FVTOCI to retained earnings	(413,530)	-	(413,530)
Balance at 31 December 2023	5,124,456	141,488	5,265,944

26. PROVISION FOR LAND-FILLING EXPENSES

	31 Dec. 2024 KD	31 Dec. 2023 KD
Opening balance	552,128	546,719
Charged during the year	4,224	5,409
Closing balance	556,352	552,128

27. LEASE LIABILITIES

Lease liabilities are presented in the consolidated statement of financial position as follows:

The minimum future lease payments as of 31 December 2024 and 31 December 2023 is as follows:

	Accrued minimum Future Rent Payments		
	One Year KD	Between 1 year and 5 years KD	Total KD
31 December 2024:			
Lease payments	**619,332**	**705,037**	**1,324,369**
Finance costs	**(33,464)**	**(89,112)**	**(122,576)**
N Net present values	**585,868**	**615,925**	**1,201,793**
31 December 2023:			
Lease payments	1,540,092	184,178	1,724,270
Finance costs	(58,308)	(27,763)	(86,071)
N Net present values	1,481,784	156,415	1,638,199

Notes to the Consolidated Financial Statements *(continued)*

28. ACCOUNTS PAYABLE AND OTHER LIABILITIES

	31 Dec. 2024 KD	31 Dec. 2023 KD
Trade payables	4,224,240	5,490,314
Advance received from customers	3,740,846	3,402,835
Staff payables	133,207	254,864
Provision for staff leave	1,049,503	1,098,260
Accrued expenses (See A below)	6,902,322	5,744,322
Due to customers for contract works	69,895	36,104
Other liabilities	1,207,638	1,376,615
Provision for government claim (refer note 34)	-	2,700,000
	17,327,651	20,103,314

A) The management of the Parent Company is currently working on the renewal of the lease of a plot of land that expired on 1 July 2019 in Al-Shuwaikh area in Kuwait, between the Parent Company and the Ministry of Finance - State Property Administration. The Parent Company made accrual of the rental value of that contract for the period from the date of expiration to the date of the consolidated financial statements until the renewal of the contract.

29. IJARA PAYABLES

During the current year, the Group entered into two Ijara financing facilities (lease-to-own contracts) with a local Islamic financial institution amounting to KD1,700,000 to purchase investment properties (refer note 15). The facilities are short term and will mature on 26 February 2025. The profit rate is 1.1% per annum above the discount rate of the Central Bank of Kuwait.

Notes to the Consolidated Financial Statements *(continued)*

30. OPERATING SEGMENTS

The Group's format for reporting segment information is business segments.

The Group primarily operates in four business segments: Building materials and contracting services, oil sector, real estate and investments. The segment information is as follows:

	Building materials and contracting services		Oil sector		Real estate		Investments		Total	
	31 Dec. 2024 KD	31 Dec. 2023 KD	**31 Dec. 2024 KD**	31 Dec. 2023 KD	**31 Dec. 2024 KD**	31 Dec. 2023 KD	**31 Dec. 2024 KD**	31 Dec. 2023 KD	**31 Dec. 2024 KD**	31 Dec. 2023 KD
Segment revenue										
From continuing operations	**42,931,083**	44,513,802	**11,281,891**	6,022,270	**988,852**	478,880	**1,305,723**	824,315	**56,507,549**	51,839,267
(Deduct)/Add:										
Other operating income									**(598,454)**	(569,329)
Investment income									**(2,522,052)**	(1,696,599)
Reversal of provision no longer required									**(2,133,342)**	-
Share of results of associates									**158,768**	244,729
Impairment loss in value of an associate									**85,000**	150,000
Foreign currency exchange (gain)/loss									**(75,968)**	9,578
Revenue from sales and customer contracts as per consolidated statement of profit or loss									**51,421,501**	49,977,646
Segment results										
From continuing operations	**4,994,263**	3,816,692	**925,776**	37,031	**847,616**	419,250	**(100,926)**	(29,955)	**6,666,729**	4,243,018
From discontinued operations	**-**	(94,451)	**-**	-	**-**	-	**-**	-	**-**	(94,451)
	4,994,263	3,722,241	**925,776**	37,031	**847,616**	419,250	**(100,926)**	(29,955)	**6,666,729**	4,148,567
Unallocated expenses									**(406,507)**	(330,283)
Profit for the year as per consolidated statement of profit or loss									**6,260,222**	3,818,284
Depreciation and amortisation	**3,827,275**	3,993,762	**777,674**	437,811	**36,429**	23,838	**165,389**	140,179	**4,806,767**	4,595,590
Total assets	**41,680,967**	44,271,015	**6,350,062**	5,718,088	**14,493,617**	9,307,362	**60,677,075**	58,420,484	**123,201,721**	117,716,949
Total liabilities	**18,675,304**	22,139,055	**2,431,206**	2,812,083	**1,986,134**	75,338	**6,242,694**	5,660,500	**29,335,338**	30,686,976
Net assets	**23,005,663**	22,131,960	**3,918,856**	2,906,005	**12,507,483**	9,232,024	**54,434,381**	52,759,984	**93,866,383**	87,029,973

Notes to the Consolidated Financial Statements *(continued)*

31. PROPOSED DIVIDENDS AND GENERAL ASSEMBLY OF THE SHAREHOLDERS

Subject to the requisite consent of the relevant authorities and approval of the shareholders' general assembly, the directors of the Parent Company propose to distribute cash dividends of 10% or 10 Fils per share from the paid-up share capital for the year ended 31 December 2024 and to pay a remuneration of KD150,000 to the board of directors for the year ended 31 December 2024.

The annual general assembly of the Parent Company's shareholders held on 17 April 2024 approved the consolidated financial statements for the financial year ended 31 December 2023. Furthermore, it approved the board of directors' proposal to distribute cash dividends of 10% or10 Fils per share from the paid-up share capital for the year ended 31 December 2023 and to pay a remuneration of KD150,000 to the board of directors for the year ended 31 December 2023.

The annual general assembly of the Parent Company's shareholders held on 2 May 2023 approved the consolidated financial statements for the financial year ended 31 December 2022. Furthermore, it approved the board of directors' proposal to distribute cash dividends of 10% or10 Fils per share from the paid-up share capital for the year ended 31 December 2022 and to pay a remuneration of KD150,000 to the board of directors for the year ended 31 December 2022.

32. SHARE-BASED PAYMENT

Under the senior executive plan, share options of the Parent Company are granted to certain senior executives of the Parent Company. The shareholders at the annual general assembly held on 21 April 2022, approved the employee stock option program (2022 - 2026), and the allocation of 10 million shares from the treasury shares available to the Parent Company as bonus shares to be distributed to the employees over a period of five years from 2022 until 2026.

The scheme is part of the remuneration package of the Group's senior management. The scheme continues for a five-year period under which a maximum of 10,000,000 will be granted to the participants over that period. Options under the scheme will vest if certain conditions, as defined in the scheme, are met. It is based on the performance of the scheme participants and the options vests at the end of each fiscal year based on a pre-determined formula. Participants have to be employed until the end of each of the five-year vesting period. Upon vesting, each option allows the holder to receive one share at no cost.

The expense recognised for services provided by employees under the senior executive plan amounted to KD237,072 (2023: KD253,380) during the year. The carrying amount of the liability relating to the plan at 31 December 2024 was KD303,107 (2023: KD224,424) shown under staff bonus reserve in equity.

The following table illustrates the number and weighed average exercise prices (WAEP) and movement in share option during the year.

	31 Dec. 2024		31 Dec. 2023	
	Share options Shares	**WAEP KD**	Share options Shares	WAEP KD
Opening balance	**1,208,153**	**0.186**	1,049,786	0.185
Granted during the year	**1,481,702**	**0.160**	1,369,624	0.185
Exercised during the year	**(930,660)**	**0.170**	(1,211,257)	0.184
Outstanding at 31 December - note 14	**1,759,195**	**0.172**	1,208,153	0.186

Notes to the Consolidated Financial Statements *(continued)*

33. RELATED PARTY BALANCES AND TRANSACTIONS

Related parties represent major shareholders, associates, directors and key management personnel of the Group, and companies of which they are principal owners or over which they are able to exercise significant influence or joint control. Pricing policies and terms of these transactions are approved by the Group's management.

Details of significant related party balances and transactions are as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Amounts included in the consolidated financial position:		
Due from Ultimate Parent Company (net of impairment provisions)	93,679	313,672
Due from related parties (Note 19)	1,384,295	710,195
Due from associates (net of impairment provisions)	164,761	277,852

	Year ended 31 Dec. 2024	Year ended 31 Dec. 2023
Transactions included in the consolidated statement of profit or loss:		
Purchase of raw materials - from related parties	677,190	750,179
Impairment in value of receivables and other assets	374,409	48,807
Interest income	160,399	49,041
Compensation of key management personnel of the Parent Company		
Board of Directors' remuneration	150,000	150,000
Short term benefits	137,978	174,113
End of service benefits	23,834	34,396
Cost of share-based payments	237,072	253,380
	548,884	611,889

34. COMMITMENTS AND CONTINGENT LIABILITIES

	31 Dec. 2024 KD	31 Dec. 2023 KD
Letters of guarantee issued	10,259,886	7,536,551
Letters of guarantee issued from ultimate Parent Company	200,000	200,000
	10,459,886	7,736,551

a. Legal claim made by a government owned entity

In a previous year, the Parent Company received a letter from one of the government owned entities which supplies gas to one of the factories of the Group demanding payment for usage of gas for 2004 till 2011. The Group rejected this claim on several grounds, inter alia, there has never been agreement to pay for gas usage for that period because the factory was relocated at that place on the government's request wherein the government had promised provision of land, electricity and gas. Further, no invoice was ever issued to the Group in that period. The supplier filed a legal case against the Parent Company claiming its right to recover the amount for the gas usage. The court in its first hearing transferred the case to the Expert's department. Subsequently, the court of 1st Instance issued a ruling ordering the Parent Company to pay an amount of USD9.3 Million to the plaintiff. Accordingly, the Parent Company recorded a provision against this liability, during the year ended 31 December 2016, amounting to KD2.7 Million within accounts payable and other liabilities, also, the Parent Company appealed the ruling.

The Court of Appeal has changed the amount from USD 9.3 Million to become USD 1.9 Million, however the ruling was appealed. During the current year, the Court of Cassation rejected the appeal and ruled in favour of the government owned entity and obligated the Parent Company to pay an amount of USD1,867,977 equivalent to KD566,658, and this amount was paid during the year by issuing a certified cheque in the name of the Enforcement Department of the Ministry of Justice and the cheque was deposited in the execution file for the case. Consequently, during the current year, the Parent Company reversed an amount of KD2,133,342 from the previously recorded provision against this liability and this reversal of provision was recognised as income in the consolidated statement of profit or loss for the current year.

Notes to the Consolidated Financial Statements *(continued)*

33. Related party balances and transactions (continued)

b. Legal claim made by Public Authority for Industry in Kuwait

During the previous year, the General Manager of the Public Authority for Industry in Kuwait (in his capacity) filed a legal case against the Parent Company requesting the eviction of the Parent Company from a non-contracted plot of land (which is an industrial land included within the land on which the Parent Company's factories are erected) which has an area of 402,000 square meters located in the Western Shuaiba Industrial Area, and claiming that the Parent Company is obligated to pay a total amount of KD20,038,488 for utilizing the aforementioned area since 1 April 2007 along with any fees that may arise for the requesting Authority plus the expenses and attorney's fees. This legal case is at its early stages and it is transferred to the experts committee and the court hearing was scheduled for 30 January 2025, however as that date was declared as a public holiday the court hearing is in the process of being rescheduled to another date. The Parent Company's management (after consulting with external legal counsel) believes that it is not obligated to pay any financial liabilities on that land due to the absence of any contracts with the above government entity in this regard. The information usually required by IAS 37, Provisions, Contingent Liabilities and Contingent Assets, is not disclosed on the grounds that it can be expected to prejudice seriously the outcome of the litigation. The Parent Company, is planning to strongly contest the above claim and after consulting with their external legal counsel, believes that the claim can be successfully countered by the Group.

35. RISK MANAGEMENT OBJECTIVES AND POLICIES

The recognition and management of risk is an essential element of Group's risk strategy. The Parent Company's board is ultimately responsible for the management of risks associated with Group's activities. It has established a framework of policies and controls to identify, assess, monitor and manage risks.

Group's risk policies and processes aim to protect the asset values and income streams such that the interests of shareholders and external fund providers are protected and shareholders' return is optimized.

35.1 MARKET RISK

a. Foreign currency risk

The Group is exposed to foreign currency risk arising from various foreign currency exposures, primarily with respect to US Dollar, Pound Sterling and currencies of other Middle Eastern countries. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities and net investments in foreign operations.

To mitigate the Group's exposure to foreign currency risk, non-Kuwaiti Dinar cash flows are monitored. Generally, the Group's risk management procedures distinguish short-term foreign currency cash flows (due within twelve months) from longer-term cash flows.

Where the amounts to be paid and received in specific currency are expected to largely offset one another, no further hedging activity is undertaken. Forward foreign contracts may be entered into for significant long-term foreign currency exposures that are not expected to be offset by other currency transactions.

The Group had the following net significant exposures denominated in foreign currencies, translated into Kuwaiti Dinar at the closing rate:

	31 Dec. 2024 KD	31 Dec. 2023 KD
US Dollar	**(247,345)**	(313,719)
Omani Riyal	**757,043**	576,643
Pound Sterling	**861**	875
Euro	**(205,797)**	(353,326)

The foreign currency sensitivity is determined assuming 5% (2023: 5%) reasonably possible increase or decrease in exchange rates for monetary financial assets and liabilities.

Notes to the Consolidated Financial Statements *(continued)*

35. Risk management objectives and policies (continued)
35.1 Market risk (continued)

If the Kuwaiti Dinar had strengthened/weakened assuming the above sensitivity, then this would have the following impact on the profit for the year:

	Profit for the year	
	31 Dec. 2024 KD	31 Dec. 2023 KD
US Dollar	**±12,367**	±15,686
Other currencies	**±27,605**	±11,210

Exposures to foreign exchange rates vary during the year depending on the volume and nature of the transactions. Nonetheless, the analysis above is considered to be representative of the Group's exposure to the foreign currency risk. There has been no change during the year in the methods and assumptions used in preparing the sensitivity analysis.

b. Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future profitability or the fair values of financial instruments. The Group is exposed to interest rate risk mainly with respect to wakala investments, Ijara payables and due to banks.

The following table illustrates the sensitivity of the profit for the year to a reasonably possible change in interest rates of +100 bps (1%) and -100 bps (1%) (2023: +100 bps (1%) and -100bps (1%)) with effect from the beginning of the year. The calculations are based on the Group's financial instruments held at each financial position date. All other variables are held constant. There has been no change during the year in the methods and assumptions used in preparing the sensitivity analysis.

	31 Dec. 2024		31 Dec. 2023	
	+ 1 % KD	**-1 % KD**	+ 1 % KD	-1 % KD
Profit for the year	**145,936**	**(145,936)**	190,998	(190,998)

c. Price risk

The Group is exposed to equity price risk with respect to its equity investments. Equity investments are classified as investments at fair value through profit or loss or investments at fair value through other comprehensive income.

To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

The equity price risk sensitivity is determined on the following assumptions:

	31 Dec. 2024	31 Dec. 2023
Kuwait market	**5%**	5%
Other international markets	**10%**	10%

The sensitivity analyses below have been determined based on the exposure to equity price risks at the reporting date. The analysis reflects the impact of positive changes to equity prices in accordance with the above-mentioned equity price risk sensitivity assumptions. There has been no change during the year in the methods and assumptions used in preparing the sensitivity analysis.

Notes to the Consolidated Financial Statements *(continued)*

35. Risk management objectives and policies (continued)
35.1 Market risk (continued)

	Profit for the year		Equity	
	31 Dec. 2024 KD	31 Dec. 2023 KD	**31 Dec. 2024 KD**	31 Dec. 2023 KD
Investments at fair value through profit or loss	**126,208**	119,699	**-**	-
Investments at fair value through other comprehensive income	**-**	-	**621,424**	605,999
Total	**126,208**	119,699	**621,424**	605,999

35.2 CREDIT RISK

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Group's credit policy and exposure to credit risk is monitored on an ongoing basis. The Group seeks to avoid undue concentrations of risks with individuals or Groups of customers in specific locations or business through diversification of its activities. It also obtains security when appropriate.

The Group's exposure to credit risk is limited to the carrying amounts of financial assets recognised at the financial position date, as summarized below:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Bank balances	**2,885,050**	2,774,810
Wakala investments	**16,800,000**	20,050,000
Accounts receivable and other assets (note 19)	**11,715,810**	12,823,554
Investments at fair value through profit or loss*	**1,840,739**	1,818,190
Investments at fair value through other comprehensive income*	**23,133,837**	20,818,822
	56,375,436	58,285,376

*Includes only investments held within management portfolios.

Bank balances and wakala investments are maintained with high credit quality financial institutions.

35.3 LIQUIDITY RISK

Liquidity risk is the risk that the Group will be unable to meet its liabilities when they fall due. To limit this risk, management has arranged diversified funding sources, manages assets with liquidity in mind, and monitors liquidity on a regular basis.

The Group's maturity profile of financial liabilities based on discounted cash flows is as follows:

	Up to 1 month KD	1-3 months KD	3-12 months KD	Over 1 year KD	Total KD
As at 31 December 2024					
Due to banks	**506,447**	**-**	**-**	**-**	**506,447**
Ijara payables	**-**	**1,700,000**	**-**	**-**	**1,700,000**
Lease liabilities	**-**	**57,915**	**561,418**	**705,036**	**1,324,369**
Accounts payable and other liabilities	**3,677,405**	**4,664,739**	**8,985,507**	**-**	**17,327,651**
	4,183,852	**6,422,654**	**9,546,925**	**705,036**	**20,858,467**
As at 31 December 2023					
Due to banks	950,175	-	-	-	950,175
Lease liabilities	-	-	1,540,092	184,178	1,724,270
Accounts payable and other liabilities	4,297,210	5,450,953	10,355,151	-	20,103,314
	5,247,385	5,450,953	11,895,243	184,178	22,777,759

Notes to the Consolidated Financial Statements *(continued)*

36. FAIR VALUE MEASUREMENT

36.1 FAIR VALUE HIERARCHY

Fair value represents 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.

Financial assets and financial liabilities measured at fair value in the consolidated statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

36.2 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

The carrying amounts of the Group's financial assets and liabilities as stated in the consolidated statement of financial position are as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Financial assets:		
Financial assets at amortised cost:		
Cash and bank balances	2,975,459	2,852,552
Wakala investments	16,800,000	20,050,000
Accounts receivable and other assets (note 19)	11,715,810	12,823,554
Financial assets at fair value:		
Investments at fair value through profit or loss	3,107,279	2,805,546
Investments at fair value through other comprehensive income	28,500,967	24,596,361
	63,099,515	63,128,013
Financial liabilities:		
Financial liabilities at amortised cost:		
Due to banks	506,447	950,175
Ijara payables	1,700,000	-
Lease liabilities	1,201,793	1,638,199
Accounts payable and other liabilities	17,327,651	20,103,314
	20,735,891	22,691,688

Management considers that the carrying amounts of loans and receivable and all financial liabilities, which are stated at amortized cost, approximate their fair values.

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

Notes to the Consolidated Financial Statements *(continued)*

36. Fair value measurement (continued)
36.2 Fair value measurement of financial instruments (continued)

The financial assets measured at fair value on a recurring basis in the consolidated statement of financial position are grouped into the fair value hierarchy as follows:

	note	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
31 December 2024					
Investments at fair value through profit or loss					
Quoted equity securities	a	1,266,540	-	-	1,266,540
Managed funds and portfolios	b	628,805	1,211,934	-	1,840,739
Total		1,895,345	1,211,934	-	3,107,279
Investments at fair value through other comprehensive income					
Local quoted securities	a	5,816,473	-	-	5,816,473
Local unquoted securities	c	-	-	11,785,182	11,785,182
Foreign quoted securities	a	3,306,008	-	-	3,306,008
Foreign unquoted securities	c	-	1,698,000	5,895,304	7,593,304
Total		9,122,481	1,698,000	17,680,486	28,500,967
Total		11,017,826	2,909,934	17,680,486	31,608,246
31 December 2023					
Investments at fair value through profit or loss					
Quoted equity securities	a	987,356	-	-	987,356
Managed funds and portfolios	b	703,307	1,114,883	-	1,818,190
Total		1,690,663	1,114,883	-	2,805,546
Investments at fair value through other comprehensive income					
Local quoted securities	a	5,175,521	-	-	5,175,521
Local unquoted securities	c	-	-	8,731,762	8,731,762
Foreign quoted securities	a	3,472,226	-	-	3,472,226
Foreign unquoted securities	c	-	1,622,000	5,594,852	7,216,852
Total		8,647,747	1,622,000	14,326,614	24,596,361
Total		10,338,410	2,736,883	14,326,614	27,401,907

There have been no significant transfers between levels 1 and 2 during the reporting period.

Measurement at fair value

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

a. Quoted securities

All the listed equity securities are publicly traded in stock exchanges. Fair values have been determined by reference to their quoted bid prices at the reporting date.

b. Managed funds and portfolios

The underlying investments of managed portfolios and funds mainly represent local and foreign quoted and unquoted securities. Information for these investments is limited to periodic financial reports provided by the investment managers. These investments are carried at net asset values reported by the investment managers. Due to the nature of these investments, the net asset values reported by the investment managers represent the best estimate of fair values available for these investments.

Notes to the Consolidated Financial Statements *(continued)*

36. Fair value measurement (continued)
36.2 Fair value measurement of financial instruments (continued)

c. Unquoted securities

The consolidated financial statements include holdings in unlisted securities which are measured at fair value. Fair value is estimated using a discounted cash flow model or the modified carrying amount and other valuation techniques which include some assumptions that are not supportable by observable market prices or rates.

d. Financial liabilities

The Group does not have any financial liabilities at fair value.

Level 3 fair value measurements

The Group's financial assets classified in Level 3 uses valuation techniques based on significant inputs that are not based on observable market data. The financial instruments within this level can be reconciled from beginning to ending balances as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Opening balance	14,326,614	18,048,304
Other comprehensive income/(loss)	3,533,564	(1,052,987)
Additions	920,900	926,100
Transferred out level 3	(869,940)	(2,977,969)
Reduction in share capital / Sale	(230,652)	(616,834)
Closing balance	17,680,486	14,326,614

The Group's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialists for complex valuations, where required. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximizing the use of market-based information.

Gains or losses recognized in the consolidated statement of profit or loss for the year are included in investment income.

The level 3 investments have been fair valued as follows:

Financial assets	Valuation techniques and key input	Significant unobservable input	Relationship of unobservable input to fair value
Unquoted shares	Adjusted book value	Book value adjusted with market risk	The higher the market risk the lower the fair value
Unquoted shares	NAV reported by investment manager	Fair market value of the underlying assets	Higher the FMV of the assets, higher the value

Changing inputs to the level 3 valuations to reasonably possible alternative assumptions would not change significantly amounts recognized in the consolidated statement of profit or loss, total assets, total liabilities or total equity.

Notes to the Consolidated Financial Statements *(continued)*

36. Fair value measurement (continued)

36.3 FAIR VALUE MEASUREMENT OF NON-FINANCIAL ASSETS

The following table shows the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis at 31 December 2024 and 31 December 2023:

	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
31 December 2024				
Building on freehold land - in Kuwait	-	-	**1,750,000**	**1,750,000**
Buildings on industrial plots* - in Kuwait	-	-	**7,630,000**	**7,630,000**
Industrial plot* - in Kuwait	-	-	**4,175,000**	**4,175,000**
Industrial plot* - outside Kuwait	-	-	**456,173**	**456,173**
	-	-	**14,011,173**	**14,011,173**
31 December 2023				
Building on freehold land - in Kuwait	-	-	1,625,000	1,625,000
Building on industrial plot* - in Kuwait	-	-	3,550,000	3,550,000
Industrial plot* - in Kuwait	-	-	3,500,000	3,500,000
	-	-	8,675,000	8,675,000

*These industrial plots are right of use lands leased from the government of Kuwait.

Investment properties

The fair values of all investment properties have been determined based on valuations obtained from independent and accredited valuers for each investment property, who are specialised in valuing these types of investment properties. The significant inputs and assumptions are developed in close consultation with management. As of 31 December 2024, for the valuation purpose, the Group has used two valuations for each local property (selecting the lower value of the valuations obtained for each investment property) and one evaluation for the foreign property. The fair values of the rental buildings have been determined based on the fair value provided by independent and accredited valuers who have valued the investment properties using income approach which capitalises the monthly estimated rental income stream, net of projected operating costs using a discount rate derived from the market yields. When actual rent differs materially from estimated rents, adjustments have been made to the estimated rental value.

When using the estimated rental stream approach, adjustments to actual rental are incorporated for factors such as current occupancy levels, the terms of in-place leases, expectations for rentals from future leases and unlicensed rented areas. The fair values of the Industrial plots have been determined based on market comparison approach. When the market comparison approach is used, adjustments have been incorporated for factors specific to the properties in question, including property size, location, economic condition, similar property prices in surrounding area and permitted activities on the property.

Notes to the Consolidated Financial Statements *(continued)*

36. Fair value measurement (continued)
36.3 Fair value measurement of non-financial assets (continued)

Further information regarding the level 3 fair value measurements is set out in the table below:

Description	Valuation technique	Significant unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Building on freehold land	Estimated rental stream approach	Monthly economic rental value	KD2,315 to KD2,368 (2023: KD2,149 to KD2,205)	Fair value increases if economic rental value increases, and vice versa.
Buildings on industrial plots	Estimated rental stream approach	Monthly economic rental value	KD513 to KD1,225 (2023: KD1,183 to KD1,242)	Fair value increases if economic rental value increases, and vice versa.
Industrial plots	Market comparison approach	Price per square meter	KD158 to KD1,057 (2023: KD881 to KD1,057)	Fair value increases if price per square meter increases, and vice versa.

37. CAPITAL MANAGEMENT OBJECTIVES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide adequate return to its shareholders through the optimization of the capital structure.

The capital of the Group consists of total equity. The Group manages the capital structure and makes adjustments in the light of changes in economic conditions and risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the return on equity and is calculated as profit for the year attributable to the owners of the Parent Company divided by total equity attributable to the owners of the Parent Company, as follows:

	31 Dec. 2024 KD	31 Dec. 2023 KD
Profit for the year attributable to the owners of the Parent Company	6,059,494	3,846,656
Total equity attributable to the owners of the Parent Company	93,025,498	85,588,697
Return on equity	6.5%	4.5%

38. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the current year's presentation of the consolidated financial statements. This reclassification has no effect on the consolidated financial statements of the previous year including equity, net profit and cash and cash equivalents.

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