METHANOL CHEMICALS COMPANY

(A Saudi Joint Stock Company)

INTERIM FINANCIAL STATEMENTS FOR THE THREE-MONTH AND SIX-MONTH PERIODS ENDED JUNE 30, 2016 AND LIMITED REVIEW REPORT

METHANOL CHEMICALS COMPANY (A Saudi Joint Stock Company) INTERIM FINANCIAL STATEMENTS FOR THE THREE-MONTH AND SIX-MONTH PERIODS ENDED JUNE 30, 2016

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LIMITED REVIEW REPORT

July 27, 2016

To the shareholders of Methanol Chemicals Company: (A Saudi Joint Stock Company)

Scope of review

We have reviewed the accompanying interim balance sheet of Methanol Chemicals Company (the "Company") as of June 30, 2016 and the interim income statement for the three-month and six-month periods ended June 30, 2016, and the interim statement of cash flows for the six-month period then ended and the related notes which form an integral part of these interim financial statements. These interim financial statements are the responsibility of the Company's management 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 the standard of Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants. A limited review consists principally of applying analytical procedures to financial data and information and making inquiries of persons responsible for financial and accounting matters. The scope of such limited review is substantially less than an audit conducted in accordance with auditing standards generally accepted in Saudi Arabia, 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.

Review conclusion

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

Emphasis of matter

We draw attention to Note 7 to the accompanying interim financial statements, which outlines the impact of the restatement of the comparative financial information related to certain items of property, plant and equipment which were earlier classified as inventories and recording of related depreciation of such items.

PricewaterhouseCoopers

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Ali H. Al Basri

License Number 409

METHANOL CHEMICALS COMPANY

(A Saudi Joint Stock Company)

Interim balance sheet

(All amounts in Saudi Riyals unless otherwise stated)

	Note _	As at June 30, 2016 (Unaudited)	As at June 30, 2015 (Unaudited)
			(Restated)
Assets			
Current assets		445.007.704	400 007 000
Cash and cash equivalents		145,367,781	129,697,233
Accounts receivable	7	170,042,330 126,548,202	206,269,606 152,516,726
Inventories	,	55,114,669	22,954,144
Prepayments and other receivable	-	497,072,982	511,437,709
	7-	451,012,502	311,437,709
Non-current assets			
Property, plant and equipment	7	2,001,029,871	2,132,501,031
Intangible assets		18,109,753	21,840,579
	_	2,019,139,624	2,154,341,610
	_		
Total assets	_	2,516,212,606	2,665,779,319
Liabilities			
Current liabilities			265 200 000
Short-term borrowings	3	45,565,740	265,300,000 222,976,505
Current portion of long-term borrowings Accounts payable	3	66,462,918	59,676,635
Accounts payable Accrued and other liabilities		58,368,007	43,361,873
Accided and other habilities	-	170,396,665	591,315,013
	-	1.0,000,000	001,010,010
Non-current liabilities			
Long-term borrowings	3	952,111,463	541,929,506
Employees' termination benefits	_	29,069,447	29,811,033
	<u>,=</u>	981,180,910	571,740,539
Total liabilities	-	1,151,577,575	1,163,055,552
Shareholders' equity			
Share capital		1,206,000,000	1,206,000,000
Share premium		72,850,071	72,850,071
Statutory reserve		44,118,693	44,118,693
Retained earnings	7	41,666,267	179,755,003
Total shareholders' equity	-	1,364,635,031	1,502,723,767
• •	_		
Total liabilities and shareholders' equity	_	2,516,212,606	2,665,779,319
	_		

Khalid Sulaiman Al Obeid

Contingencies and commitments

Finance Director

Saud Abdullah Al Sanea Chief Executive Officer

8

Abdullah Ali Al Sanea

Chairman

The accompanying notes from 1 to 8 form an integral part of these interim financial statements.

METHANOL CHEMICALS COMPANY (A Saudi Joint Stock Company)

Interim income statement

(All amounts in Saudi Riyals unless otherwise stated)

	Note	For the three-month periods ended June 30,			month periods ended June 30,
		2016	2015	2016	2015
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
			(Restated)		(Restated)
Sales		158,829,374	196,255,040	317,329,030	392,695,786
Cost of sales	7	(151,407,278)	(170,538,679)	(303,227,588)	(341,547,018)
Gross profit		7,422,096	25,716,361	14,101,442	51,148,768
Operating expenses					
Selling and distribution		(19,255,756)	(20,426,235)	(37,834,800)	(38,895,337)
General and administrative		(11,125,623)	(12,224,486)	(21,191,199)	(25,588,422)
Loss from operations	7	(22,959,283)	(6,934,360)	(44,924,557)	(13,334,991)
Other (expenses) income					
Financial charges		(8,564,838)	(8,329,750)	(17,078,550)	(15,633,996)
Other, net	5	28,694,505	(5,534,070)	28,636,640	(6,218,430)
Loss before zakat		(2,829,616)	(20,798,180)	(33,366,467)	(35,187,417)
Zakat		(750,000)	(750,000)	(1,500,000)	(1,500,000)
Net loss for the period	7	(3,579,616)	(21,548,180)	(34,866,467)	(36,687,417)
Loss per share (Saudi Riyals):	4				
Loss from operations	7	(0.19)	(0.06)	(0.37)	(0.11)
Net loss for the period	, 7	(0.03)	(0.18)	(0.29)	(0.30)
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Khalid Sulaiman Al Obeid

Finance Director

Saud Abdullah Al Sanea

Chief Executive Officer

Abdullah Ali Al Sanea

Chairman

The accompanying notes from 1 to 8 form an integral part of these interim financial statements.

METHANOL CHEMICALS COMPANY (A Saudi Joint Stock Company) Interim cash flow statement

(All amounts in Saudi Riyals unless otherwise stated)

		For the six-month	periods ended June 30
	Note	2016	2015
		(Unaudited)	(Unaudited)
		•	(Restated)
Cash flow from operating activities			
Net loss for the period		(34,866,467)	(36,687,417)
Adjustments for non-cash items			
Provision (reversal of provision) for doubtful debts, net		(164,803)	586,747
Provision (reversal of provision) for slow-moving			
inventories, net		2,342,601	(672,652)
Depreciation and amortization		89,243,574	88,770,207
Property, plant and equipment written-off		-	6,303,212
Loss (gain) on disposal of property and equipment		18,976	(248,597)
Employees' termination benefits		(1,878,275)	1,969,946
Changes in working capital			
Accounts receivable		(777,274)	299,100
Inventories		1,535,138	(16,598,987)
Prepayments and other receivable		(17,667,595)	19,787,759
Accounts payable		14,945,809	2,372,978
Accrued and other liabilities		(32,924,822)	(10,341,692)
Net cash generated from operating activities		19,806,862	55,540,604
Cash flow from investing activities			
Additions to property, plant and equipment		(17,420,121)	(34,464,915)
Additions to intangible assets		(227,500)	-
Proceeds from disposal of property and equipment		224,009	248,842_
Net cash utilized in investing activities	_	(17,423,612)	(34,216,073)
Cash flow from financing activities			
Proceeds from long and short-term borrowings		-	58,058,862
Borrowing transaction costs paid		(1,110,160)	-
Repayment of short-term borrowings	3	(20,000,000)	-
Net cash (utilized in) generated from financing activities		(21,110,160)	58,058,862
Net change in cash and cash equivalents		(18,726,910)	79,383,393
Cash and cash equivalents at beginning of period		164,094,691	50,313,840
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Cash and cash equivalents at end of period		145,367,781	129,697,233

Khalid Sulaiman Al Obeid

Finance Director

Saud Abdullah Al Sanea Chief Executive Officer Abdullah Ali Al Sanea

Chairman

The accompanying notes from 1 to 8 form an integral part of these interim financial statements.

1. General information

Methanol Chemicals Company (the "Company" or "Chemanol") is engaged in the production of Formaldehyde liquid and Urea Formaldehyde liquid or their mixture with different concentrations, Paraformaldehyde, liquid and powder Formaldehyde resins, Hexane Methylene Tetramine, Phenol Formaldehyde resins, concrete improvers, Methanol, Carbon monoxide, Di-methylamine, Mono-methylamine, Tri-mon-methylamine, Di-methyl Formamide, Di-methyl carbon, Penta Aritheretol, Sodium Formate and Acetaldehyde.

The Company is a joint stock company registered in Kingdom of Saudi Arabia and operating under Commercial Registration (CR) No. 2050057828 issued in Dammam on 30 Dhu al-Hijjah 1428-H (January 9, 2008). The accompanying interim financial statements include the accounts of the Company and its branch registered in Dammam under CR No. 2055001870 dated 28 Dhu al-Hijjah 1409-H (August 1, 1989). The registered address of the Company is P.O. Box 2101, Jubail 31951, Kingdom of Saudi Arabia.

The accompanying interim financial statements were authorized for issue by the Company's Board of Directors on July 27, 2016.

2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of interim financial statements are set out below. These policies have been consistently applied to all periods presented, unless otherwise stated.

2.1 Basis of preparation

The accompanying interim financial statements have been prepared under the historical cost convention on the accrual basis of accounting and in compliance with the Standard of Accounting for Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants. Significant accounting policies adopted by the Company for preparing such interim financial statements are consistent with the accounting policies described in the 2015 annual audited financial statements of the Company.

The interim financial statements for the three-month and six-month periods ended June 30, 2016 have been prepared in accordance with SOCPA's Standard of Accounting for Interim Financial Reporting, on the basis of integrated periods, which views each interim period as an integral part of the financial year. Accordingly, revenues, gains, expenses and losses of the period are recognized during the period. The accompanying interim financial statements include all adjustments comprising mainly of normal recurring accruals considered necessary by the Company's management to present fairly the statements of the financial position, results of operations and cash flows. The interim results of the operations for the three-month and six-month periods ended June 30, 2016 may not represent a proper indication for the annual results of operations. These interim financial statements and notes should be read in conjunction with the annual audited financial statements and the related notes for the year ended December 31, 2015.

2.2 Critical accounting estimates and judgments

The preparation of interim financial statements in conformity with generally accepted accounting principles requires the use of certain critical estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the reporting date and the reported amounts of revenues and expenses during the reporting period. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

2.3 Foreign currency translations

(a) Reporting currency

These interim financial statements are presented in Saudi Riyals which is the reporting currency of the Company.

(b) Transactions and balances

Foreign currency transactions are translated into Saudi Riyals at the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at period end exchange rates are recognized in the income statement. Net amount of such foreign exchange gains and losses for the three-month and six-month periods ended June 30, 2016 and 2015 were not significant.

2.4 Cash and cash equivalents

Cash and cash equivalents include cash in hand and with banks and other short-term highly liquid investments with maturities of three-months or less from the purchase date.

2.5 Accounts receivable

Accounts receivable are carried at original invoice amount less provision for doubtful debts. A provision against doubtful debts is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Such provisions are charged to the income statement and reported under "General and administrative expenses". When account receivable is uncollectible, it is written-off against the provision for doubtful debts. Any subsequent recoveries of amounts previously written-off are credited against "General and administrative expenses" in the income statement.

2.6 Inventories

Inventories are stated at the lower of cost or net realizable value and net of provision for slow moving and obsolete items.

Cost is determined using weighted average method. The cost of finished products include the cost of raw materials, labor and production overheads.

Net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

Provision for slow-moving and obsolete inventory is made considering various factors including age of the inventory items, historic usage, expected utilization in future and evaluation from the internal technical teams.

2.7 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation, except for capital work-inprogress which is carried at cost. Depreciation is charged to the income statement, using the straight-line method, to allocate the costs of the related assets to their residual values over the following estimated useful

		Number of years
•	Buildings and leasehold improvements	5 - 33
•	Plant, machinery and equipment	10 - 20
•	Furniture, fixtures and office equipment	7 - 10
•	Vehicles	4

Gains and losses on disposals are determined by comparing sale proceeds with carrying amount and are included in the income statement.

Maintenance and normal repairs which do not materially extend the estimated useful life of an asset are charged to the income statement as and when incurred. Major renewals and improvements for betterments, if any, are capitalized and the assets so replaced are retired.

Planned turnaround costs are deferred and depreciated over the period until the date of the next planned turnaround. Should an unexpected turnaround occur prior to the previously envisaged date of planned turnaround, then the previously undepreciated deferred costs are immediately expensed and the new turnaround costs are depreciated over the period likely to benefit from such costs.

Capital spare parts that are considered essential to ensure continuous plant operation are classified under property, plant and equipment, and are depreciated using the straight-line method using depreciation rates relevant to the corresponding plant and equipment. Spare parts are capitalized if they are not readily available in the market or unavailable, and their manufacturing requires an extended time to complete.

2.8 Intangible assets

Intangible assets represent costs related to the purchase of computer software and payment to acquire contractual rights to use the pipeline owned by third party for the supply of raw material. Such assets are amortized over the useful lives as follows:

Number of years

•	Computer software	4 - 8
•	Payment to acquire contractual rights of pipeline	20

2.9 Impairment of non-financial assets

Non-financials assets (other than goodwill) are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Goodwill, if any, is reviewed for impairment at the end of the reporting period. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount which is the higher of an asset's fair value less cost to sell and value in use. For the purpose of assessing impairment, assets are grouped at lowest levels for which there are separately identifiable (cash-generating units). Non-financial assets that suffered impairment are reviewed for possible reversal of impairment at each reporting date. Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but the increased carrying amount should not exceed the carrying amount that would have been determined, had no impairment loss been recognized for the assets or cash-generating unit in prior years. A reversal of an impairment loss is recognized as income immediately in the income statement. Impairment losses on goodwill are not reversible.

2.10 Borrowings

Borrowings are recognized at the proceeds received net of transaction cost incurred. Borrowings are subsequently carried at amortized cost. Any differences between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period using effective interest method. Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of those assets until such time as the assets are ready for their intended use. Other borrowing costs are charged to the income statement.

2.11 Accounts payable and accruals

Liabilities are recognized for amounts to be paid for goods and services received, whether or not billed to the Company.

2.12 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated.

2.13 Zakat and taxes

The Company is subject to zakat in accordance with the regulations of the Department of Zakat and Income Taxes (the "DZIT"). Provision for zakat for the Company is charged to the income statement. Additional amounts payable, if any, at the finalization of assessments are accounted for when such amounts are determined.

The Company withholds tax on certain transactions with non-resident parties in the Kingdom of Saudi Arabia as required under the Saudi Arabian Income Tax Law.

2.14 Employee termination benefits

Employee termination benefits required by Saudi Labor and Workman Law are accrued by the Company and are charged to the income statement. The liability is calculated at the current value of the vested benefits to which the employee is entitled, should the employee leave at the balance sheet date. Termination payments are based on employees' final salaries and allowances and their cumulative years of service, as stated in the laws of Saudi Arabia.

2.15 Revenue

Revenues from third parties are recorded at the time of delivery of the products. Certain product are sold to third parties (the "Marketers") under the marketing agreements. Upon delivery of the products to the Marketers, sales are recorded at provisional selling prices which are later adjusted based on actual selling prices received by the Marketers from third parties, after deducting costs of shipping, distribution and marketing. Adjustments are recorded as they become known to the Company.

2.16 Selling, distribution and general and administrative expenses

Selling, distribution and general and administrative expenses include direct and indirect costs not specifically part of production costs as required under generally accepted accounting principles. Allocations between selling, general and administrative expenses and production costs, when required, are made on a consistent basis. Selling expenses are primarily for freight and storage of the Company's products.

2.17 Statutory reserve

In accordance with the Regulations for Companies in the Kingdom of Saudi Arabia, the Company transfers 10% of the net income for the year to a statutory reserve until such reserve equal 30% of its share capital. Such allocation is made at the end of the fiscal year. This reserve currently is not available for distribution to the shareholders of the Company.

2.18 Operating leases

Rental expenses under operating leases are charged to the income statement over the period of the respective lease.

2.19 Insurance recoveries

Insurance recoveries are recognized as an asset when it is virtually certain that an inflow of economic benefits will arise to the Company with the corresponding impact to the income statement of the period in which the recoveries become virtually certain.

2.20 Segment reporting

(a) **Business segment**

A business segment is group of assets, operations or entities:

- engaged in revenue producing activities;
- results of its operations are continuously analyzed by management in order to make decisions related to (ii) resource allocation and performance assessment; and
- (iii) financial information is separately available.

The Company is primarily engaged in manufacturing of petrochemicals and related products which is viewed by management as one business segment.

(b) Geographical segment

A geographical segment is group of assets, operations or entities engaged in revenue producing activities within a particular economic environment that are subject to risks and returns different from those operating in other economic environments.

The Company's operations are conducted principally in Saudi Arabia.

3 Long-term borrowings

	June 30, 2016 (Unaudited)	June 30, 2015 (Unaudited)
Saudi Industrial Development Fund ("SIDF")	385,000,000	385,000,000
Project Murabaha Facility	267,685,000	352,245,000
Working Capital Murabaha Facility	369,300,000	45,000,000
	1,021,985,000	782,245,000
Less: unamortized transaction costs	(24,307,797)	(17,338,989)
	997,677,203	764,906,011
Long-term borrowings are presented as follows:		
Current maturity under current liabilities	45,565,740	222,976,505
Long-term borrowings	952,111,463	541,929,506
	997,677,203	764,906,011
Movements in unamortized transaction costs are as follows:		
	2016	2015
	(Unaudited)	(Unaudited)
January 1	14,608,242	20,069,737
Additions	12,430,303	-
Less: amortization	(2,730,748)	(2,730,748)
June 30	24,307,797	17,338,989
Related to:		_
Current maturity shown under current liabilities	4,434,260	5,461,495
Shown under long-term borrowings	19,873,537	11,877,494
	24,307,797	17,338,989

The above borrowings bear financial charges at prevailing market rates based on Saudi interbank offered rates. The covenants of the borrowing facilities require the Company to maintain certain level of financial conditions, limiting the dividends distribution and annual capital expenditure above certain limits. The carrying values of the long-term borrowings are denominated in Saudi Riyals.

During the six-month period ended June 30, 2016, the Company has restructured its short-term and long-term borrowings and finalized the restructuring agreements with its lender institutions. The aggregate maturities of these loans, based on their respective revised repayment schedules, are now spread in 2017 through 2022.

4 Loss per share

Loss per share for the three-month and six-month periods ended June 30, 2016 and 2015 has been computed by dividing the loss from operations and net loss for such periods by weighted average number of 120.6 million shares outstanding during such periods.

5 Other, net

	For the three-month periods ended June 30,		For the six-month periods ended June 30	
	2016	2016 2015		2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Insurance recoveries Property, plant and equipment	28,461,613	-	28,461,613	-
written-off	-	(6,303,212)	-	(6,303,212)
Other	232,892	769,142	175,027	84,782
	28,694,505	(5,534,070)	28,636,640	(6,218,430)

During the three-month period ended June 30, 2016, the Company has recorded insurance recoveries of Saudi Riyals 28.5 million against a claim related to a fire incident that occurred at the Company's plant site in 2014. The insurance company has accepted the claim and has paid Saudi Riyals 10.0 million of such claim in cash and confirmed that the remaining amount will be paid in due course which is recorded by the Company as a receivable and is included under "Prepayments and other receivable" as of June 30, 2016.

6 Reclassifications

Following 2015 comparative financial information have been reclassified to conform to 2016 presentation:

Balance sheet as of June 30, 2015

	Balance as previously reported (Unaudited)	Reclassification (Unaudited)	Balance after reclassification (Unaudited)
Property, plant and equipment*	2,117,557,472	7,694,464	2,125,251,936
Inventories* Intangible assets	179,624,139 11,812,500	(17,722,543) 10,028,079	161,901,596 21,840,579
Income statement for the three-month pe	eriod ended June 30, 20	<u>)15</u>	
	Previously reported (Unaudited)	Reclassification (Unaudited)	After reclassification (Unaudited)
Cost of sales* Selling and distribution expenses	171,622,594 19,205,040	(1,221,195) 1,221,195	170,401,399 20,426,235
Income statement for the six-month peri	od ended June 30, 2015	<u>5</u>	
	Previously reported (Unaudited)	Reclassification (Unaudited)	After reclassification (Unaudited)
Cost of sales* Selling and distribution expenses	344,465,134 35,702,661	(3,192,676) 3,192,676	341,272,458 38,895,337
*See Note 7 in relation to restated amounts			

7 Restatement of comparative figures

During the six-month period ended June 30, 2016, the Company has restated the comparative financial information for the three-month and six-month periods ended June 30, 2015 and as of that date to restate certain items of property, plant and equipment which were earlier classified as inventories and recording of related depreciation of such items. The consequential impact on the relevant accounts is summarized as follows:

Balance sheet

	Balance as of January 1, 2015 before restatement	Restatement	Balance as of January 1, 2015 after restatement (Unaudited)
	(Unaudited)	(Unaudited)	(Unaudited)
Retained earnings	218,303,635	(1,861,215)	216,442,420
	Balance as of June 30, 2015 before restatement	Restatement	Balance as of June 30, 2015 after restatement
	(Unaudited)	(Unaudited)	(Unaudited)
Property, plant and equipment	2,125,251,936	7,249,095	2,132,501,031
Inventories	161,901,596	(9,384,870)	152,516,726
Retained earnings	181,890,778	(2,135,775)	179,755,003
Income statement			
	Three-month period ended June 30, 2015 before restatement	Restatement	Three-month period ended June 30, 2015 after restatement
	(Unaudited)	(Unaudited)	(Unaudited)
Cost of sales	170,401,399	137,280	170,538,679
Loss from operations	6,797,080	137,280	6,934,360
Net loss for the period	21,410,900	137,280	21,548,180
Loss per share (Saudi Riyals):			
Loss from operations	(0.06)	-	(0.06)
Net loss for the period	(0.18)	-	(0.18)
	Six-month period ended June 30, 2015 before restatement (Unaudited)	Restatement (Unaudited)	Six-month period ended June 30, 2015 after restatement (Unaudited)
Cost of sales	341,272,458	274,560	341,547,018
Loss from operations	13,060,431	274,560	13,334,991
Net loss for the period	36,412,857	274,560	36,687,417
Loss per share (Saudi Riyals):			
Loss from operations	(0.11)	-	(0.11)
Net loss for the period	(0.30)	-	(0.30)

8 Contingencies and commitments

- (i) At June 30, 2016, the Company was contingently liable for bank guarantees and letter of credit in the normal course of business amounting to Saudi Riyals 64.4 million and Saudi Riyals 0.6 million, respectively (2015: Saudi Riyals 56.9 million and Saudi Riyals 3.3 million).
- (ii) The capital expenditure contracted by the Company but not incurred till June 30, 2016 was approximately Saudi Riyals 9.7 million.