# MOUWASAT MEDICAL SERVICES COMPANY AND ITS SUBSIDIARIES (A Saudi Joint Stock Company)

# INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

FOR THE SIX MONTHS PERIOD ENDED 30 JUNE 2015



Ernst & Young & Co. (Public Accountants)

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# LIMITED REVIEW REPORT TO THE SHAREHOLDERS OF MOUWASAT MEDICAL SERVICES COMPANY (A SAUDI JOINT STOCK COMPANY)

# Scope of limited review:

We have reviewed the accompanying interim consolidated balance sheet of Mouwasat Medical Services Company, A Saudi Joint Stock Company ("the Company") and its subsidiaries (collectivelly referred to as "the Group") as at 30 June 2015, and the related interim consolidated statements of income for the three and six months periods then ended and the interim consolidated statement of cash flows and changes in shareholders' equity for the six months period then ended. These interim consolidated financial statements are the responsibility of the Company's board of directors and have been prepared by them and submitted to us together with all the information and explanations which we required. We conducted our limited review in accordance with Standard on Review of Interim Financial Reporting issued by the Saudi Organization of Certified Public Accountants (SOCPA). A limited review consists principally of analytical procedures to financial data and making inquiries of the 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 consolidated financial statements taken as a whole. Accordingly, we do not express such an opinion.

# Conclusion:

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

for Ernst & Young

Abdulaziz Saud Alshubaibi Certified Public Accountant Registration No.339

11 Shawwal 1436H

27 July 2015

Al-Khobar

(A Saudi Joint Stock Company)

# INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)

As at 30 June 2015

7 15 at 50 7 and 2015			
		30 June 2015	30 June 2014
	Note	SR	SR
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		145,604,801	132,532,777
Term deposit		100,000,000	-
Accounts receivable and prepayments		221,077,607	237,639,385
Inventories		93,209,355	77,978,237
TOTAL CURRENT ASSETS		559,891,763	448,150,399
NON-CURRENT ASSETS			
Investment in an associate		8,743,603	8,530,030
Property and equipment		1,127,544,557	1,002,726,022
Goodwill		16,371,000	16,371,000
Other intangible assets		815,935	762,978
TOTAL NON-CURRENT ASSETS		1,153,475,095	1,028,390,030
TOTAL ASSETS		1,713,366,858	1,476,540,429
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Accounts payable and accruals		140,616,005	111,771,804
Short term loans		33,028,673	110,180,100
Current portion of term loans		100,406,823	66,153,891
Zakat provision		14,284,956	10,103,916
TOTAL CURRENT LIABILITIES		288,336,457	298,209,711
NON-CURRENT LIABILITIES			
Term loans		277,288,842	178,187,192
Employees' terminal benefits		45,403,874	38,476,160
TOTAL NON-CURRENT LIABILITIES		322,692,716	216,663,352
TOTAL LIABILITIES		611,029,173	514,873,063
SHAREHOLDERS' EQUITY			
Equity attributable to shareholders of the Company			
Share capital	5	500,000,000	500,000,000
Statutory reserve		123,564,050	111,290,582
Retained earnings		415,694,886	294,619,592
		1,039,258,936	905,910,174
NON-CONTROLLING INTERESTS		63,078,749	55,757,192
TOTAL SHAREHOLDERS' EQUITY		1,102,337,685	961,667,366
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		1,713,366,858	1,476,540,429
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Managing Director
Mohammed Al Saleem

**Authorized Board Representative** 

Mohammed Al Saleem

The attached notes 1 to 7 form part of these interim consolidated financial statements.

Chief Finance Officer
Mahmoud Soliman

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(A Saudi Joint Stock Company)

# INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

For the three and six months periods ended 30 June 2015

Not	For the three months period ended 30 June 2015 e SR	For the three months period ended 30 June 2014 SR	For the six months period ended 30 June 2015 SR	For the six months period ended 30 June 2014 SR
REVENUE:				
Operating revenue	222,644,597	198,142,478	441,234,750	394,808,249
Sales	49,887,612	46,103,489	101,953,618	92,977,770
	272,532,209	244,245,967	543,188,368	487,786,019
DIRECT COSTS:				
Cost of operations	(102,703,416)	(87,291,538)	(199,661,549)	(172,654,308)
Cost of sales	(36,619,787)	(32,810,692)	(74,440,312)	(66,807,809)
	(139,323,203)	(120,102,230)	(274,101,861)	(239,462,117)
GROSS PROFIT	133,209,006	124,143,737	269,086,507	248,323,902
EXPENSES Salling and distribution	(41,494,459)	(36,622,622)	(87,248,372)	(73,508,601)
Selling and distribution General and administration	(28,483,128)	(24,106,544)	(56,367,061)	(48,254,911)
Amortization of other intangible assets	(183,467)	(197,638)	(367,039)	(379,807)
Amortization of other mangions assess			(143,982,472)	(122,143,319)
	(70,161,054)	(60,926,804)	(143,982,472)	(122,143,319)
INCOME FROM MAIN OPERATIONS	63,047,952	63,216,933	125,104,035	126,180,583
Share in results of an associate	750,000	750.000	1.823.055	1,473,318
Other income	2,709,494	1,833,845	4,509,530	3,698,269
Financial charges	(1,849,344)	(316,432)	(3,810,114)	(464,723)
INCOME BEFORE ZAKAT AND NON-				
CONTROLLING INTERESTS	64,658,102	65,484,346	127,626,506	130,887,447
Non-controlling interests	(4,579,339)	(2,231,909)	(7,654,848)	(5,989,559)
INCOME BEFORE ZAKAT				
INCOME BEFORE ZARAT	60,078,763	63,252,437	119,971,658	124,897,888
Zakat	(3,989,531)	(3,808,838)	(7,957,574)	(7,514,109)
NET INCOME FOR THE PERIOD	56,089,232	59,443,599	112,014,084	117,383,779
Earnings per share from main operations 6	1.26	1.26	2.50	2.52
Earnings per share from net income 6	1.12	1.19	2.24	2.35
Weighted average number of outstanding shares	50,000,000	50,000,000	50,000,000	50,000,000

**Managing Director** 

**Authorized Board Representative** 

nammed Al Saleem Mohammed Al Saleem
The attached notes 1 to 7 form part of these interim consolidated financial statements. Mohammed Al Saleem

Whief Finance Officer

Mahmoud Soliman

(A Saudi Joint Stock Company)

# INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the six months period ended 30 June 2015

1 of the off months period ended to ball 2015		
	For the six	For the six
	months period	months period
	ended 30 June	ended 30 June
	2015	2014
*	SR	SR
OPERATING ACTIVITIES		
Income before zakat and non-controlling interests	127,626,506	130,887,447
Adjustments for:		
Depreciation	23,976,114	20,019,958
Amortization of other intangible assets	367,039	379,807
Share in results of an associate	(1,823,055)	(1,473,318)
Employees' terminal benefits, net	4,565,926	2,709,404
Financial charges	3,810,114	464,723
Gain on disposal of property and equipment	(119,695)	(375,000)
	158,402,949	152,613,021
Changes in operating assets and liabilities:		
Accounts receivable and prepayments	(1,197,242)	(4,216,064)
Inventories	(17,403,118)	(10,764,131)
Accounts payable and accruals	(1,203,182)	(21,861,326)
Cash from operations	138,599,407	115,771,500
Financial charges paid	(3,810,114)	(464,723)
Zakat paid	(12,999,905)	(13,173,085)
Net cash from operating activities	121,789,388	102,133,692
INVESTING ACTIVITIES		
Term deposit	•	100,000,000
Purchase of property and equipment	(54,112,646)	(154,282,951)
Proceeds from disposal of property and equipment	430,711	408,880
Additions to other intangible assets	(497,522)	(104,716)
Dividend received from an associate	1,609,482	1,006,830
Net cash used in investing activities	(52,569,975)	(52,971,957)
FINANCING ACTIVITIES		
Proceeds from short term loans	15,852,510	39,348,503
Repayments of short term loans	(1,907,525)	(7,131,367)
Proceeds from term loans	45,000,000	6,340,875
Repayments of term loans	(59,224,833)	(25,627,957)
Dividends paid	(100,000,000)	(100,000,000)
Movement in non-controlling interests	(4,900,000)	(9,800,000)
Net cash used in financing activities	(105,179,848)	(96,869,946)
DECREASE IN CASH AND CASH EQUIVALENTS	(35,960,435)	(47,708,211)
Cash and cash equivalents at the beginning of the period	181,565,236	180,240,988
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	145,604,801	132,532,777

Managing Director Mohammed Al Saleem **Authorized Board Representative** 

Mohammed Al Saleem

The attached notes 1 to 7 form part of these interim consolidated financial statements.

Chief Finance Officer
Mahmoud Soliman

(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)
For the six months period ended 30 June 2015

# EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS OF THE COMPANY

	Share capital SR	Statutory reserve SR	Retained earnings SR	Propsed dividends SR	Total SR
Balance at 1 January 2014	500,000,000	99,552,204	188,974,191	100,000,000	888,526,395
Net income for the period Transfer to statutory reserve Dividends	• • •	11,738,378	117,383,779 (11,738,378)	- - (100,000,000)	117,383,779 - (100,000,000)
Balance at 30 June 2014	500,000,000	111,290,582	294,619,592	-	905,910,174
Balance at 1 January 2015	500,000,000	123,564,050	303,680,802	100,000,000	1,027,244,852
Net income for the period Dividends	-	•	112,014,084	(100,000,000)	112,014,084 (100,000,000)
Balance at 30 June 2015	500,000,000	123,564,050	415,694,886	_	1,039,258,936

Managing Director Mohammed Al Saleem Authorized Board Representative

Mohammed Al Saleem

Chief Finance Officer

Mahmoud Soliman

# (A Saudi Joint Stock Company)

# NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

At 30 June 2015

# 1 ACTIVITIES

Mouwasat Medical Services Company ("the Company") is registered in Saudi Arabia under Commercial Registration number 2050032029 dated 12 Ramadan 1417H (corresponding to 22 January 1997). The Company was converted into a Saudi Joint Stock Company in accordance with Ministerial Resolution No. 1880 dated 4 Dhu al Hijja 1426 (corresponding to 4 January 2006).

The Company through its multiple branches is engaged in the acquisition, management, operation and maintenance of hospitals, medical centers, drug stores, pharmacies and wholesale of medical equipment and drugs.

The accompanying interim consolidated financial statements include the activities of the Company and its following subsidiaries (collectivelly referred to as "the Group"):

Name of the entity	Country of incorporation	Percentage of ownership	
Eastern Medical Services Company Limited	Saudi Arabia	51%	
Specialized Medical Clinic Company Limited	Saudi Arabia	95%	

# 2 INTERIM PERIOD RESULTS

The Group has made all necessary adjustments which are important to present fairly in all material respects the interim financial position and interim results of operations. The interim financial results may not be considered an indicative of the actual results for the whole year.

# 3 BASIS OF PREPERATION

These interim consolidated financial statements include assets, liabilities and the results of the operations of the Company and its subsidiaries. A subsidiary company is that in which the Group has, directly or indirectly, long term investment comprising an interest of more than 50% in the voting capital or over which it exerts control. A subsidiary company is consolidated from the date on which the Group obtains control until the date that control ceases. The interim consolidated financial statements are prepared on the individual interim financial statements of the Company and its subsidiaries. The interim financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. All Intra-companies balances, income and expenses and unrealised gains and losses resulting from intra-companies transactions are eliminated in full.

Non-controlling interests represent the portion of profit or loss and net assets that are not held by the Group and are presented in the interim consolidated statement of income and within equity in the interim consolidated balance sheet, separately from shareholders' equity.

# 4 SIGNIFICANT ACCOUNTING POLICIES

The accompanying interim consolidated financial statements have been prepared in accordance with the Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). The significant accounting policies adopted by the Group in preparing its interim consolidated financial statements, summarized below, are consistent with those used in the preparation of the last audited consolidated financial statements for the year ended 31 December 2014.

#### Accounting convention

The interim consolidated financial statements are prepared under the historical cost convention.

# (A Saudi Joint Stock Company)

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - continued At 30 June 2015

# 4 SIGNIFICANT ACCOUNTING POLICIES - continued

#### Use of estimates

The preparation of interim consolidated financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the interim consolidated financial statements and the reported amounts of revenue and expenses during the reporting period.

# Cash and cash equivalents

Cash and cash equivalents consists of bank balances, cash in hand, and murabaha deposits that are readily convertible into known amounts of cash and have a maturity period of three months or less, when purchased.

#### Accounts receivable

Accounts receivable are stated at original invoice amount less an 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.

#### **Inventories**

Inventories are stated at the lower of cost and market value. Costs are those expenses incurred in bringing each product to its present location and condition and calculated on purchase cost on a weighted average basis.

#### Investment in an associate

Investment in associate is accounted for using equity method of accounting.

# Property and equipment/depreciation

Property and equipment are initially recorded at cost and are stated at cost less accumulated depreciation and any impairment in value. Freehold land and capital working in progress are not depreciated. The cost of other property and equipment is depreciated on a straight line basis over the estimated useful lives of the assets.

Leasehold improvements are amortized on a straight-line basis over the shorter of the useful life of the improvement or the term of the lease.

Expenditure for repair and maintenance are charged to income as incurred. Improvements that increase the value or the materially extend the useful life of the related assets are capitalised.

# Other intangible assets

These represent the license of certain hospitals and dispensaries. Costs which have a long term future benefits are treated as other intangible assets and are amortised over the estimated period of benefit.

#### Goodwill

Goodwill is measured at cost being the excess of the cost of the business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the acquired entity. Following initial recognition, the goodwill is measured at cost less any accumulated impairment losses.

Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating unit (or group of cash-generating units), to which the goodwill relates. Where the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than the carrying amount of the cash-generating unit (or group of cash-generating units) to which goodwill has been allocated, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

# ( A Saudi Joint Stock Company)

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - continued At 30 June 2015

# 4 SIGNIFICANT ACCOUNTING POLICIES - continued

# Goodwill - continued

Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill at each reporting date. When subsidiaries are sold, the difference between the selling price and the net assets plus cumulative translation differences and goodwill is recognized in the interim consolidated statement of income.

# Impairement of non-current assets

The carrying values of non-current assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the non-current assets are written down to their recoverable amount, being the higher of their fair value less costs to sell and their value in use. The excess of carrying value over the estimated recoverable amount is charged to the interim consolidated statement of income.

# Accounts payable and accruals

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

#### **Provision**

Provision is recognised when the Group has an obligation (legal or constructive) arising from a past event, and the costs to settle the obligation are both probable and can be measured reliably.

#### 7.akat

Zakat is provided for the Company and Saudi Arabian subsidiaries in accordance with Saudi Arabian fiscal regulations. The provision is charged to the interim consolidated statement of income. Additional amounts, if any, that become due on finalization of an assessment are accounted for in the period in which the assessment is finalized.

The provision for the Company and Saudi Arabia subsidiaries for the interim period is calculated based on estimated zakat provision for the whole year. The difference between the provision made during the interim period and the actual provision for the period based on detailed zakat calculation for the year is accounted for at year end.

# Employees' terminal benefits

Provision is made for amounts payable related to the accumulated periods of service at the interim consolidated balance sheet date in accordance with the employees' contracts of employment.

#### Revenue

# Operating revenue

Operating revenue represents the invoiced value of services rendered by the Group to the patients and is recognized, net of discount, when services are performed.

#### <u>Sales</u>

Sales represent the invoiced value of medicines, drugs and medical tools supplied by the Group and are recognized, net of discount, when the significant risks and rewards of ownership of those goods have passed to the buyer and the amount of revenue can be measured reliably; normally on delivery to the customer/patient.

# Operating lease

Operating lease payments are recognised as an expense in the interim consolidated statement of income on a straight-line basis over the lease term.

# **Mouwasat Medical Services Company**

# ( A Saudi Joint Stock Company)

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - continued At 30 June 2015

# 4 SIGNIFICANT ACCOUNTING POLICIES - continued

#### **Expenses**

Selling and distribution expenses are those that specifically relate to marketing personnel, advertisements, promotions as well as allowance for doubtful debts. All other expenses other than amortization of intangible assets and financial charges are allocated on a consistent basis to direct costs and general and administration expenses in accordance with allocation factors determined as appropriate by the Group.

#### Foreign currencies

Transactions in foreign currencies are recorded in Saudi Riyals (SR) at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the interim consolidated balance sheet date. All differences are taken to interim consolidated statement of income.

#### **Borrowing cost**

Borrowing costs that are directly attributable to the construction of an asset are capitalised up to stage when substantially all the activities necessary to prepare the qualifying asset for its intended use are completed and, thereafter, such costs are charged to the interim consolidated statement of income.

# Earnings per share

Earnings per share from main operations is calculated by dividing income from main operations for the period by the weighted average of number of outstanding shares during the period.

Earnings per share from net income is calculated by dividing the net income for the period by the weighted average number of outstanding shares during the period.

# Segmental reporting

A segment is a distinguishable component of the Group that is engaged either in providing products or services (a business segment) or in providing products or services within a particular economic environment (a geographic segment), which is subject to risks and rewards that are different from those of other segments. Because the Group carries out its activities entirely in the Kingdom of Saudi Arabia, reporting is provided by business segment only.

# (A Saudi Joint Stock Company)

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) - continued

At 30 June 2015

# 5 SHARE CAPITAL

The authorised, issued and fully paid share capital of the Company is divided into 50 million shares (30 June 2014: 50 million shares) of SR 10 each.

# 6 EARNINGS PER SHARE

Earnings per share from main operations is calculated by dividing income from main operations for the period by the weighted average of number of outstanding shares during the period.

Earnings per share from net income is calculated by dividing the net income for the period by the weighted average number of outstanding shares during the period.

# 7 SEGMENTAL INFORMATION

# **Business segments:**

Consistent with the Group's internal reporting process, business segments have been approved by management in respect of the Group's activities. Transactions between the business segments are reported at cost. The Group's revenue, gross profit, property and equipment, total assets, and total liabilities, by business segment, are as follows:

2015 For the three months period ended	In-patient SR	Out-patient SR	Pharmecuticals SR	Total SR
30 June 2015				
Revenue	97,731,037	124,913,560	49,887,612	272,532,209
Gross profit	52,675,212	67,265,969	13,267,825	133,209,006
For the six months period ended				
30 June 2015				
Revenue	190,732,283	250,502,467	101,953,618	543,188,368
Gross profit	104,424,704	137,148,497	27,513,306	269,086,507
As at 30 June 2015				
Property and equipment	518,670,496	417,191,486	191,682,575	1,127,544,557
Total assets	788,148,755	633,945,737	291,272,366	1,713,366,858
Total liabilities	281,073,420	226,080,794	103,874,959	611,029,173
2014				
For the three months period ended				
30 June 2014				
Revenue	81,248,434	116,894,044	46,103,489	244,245,967
Gross profit	45,432,965	65,417,975	13,292,797	124,143,737
For the six months period ended 30				
June 2014				
Revenue	168,490,457	226,317,792	92,977,770	487,786,019
Gross profit	94,807,591	127,346,350	26,169,961	248,323,902
As at 30 June 2014				
Property and equipment	461,253,970	371,008,628		1,002,726,022
Total assets	679,208,597	546,319,959	251,011,873	1,476,540,429
Total liabilities	236,841,609	190,503,033	87,528,421	514,873,063

# Geographical segments:

All of the Group's operating assets and principal markets of activity are located in the Kingdom of Saudi Arabia.