

**UNITED INTERNATIONAL
TRANSPORTATION COMPANY**
(A Saudi Joint Stock Company)

**UNAUDITED INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS**

For the three-month period ended
March 31, 2012

With

INDEPENDENT AUDITORS' REVIEW REPORT



KPMG Al Fozan & Al Sadhan

Al Dainy Plaza
Al Madinah Road
P. O. Box 55078
Jeddah 21534
Kingdom of Saudi Arabia

Telephone +966 2 658 1616
Fax +966 2 605 0597
Internet www.kpmg.com.sa

License No. 46/11/323 issued 11/3/1992

**REVIEW REPORT ON THE INTERIM
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

The Shareholders
United International Transportation Company
Jeddah, Saudi Arabia

Scope of Review

We have reviewed the accompanying interim consolidated balance sheet of United International Transportation Company ("the Company") and its subsidiary ("the Group") as at March 31, 2012, the related interim consolidated statements of income, cash flows and changes in equity for three-month period then ended and the attached condensed notes 1 to 11 which form an integral part of these interim condensed consolidated financial statements. These interim condensed consolidated financial statements are the responsibility of the Group's management and have been prepared by them and submitted to us together with all the information and explanations, which we required. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

We conducted our review in accordance with the Auditing Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). A review consists principally of applying analytical procedures to financial data and information and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim condensed consolidated financial statements for them to be in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia.

For KPMG Al Fozan & Al Sadhan:

Ebrahim Oboud Baeshen
License No. 382



Jeddah on Jamada Al Awal 26, 1433H
Corresponding to April 18, 2012


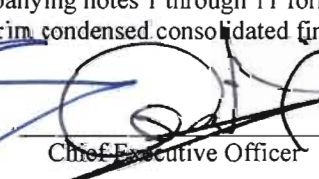
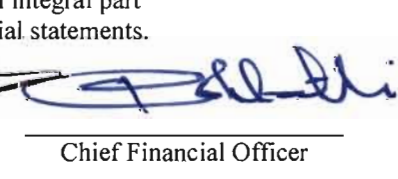
UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)

As at March 31, 2012

	Note	March 31, 2012 SR	March 31, 2011 SR
<u>ASSETS</u>			
Current assets			
Cash and cash equivalents		10,959,136	25,198,240
Trade receivable - net		62,291,577	88,256,844
Inventories		4,506,016	2,805,714
Prepayments and other current assets		31,446,660	29,284,259
Total current assets		<u>109,203,389</u>	<u>145,545,057</u>
Non-current assets			
Property and equipment		880,613,235	719,556,803
Total assets		<u>989,816,624</u>	<u>865,101,860</u>
<u>LIABILITIES AND EQUITY</u>			
Current liabilities			
Current portion of long term bank debts	4	214,244,751	180,295,769
Accounts payable		92,134,355	72,969,875
Accrued expenses and other current liabilities		25,150,991	27,882,958
Accrued Zakat and income tax		793,544	3,851,290
Total current liabilities		<u>332,323,641</u>	<u>284,999,892</u>
Non-current liabilities			
Long term bank debts	4	91,405,703	77,948,959
Employees' end of service benefits		20,680,649	18,530,021
Total non-current liabilities		<u>112,086,352</u>	<u>96,478,980</u>
Total liabilities		<u>444,409,993</u>	<u>381,478,872</u>
<u>EQUITY</u>			
Equity attributable to Company's shareholders			
Share capital	5	183,000,000	183,000,000
Statutory reserve		54,206,315	43,579,432
Foreign currency translation account		(2,379)	1,017
Retained earnings		308,010,436	256,952,348
Total shareholders' equity		<u>545,214,372</u>	<u>483,532,797</u>
Non- controlling interest		<u>192,259</u>	<u>90,191</u>
Total equity		<u>545,406,631</u>	<u>483,622,988</u>
Total liabilities and equity		<u>989,816,624</u>	<u>865,101,860</u>

The accompanying notes 1 through 11 form an integral part of these interim condensed consolidated financial statements.

Chairman

Chief Executive Officer

Chief Financial Officer

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)
For the three-month period ended March 31, 2012

	<u>Note</u>	March 31, 2012 SR	March 31, 2011 SR
Revenue		137,115,084	121,482,018
Cost of revenue		(109,289,595)	(100,650,091)
Gross profit		27,825,489	20,831,927
Expenses:			
General and administrative		(16,623,709)	(13,029,290)
Marketing expenses		(1,451,121)	(1,715,548)
Total expenses		(18,074,830)	(14,744,838)
Income from operations		9,750,659	6,087,089
Gain on sale of vehicles		21,308,106	19,353,543
Income from continued operations		31,058,765	25,440,632
Other income / (expenses):			
Finance charges		(2,072,396)	(2,269,225)
Other income - net		457,877	364,901
Total other expenses - net		(1,614,519)	(1,904,324)
Net income before Zakat and Income tax and non-controlling interest		29,444,246	23,536,308
Zakat and income tax		(848,414)	(622,864)
Net income before non-controlling interest		28,595,832	22,913,444
Share of non-controlling interest in the net (income) / loss of consolidated subsidiary		(87,890)	51,891
Net income for the period		28,507,942	22,965,335
Earnings per share	6	1.17	0.94

The accompanying notes 1 through 11 form an integral part of these interim condensed consolidated financial statements.





Chairman • Chief Executive Officer Chief Financial Officer

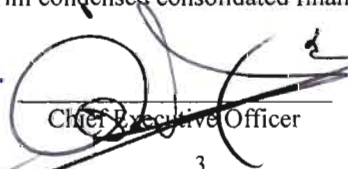
UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)


INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)
For three-month period ended March 31, 2012

	March 31, <u>2012</u> SR	March 31, <u>2011</u> SR
Cash flows from operating activities:		
Net income	28,507,942	22,965,335
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	71,150,476	61,887,690
Amortisation of payment under operating lease	3,339,318	4,990,238
Share of non-controlling interest in the net income/loss of the consolidated subsidiary	87,890	(51,891)
Financial charges	2,072,396	2,269,225
Gain on sale of vehicles	(21,308,106)	(19,353,543)
Provision for Zakat and income tax	848,414	(622,864)
Changes in operating assets and liabilities:		
Trade receivable	31,359,795	(11,860,537)
Inventories	(392,578)	38,335
Prepayments and other current assets	3,099,620	9,369,430
Accounts payable	(31,268,318)	23,610,867
Accrued expenses and other current liabilities	(456,416)	(3,802,542)
Employees' end of service benefits	682,132	369,115
Total adjustment	<u>87,722,565</u>	<u>89,808,858</u>
Zakat and income tax paid	<u>(3,565,871)</u>	<u>(7,369)</u>
Net cash provided by operating activities	<u>84,156,694</u>	<u>89,801,489</u>
Cash flows from investing activities:		
Additions to property and equipment	<u>(132,833,734)</u>	<u>(95,125,807)</u>
Proceeds from sale of property and equipment	42,900,451	34,943,480
Net cash used in investing activities	<u>(89,933,283)</u>	<u>(60,182,327)</u>
Cash flows from financing activities:		
Changes in long term bank debt	<u>(7,542,238)</u>	<u>(12,487,752)</u>
Financial charges	<u>(2,072,396)</u>	<u>(2,269,225)</u>
Other changes in non-controlling interest	87,058	40,557
Director's remuneration paid	<u>(450,000)</u>	<u>(450,000)</u>
Net cash used in financing activities	<u>(9,977,576)</u>	<u>(15,166,420)</u>
Net (decrease) increase in cash and cash equivalents	<u>(15,754,165)</u>	14,452,742
Cash and cash equivalents at beginning of the period	<u>26,713,301</u>	<u>10,745,498</u>
Cash and cash equivalents at end of the period	<u>10,959,136</u>	<u>25,198,240</u>

The accompanying notes 1 through 11 form an integral part of these interim condensed consolidated financial statements.


Chairman


Chief Executive Officer


Chief Financial Officer

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY (UNAUDITED)
For three-month period ended March 31, 2012

	Equity attributable to Company's shareholders						
	Share capital SR	Statutory reserve SR	Foreign currency translation account SR	Retained earnings SR	Total SR	Non- controlling interest SR	Total SR
March 31, 2011							
Balance at January 01, 2011	183,000,000	41,282,898	1,017	236,733,547	461,017,462	101,525	461,118,987
Net income for the period	--	--	--	22,965,335	22,965,335	(51,891)	22,913,444
Transfer to statutory reserve	--	2,296,534	--	(2,296,534)	--	--	--
Directors remuneration	--	--	--	(450,000)	(450,000)	--	(450,000)
Other changes in Non- controlling interest	--	--	--	--	--	40,557	40,557
Balance at March 31, 2011	<u>183,000,000</u>	<u>43,579,432</u>	<u>1,017</u>	<u>256,952,348</u>	<u>483,532,797</u>	<u>90,191</u>	<u>483,622,988</u>
March 31, 2012							
Balance at January 01, 2012	183,000,000	51,355,521	(3,655)	282,803,288	517,155,154	104,369	517,259,523
Net income for the period	--	--	--	28,507,942	28,507,942	87,890	28,595,832
Transfer to statutory reserve	--	2,850,794	--	(2,850,794)	--	--	--
Directors remuneration	--	--	--	(450,000)	(450,000)	--	(450,000)
Foreign currency translation account	--	--	1,276	--	1,276	--	1,276
Balance at March 31, 2012	<u>183,000,000</u>	<u>54,206,315</u>	<u>(2,379)</u>	<u>308,010,436</u>	<u>545,214,372</u>	<u>192,259</u>	<u>545,406,631</u>

The accompanying notes 1 through 11 form an integral part of these interim condensed consolidated financial statements.





Chairman Chief Executive Officer Chief Financial Officer

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

1. THE GROUP AND ITS NATURE OF BUSINESS

The United International Transportation Company ("UNITRANS" or "The Company"), is a Saudi joint stock company registered in Jeddah, Kingdom of Saudi Arabia under commercial registration No.4030017038 dated Shabaan 7, 1428H (corresponding to August 20, 2007).

The principal activities of the Company are leasing and rental of vehicles under the name of "Budget Rent a Car" as per the license No. 0202000400 issued by the Ministry of Transportation.

At March 31, the Company has investments in the following subsidiary (collectively described as "the Group"), which is principally engaged in the business of providing Information Technology services to the Company.

<u>Name</u>	<u>Country of incorporation</u>	<u>Effective ownership interest (%)</u>	
		<u>2011</u>	<u>2010</u>
Unitrans Infotech Services India Private Limited	India	65%	65%

As at March 31, 2012, the Subsidiary had total assets of SR 853,856 (2011: SR 563,203) and total liabilities of SR 319,585 (2011: SR 305,516). Net profit of the Subsidiary for the three-month period ended March 31, 2012 was SR 251,114 (2011: SR 148,261).

2. BASIS OF PREPARATION

(a) **Statement of compliance**

The accompanying interim condensed consolidated financial statements have been prepared in accordance with the standard for Interim Financial Information issued by the Saudi Organization for Certified Public Accountants (SOCPA).

These interim condensed consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements of the Group for the year ended December 31,2011.

(b) **Basis of measurement**

These interim condensed consolidated financial statements are prepared under the historical cost basis using the accrual basis of accounting and the going concern concept.

(c) **Functional and presentation currency**

The accompanying interim condensed consolidated financial statements are presented in Saudi Arabian Riyals (SR), which is the functional currency of the Company.

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

2. BASIS OF PREPARATION (continued)

(d) Critical accounting judgements and estimates

The preparation of consolidated financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. Such estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including obtaining professional advice and expectations of future events that are believed to be reasonable under the circumstances. Revisions are recognized in the period in which the estimates are revised and in any future period affected.

The Group principally applies accounting judgements and estimate with respect to estimation of useful lives and expected residual value of vehicles at their expected date of disposal.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in the Group financial statements.

(a) Basis of consolidation

These interim condensed consolidated financial statements include the financial statements of the Company and its subsidiary set forth in Note 1 above.

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiary are included in the consolidated financial statements from the date that control commences until the date control ceases.

All intra-group balances and financial transactions resulting from transactions between the Company and the subsidiary are eliminated in preparing these consolidated financial statements. Also, any unrealized gains and losses arising from intra-group transactions are eliminated on consolidation.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)

For three-month period ended March 31, 2012

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

(b) **Foreign currency translation**

Transactions denominated in foreign currencies are translated to the functional currencies at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to the functional currency at the exchange rate ruling at that date. Exchange differences arising on translation are recognized in the consolidated statement of income currently.

Assets and liabilities of foreign subsidiary are translated into Saudi Arabian Riyals at the exchange rates in effect at the date of the interim condensed consolidated balance sheet. The components of foreign subsidiary, with the exception of retained earnings of subsidiary, are translated at the exchange rates in effect at the dates of the transaction. The elements of foreign subsidiary's income statement are translated using the weighted-average exchange rate for the period. Adjustments resulting from the translation of foreign subsidiaries' financial statements into Saudi Arabian Riyals are reported as a separate component of equity (foreign currency translation account) attributable to shareholders of the Company in the interim condensed consolidated financial statements.

(c) **Trade receivables**

Trade receivables are carried at original invoice amounts less provision made for doubtful accounts. A provision for doubtful accounts is established when there is a significant doubt that the Group will be able to collect all amounts due according to the original terms of agreement.

(d) **Revenue recognition**

Revenue from vehicle rental is recognized over the rental period, in accordance with terms of rental agreements (net of discount). Rental revenue also includes fees for services incidental to vehicle rental. Revenue from unbilled rentals is recognized at their net realizable amount. Lease revenue is recognized over the period of lease agreement. Revenue from services is recognised when services are rendered.

(e) **Inventories**

Inventories represent spare parts and other supplies for vehicles, which are valued at the lower of cost, determined using weighted average method, or net realizable value. Provision is made, where necessary for obsolete and defective stocks.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Property and equipment

Items of property and equipment are measured at cost less accumulated depreciation and impairment losses, if any.

Depreciation is based on the cost of an asset less its estimated residual value expected at their date of disposal. Depreciation is recognised in statement of income on a straight-line basis over the estimated useful lives of each component of an item of property and equipment. Land is not depreciated.

The estimated useful lives of each part of individual item of property and equipment are as follows:

	<u>Years</u>
Buildings and other installations	10-20
Vehicles	2-3
Furniture, fixtures and office equipments	4-5
Machinery and equipments	4-7

The gain or loss on disposal of an item of property and equipment is determined by comparing the proceeds from disposal with the carrying amount of property and equipment, and is recognised separately in interim condensed consolidated statement of income.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if necessary.

(g) Impairment

Property and equipment are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss, if any, is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Assets held for sale

Non-current assets that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale under current assets. Immediately before classification as held for sale, the assets are re-measured at the lower of their carrying amount and fair value less cost to sell.

(i) Vehicles' financing

Vehicles purchased under Murabaha and Al Tawarroq agreements are recorded at their fair value at the inception. Bank fees and other charges are allocated to the statement of income over the instalment term at a constant periodic basis.

(j) Accounts payable and accruals

Liabilities are recognized for amounts to be paid in the future for supplies or services received, whether or not billed to the Group.

(k) Provisions

A provision is recognized if, as a result of past events, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probably that an outflow of economic benefit, will be required to settle the obligation.

(l) Franchise fee

Franchise fee principally consists of royalties paid by the Company and is recorded on accrual basis.

(m) Employees' end of service benefits

The Company's employees' end of service benefits is calculated in accordance with Saudi Arabian Labour regulations, are accrued and charged to statement of consolidated income. The liability is calculated at value of the vested benefits to which the employee is entitled, should his services are terminated at the balance sheet date. The Subsidiary's end of service liability is determined in accordance with applicable law in India.

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(n) **Expenses**

Marketing expenses and general & administrative expenses include direct and indirect costs not specifically part of cost of revenue as required under generally accepted accounting principles. Marketing expenses are those arising from the Group's efforts underlying the marketing functions. All other expenses are classified as general and administrative expenses. Allocations of common expenses between cost of revenues and marketing and general and administrative expenses, when required, are made on a consistent basis.

(o) **Zakat and income tax**

Zakat liability for the Company is recognised in accordance with the regulations of Department of Zakat and Income Tax (DZIT) in the Kingdom of Saudi Arabia. Foreign subsidiary is subject to Tax regulations in India. The provision for zakat and income tax is charged to statement of income for each reporting period. Any differences resulting from the final assessments are recognised in the statement of income in the period of finalization.

(p) **Dividends**

Interim dividends are recorded as a liability in the period in which they are approved by the Board of Directors. Final dividends are recorded in the period in which they are approved by the shareholders.

(q) **Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, cash with banks and other short-term highly liquid investments, if any, with original maturities of three months or less, which are available to the Group to liquidate without any restrictions.

(r) **Offsetting**

Financial assets and liabilities are offset and reported net in the balance sheet when there is a legally enforceable right to set off the recognized amounts and when the Group intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

4. LONG TERM BANK DEBTS

Long term bank debts consist of Group's borrowings under various Islamic Finance Products including Murabaha arrangements, lease arrangements and Al Tawarroq facilities from commercial banks. Such debts bear financing charges at the prevailing market rates and are secured by demand promissory notes. The loan agreements include covenants, which, among other things, require certain financial ratios to be maintained.

5. SHARE CAPITAL AND DIVIDEND DECLARATION

At March 31, 2012 and 2011, the Company's share capital of SR 183 million consists of 18.3 million fully paid shares of SR 10 each.

The Board of Directors in its meeting held on January 17, 2012, proposed final dividends of SR 45.75 million (representing SR 2.5 per share) for the year ended December 31, 2011.

The Board of Directors in their meeting on January 17, 2012 proposed to increase the Company's share capital to SR 244 million by issuing one bonus share for every three ordinary shares outstanding as of that date. Later, in accordance with the shareholders' resolution passed at the General Assembly Meeting held on April 18, 2012, a bonus share issue of 6.1 million shares at a nominal value SR 10 each was approved to the existing shareholders, through the capitalization of retained earnings. Accordingly, share capital of the Company will increase from SR 183 million to SR 244 million.

6. EARNINGS PER SHARE

Earnings per share (EPS) for the three months period ended March 31, 2012 and March 31, 2011 have been computed by dividing the net income for the period by 24.4 million shares (including bonus shares).

7. RESULTS INDICATOR

The results of operations for the three-month period may not represent an accurate indicator of the actual results of operation for the full year.

8. SEGMENT INFORMATION

The Company has one operating segment representing leasing and rental of vehicles and the Company's principal operations are only within the Kingdom of Saudi Arabia; therefore, financial information has not been segmented into various business or geographical segments. Subsidiary's financial information is not significant for Group financial statements for segment reporting purposes.

UNITED INTERNATIONAL TRANSPORTATION COMPANY
(A Saudi Joint Stock Company)

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**

For three-month period ended March 31, 2012

9. CONTINGENT LIABILITIES

At March 31, 2012, the company had outstanding letters of guarantee amounting to SR 3,362,137 (2011: SR 2,991,708) issued by the local banks on behalf of Company in the ordinary course of business.

10. RECLASSIFICATION

Certain comparative figures have been reclassified to conform to the current period's presentation.

11. APPROVAL OF THE FINANCIAL STATEMENT

The interim condensed consolidated financial statements have been approved by the Board of Directors on Jamada Al Awal 26, 1433H, corresponding to April 18, 2012.