INTERIM FINANCIAL STATEMENTS (UNAUDITED) AND AUDITORS' LIMITED REVIEW REPORT

FOR THE THREE MONTHS PERIOD AND YEAR ENDED 31 DECEMBER 2016



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LIMITED REVIEW REPORT TO THE SHAREHOLDERS OF SAUDI KAYAN PETROCHEMICAL COMPANY (SAUDI KAYAN) (A SAUDI JOINT STOCK COMPANY)

#### Scope of limited review:

We have reviewed the accompanying interim balance sheet of Saudi Kayan Petrochemical Company (Saudi Kayan) ("the Company"), a Saudi Joint Stock Company as at 31 December 2016, the related interim statement of income for three months period and year then ended and the interim statement of cash flows and changes in shareholders' equity for the year then ended. These interim financial statements have been prepared by the Company's management and submitted to us together with the information and explanations which we required. We conducted our limited review in accordance with the Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). The limited 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 of limited review:

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 the Kingdom of Saudi Arabia.

for Ernst & Young

Abdulaziz Saud Alshubaibi Certified Public Accountant Registration No. 339

17 Rabi'll 1438H 15 January 2017

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### INTERIM BALANCE SHEET

As at 31 December 2016

	Note	2016 SR"000"	2015 SR"000"
ASSETS		(un-audited)	(audited)
CURRENT ASSETS			
Cash and cash equivalents		1,690,978	1,719,526
Trade accounts receivable	5	2,554,672	2,061,182
Prepayments, advances and other receivable		623,498	521,912
Inventories	3 :	1,531,275	1,679,778
Home ownership receivables – current port	lion	24,520	42,454
TOTAL CURRENT ASSETS		6,424,943	6,024,852
NON-CURRENT ASSETS			
Home ownership receivables		193,329	207,278
Investment in an associate and an advance	5	252,701	341,070
Property, plant and equipment		34,007,080	35,499,228
Intangible assets		<u>89,499</u>	127,936
TOTAL NON-CURRENT ASSETS		34,542,609	36,175,512
TOTAL ASSETS		40,967,552	42,200,364
LIABILITIES AND SHAREHOLDERS' EQ	UITY	<del></del>	
CURRENT LIABILITIES			
Accounts payable, accruals and provisions	5	1,873,152	2,008,619
Zakat and income tax provision		98,756	84,130
Current portion of term loans	4	1,741,477	2,153,408
TOTAL CURRENT LIABILITIES		3,713,385	4,246,157
NON-CURRENT LIABILITIES			
Term loans	4	21,114,781	21,955,362
Subordinated loans from a shareholder	5	2,875,000	2,875,000
Employee's terminal benefits and saving pla	an	304,336	257,016
Other non-current liability		19,409	60,914
TOTAL NON-CURRENT LIABILITIES		24,313,526	25,148,292
TOTAL LIABILITIES		28,026,911	29,394,449
SHAREHOLDERS' EQUITY			
Share capital	6	15 000 000	15 000 000
Statutory reserve	O	15,000,000 49,408	15,000,000
Accumulated losses		(2,108,767)	49,408 (2,243,493)
Accumulated losses		(2,100,707)	(2,243,493)
TOTAL SHAREHOLDERS' EQUITY		12,940,641	12,805,915
TOTAL LIABILITIES AND SHAREHOLDI	ERS' EQUITY	40,967,552	42,200,364
Designated Member	Company's President	Finance D	irector
Mohammed Abdullah Al Ghamdi	Nasser Abdulaziz Abanmi	Ayed Habib A	Al Haider
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The attached notes form an integral part of these interim financial statements.

### INTERIM STATEMENT OF INCOME

For the three months period and year ended 31 December 2016

	For the three months period ended 31 December		For the year ended 31 December	
	2016 SR"000" (un-audited)	2015 SR"000" (un-audited)	2016 SR"000" (un-audited)	2015 SR"000" (audited)
Sales	2,448,515	1,879,359	8,608,817	7,975,715
Cost of sales	(1,993,697)	(2,247,568)	(7,211,403)	(8,184,754)
GROSS PROFIT (LOSS)	454,818	(368,209)	1,397,414	(209,039)
Selling, general and administration expenses	(106,228)	(107,316)	(412,785)	(384,491)
INCOME (LOSS) FROM MAIN OPERATIONS	348,590	(475,525)	984,629	(593,530)
Other income (loss), net	8,343	(928)	(5,636)	7,267
Financial charges	(229,472)	(147,375)	(783,502)	(573,643)
INCOME (LOSS) BEFORE SHARE IN NET RESULTS OF AN ASSOCIATE AND ZAKAT AND INCOME TAX	127,461	(623,828)	195,491	(1,159,906)
Share in net results of an associate	9,500	37	35,951	(52)
INCOME (LOSS) BEFORE ZAKAT AND INCOME TAX	136,961	(623,791)	231,442	(1,159,958)
Zakat and income tax	(33,307)	(344)	(96,716)	(83,047)
NET INCOME (LOSS) FOR THE PERIOD/YEAR	103,654	(624,135)	134,726	(1,243,005)
Earnings (loss) per share from main operations	0.23	(0.32)	0.66	(0.40)
Earnings (loss) per share from net income (loss)	0.07	(0.42)	0.09	(0.83)
Number of shares outstanding (in thousands)	1,500,000	1,500,000	1,500,000	1,500,000

Designated Member

Mohammed Abdullah Al Ghamdi

Company's President
Nasser Abdulaziz Abanmi

Finance Director

Ayed Habib Al Haider

The attached notes form an integral part of these interim financial statements.

### INTERIM STATEMENT OF CASH FLOWS

Year ended 31 December 2016

Designated Member	Company's President	Finance D	)irector
Non cash transaction: Capital spares transferred from inventories	s to property, plant and equipment	9,587	177,508
CASH AND CASH EQUIVALENTS A	T THE END OF THE YEAR	1,690,978	1,719,526
Cash and cash equivalents at the beginning	g of the year	1,719,526	1,654,342
(DECREASE) INCREASE IN CASH A	AND CASH EQUIVALENTS	(28,548)	65,184
Net cash used in a financing activity		(1,252,512)	(2,121,433)
FINANCING ACTIVITY Net movement in term loans		(1,252,512)	(2,121,433)
Net cash used in investing activities		(761,724)	(613,715)
Additions to intangible assets Other non-current assets		138,269	(93,914) (10,278)
INVESTING ACTIVITIES Additions to property, plant and equipmen	nt	(899,993)	(509,523)
Net cash from operating activities		1,985,688	2,800,332
Financial charges paid Zakat paid		(767,080) (82,090)	(565,396) (76,023)
Cash from operations		2,834,858	3,441,751
Changes in operating assets and liabilities Receivables Inventories Payables		(577,142) 138,916 (193,394)	745,993 475,054 280,603
Employees' terminal benefits and saving Financial charges	pians, net	47,320 783,502 3,466,478	48,918 573,643 1,940,101
Adjustments for: Depreciation of property, plant and equi Amortisation of intangible assets Write-off of property, plant and equipme	ent	2,371,866 38,437 29,862	2,438,943 38,503
Income (loss) before share in net results o and income tax	f an associate and zakat	195,491	(1,159,906)
OPERATING ACTIVITIES		(un-audited)	(audited)
		2016 SR"000"	2015 SR"000"

The attached notes form an integral part of these interim financial statements.

## INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY Year ended 31 December 2016

	Share capital SR"000"	Statutory reserve SR"000"	Accumulated losses SR"000"	Total SR"000"
Balance at 31 December 2014 (audited)	15,000,000	49,408	(1,000,488)	14,048,920
Net loss for the year	-		(1,243,005)	(1,243,005)
Balance at 31 December 2015 (audited)	15,000,000	49,408	(2,243,493)	12,805,915
Net income for the year			134,726	134,726
Balance at 31 December 2016 (un-audited)	15,000,000	49,408	(2,108,767)	12,940,641

Designated Member

Mohammed Abdullah Al Ghamdi

Company's President
Nasser Abdulaziz Abanmi

Finance Director

Ayed Habib Al Haider

### NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED) At 31 December 2016

#### 1 ACTIVITIES

Saudi Kayan Petrochemical Company (Saudi Kayan) ("the Company") is a Saudi Joint Stock Company registered under Commercial Registration No. 2055008450 issued in Al-Jubail on 26 Jumada'I 1428 H (12 June 2007). The registered address of the Company is P.O. Box 10302, Al-Jubail Industrial City, the Kingdom of Saudi Arabia. 35% of the Company's shares are owned by Saudi Basic Industries Corporation ("SABIC") and remaining held by general public.

The Company is incorporated to engage in investing in industrial projects both inside and outside the Kingdom of Saudi Arabia in the petrochemical and chemical fields. The Company is also providing support and maintenance of the utilities related to these plants.

The Company commenced commercial operations of majority of its plants including olefins, ethylene glycol, polypropylene, high density polyethylene, polycarbonate and phenolics on 1 October 2011. The Company's Amines plant commenced commercial operations on 15 August 2012. Low Density Polyethylene Plant commenced commercial operations on 1 April 2013 and Natural Detergent Alcohol (NDA) plant commenced commercial operation on 4 June 2015.

#### 2 SIGNIFICANT ACCOUNTING POLICIES

These interim financial statements have been prepared in accordance with accounting standards generally accepted in the Kingdom of Saudi Arabia. The significant accounting policies adopted are as follows:

#### Accounting convention

These interim financial statements are prepared under the historical cost convention.

#### Use of estimates

The preparation of interim 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 financial statements and the reported amounts of revenues and expenses during the reporting period.

#### Cash and cash equivalents

Cash and cash equivalents consist of bank balances, cash on hand, short term Murabaha investments that are readily convertible into known amounts of cash and have original maturities of three months or less.

#### Accounts receivable

Accounts receivable are stated at the original invoice amount less an allowance for any uncollectible amounts. An estimate for doubtful debt is made when the collection of the account receivable amount is considered doubtful. 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 the following basis:

Raw and packing materials, spare parts and supplies - purchase cost on a weighted average basis.

Intermediate and finished products - cost of direct materials and labour plus attributable overheads based on a normal level of activity.

### NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Investment in an associate

Investment in associated company where the Company has significant influence over the investees' financial and operation decisions, normally when the Company owns stake between 20% to 50% of the capital of the investee company, is accounted for using the equity method.

#### Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment in value. Construction work in progress is not depreciated. The cost of other property, plant and equipment is depreciated on a straight line basis over the estimated useful lives of the assets.

Improvements on assets are amortised on a straight-line basis over the shorter of the useful life of the improvement or the related assets.

Expenditure for repair and maintenance are charged to interim statement of income, while expenditure on improvements is capitalised. Financing costs related to qualifying assets are capitalised until they are ready for their intended use. Costs, which are directly attributable to turnarounds and major inspections and eligible for capitalisation, are recognised under property, plant and equipment. Such costs once capitalised are depreciated over the period to the occurrence of next such turnaround or major inspection.

Capital spare-parts which considered essential to ensure continuous plant operation, are classified under tangible assets, and are depreciated using the straight-line method in accordance with the applicable depreciation rates. The following two conditions must apply to all capitalised spare-parts:

- They are not readily available in the market, or unavailable.
- Their manufacturing requires an extended time to complete.

#### Impairment of non-current assets

The Company reviews the carrying values of its non-current assets for impairment when events or circumstances indicate that carrying value may not be recoverable. If such indicators exist, the recoverable amount of the asset is estimated in order to determine the extent of impairment (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

The carrying value of the asset (or cash generating unit) is reduced to the recoverable value when the recoverable value is below the carrying value. Impairment loss is recognised as expense when incurred.

Where an impairment loss subsequently reverses, the carrying value of the asset is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. The reversal of impairment loss is recognised as income once identified.

#### Employees' home ownership program

The Company has a Home Ownership Program that offers eligible Saudi employees home ownership opportunities. Unsold housing units constructed for eventual sale to eligible Saudi employees are included under property, plant and equipment and depreciated over 33 years. Upon signing the sale contract, the cost and accumulated depreciation are derecognised and the loans receivable from the employees in respect of the purchase of the housing units are classified under long term assets and are recovered over a period not exceeding twenty years. Installments recoverable within twelve months period from the interim balance sheet date are classified under current assets.

Costs incurred in connection with the construction of employees' housing units, such as administrative costs, infrastructure and financing costs are capitalised with the related assets. Such costs are amortised over a maximum period of five years.

### NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Accounts payable and accruals

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

#### **Provisions**

Provisions are recognised when the Company 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.

#### Zakat and income tax

The Company is subject to the Regulations of the General Authority of Zakat and Tax ("GAZT") in the Kingdom of Saudi Arabia. Zakat and income tax is determined based on effective ownership interest reflected in the register of shareholders in Tadawul at the end of the period. Zakat and income tax is provided on an estimated basis and charged to the interim statement of income. The zakat charge is computed at 2.5% on the zakat base or adjusted net income attributable to shareholders from Gulf Cooperation Council ("GCC") citizens, whichever is higher while income tax relating to the non-GCC shareholders is provided based on share of taxable income at 20%. Any difference in the estimate is recorded when the assessment is finalised.

#### Employees' terminal benefits

Provision is made for amounts payable under the Company's policies applicable to employees accumulated periods of service at the interim balance sheet date.

#### Employees' saving plan

The Company maintains an employees' saving plan for Saudi employees. The contributions from the participants are deposited in separate bank account and liability is established for these contributions. The Company's contribution under the saving plan is charged to the interim statement of income.

#### Revenue recognition

In general most of the Company's sales are made to SABIC ("the Marketer"). Upon delivery to the Marketer, sales are recorded at provisional sales prices that are later adjusted based upon actual selling prices received by the Marketer from third parties, after deducting the costs of shipping and marketing fees etc. Adjustments are recorded as they become known to the Company.

#### Selling, general and administration expenses

Selling expenses are those that specifically relate to product handling activities and distribution expenses and doubtful debts. Except for cost of sales and financial charges, all other expenses are general and administration expenses.

#### **Borrowing costs**

Borrowing costs that are directly attributable to the acquisition, construction for a long period or production of a qualifying asset, are capitalised as part of the cost of that asset.

Capitalisation of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use are completed.

#### Foreign currency transactions

Transactions in foreign currencies are recorded in Saudi Riyals 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 balance sheet date. All differences are taken to the interim statement of income.

#### Earnings (loss) per share

Basic earnings (loss) per share from net income (loss) are calculated by dividing the net income (loss) for the year/period by the weighted average number of shares outstanding during the year/period.

Basic earnings (loss) per share from main operations are calculated by dividing income (loss) from main operations for the year/period by the weighted average number of shares outstanding during the year/period.

## NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Segmental reporting

A segment is a distinguishable component of the Company that is engaged 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.

Substantial portion of the Company's sales are made to one customer and all of the Company's operations are related to one operating segment which is petrochemicals. Accordingly, segmental analysis by geographical and operating segment has not been presented.

#### 3 INVENTORIES

	2016 SR"000"	2015 SR"000"
Raw and packing materials	146,922	139,030
Spare parts and supplies	827,511	845,170
Intermediate and finished products	737,478	813,871
Goods in transit	34,074	56,991
	1,745,985	1,855,062
Provision for slow moving spare parts and supplies	(214,710)	(175,284)
	1,531,275	1,679,778

Intermediate and finished products with cost amounted to SR 448.9 million (2015: SR 469.6 million), are carried at net realisable value (lower than cost) of SR 312.4 million (2015: SR 309.7 million).

## NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

#### 4 TERM LOANS

· I Did Doil 10		
	2016	2015
	SR"000"	SR"000"
	220 000	230 000
Public Investment Fund (PIF)	2,200,688	2,500,781
Islamic Facility Agreement (IFA)	2,975,047	3,257,097
Commercial facility from various commercial banks	2,096,168	2,294,896
Export Credit Agency (ECA)	3,432,462	4,546,114
Islamic Working Capital Facility from a commercial bank	2,414,048	2,414,088
Saudi Industrial Development Fund (SIDF)	780,000	1,080,000
Commercial term loans obtained against corporate guarantee of SABIC	9,125,000	8,225,000
3		
	23,023,413	24,317,976
Less: current portion	(1,741,477)	(2,153,408)
prepaid financing costs (see below for the movement)	(167,155)	(209,206)
Non-current portion	21,114,781	21,955,362
The movement of prepaid financing costs during the year was as follows:		
the movement of prepare infancing costs during the year was as follows:	2017	2015
	2016	2015
	SR"000"	SR"000"
At the beginning of the year	209,206	252,374
Amortisation	(42,051)	(43,168)
At the end of the year		
At the end of the year	167,155	209,206

The above loans are secured either by mortgage of the assets of the Company or guarantees provided by SABIC. In accordance with the support agreement with SABIC, SABIC will maintain 35% ownership in the Company during the repayment period of these borrowings.

These loans bear financial charges at prevailing market rates and an agreed margin. The repayments of such borrowings are spread over a period of thirteen years from the date of the interim balance sheet. The covenants of the borrowing facility with SIDF 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 term loans borrowings are denominated in the following currencies:

	2016 SR"000"	2015 SR"000"
Saudi Riyals United State dollars	9,905,000 13,118,413	9,305,000 15,012,976
	23,023,413	24,317,976

NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

#### 5 RELATED PARTIES' TRANSACTIONS AND BALANCES

Related parties represent major shareholders, directors and key management personnel of the Company, and entities controlled or significantly influences by such parties.

The following are the details of major related parties' transactions during the year and the year end balances:

#### a) Trade receivable due from a related party - included under trade accounts receivable in the interim balance sheet:

Datance sneet:		
	2016 SR"000"	2015 SR"000"
SABIC	2,532,601	2,023,544
b) Due from related parties - included under prepayments, advances arbalance sheet:	ıd other receivables i	n the interim
	2016 SR"000"	2015 SR"000"
SABIC Saudi Butanol Company (current portion of loan to an associate) Other related parties	324,953 114,000 76,136	253,767 151,875 1,842
	515,089	407,484
c) Loan to an associate - included under investment in an associate and sheet:	an advance in the int	terim balance

	2016 SR"000"	2015 SR"000"
Saudi Butanol Company	54,801	179,426

#### d) Trade payable due to related parties - included under accounts payable, accruals and provisions in the interim balance sheet:

	2016 SR"000"	2015 SR"000"
SABIC Other related parties	440,726 6,291	751,205 4,695
	447,017	755,900

NOTES TO THE INTERIM FINANCIAL STATEMENTS (UNAUDITED)-continued At 31 December 2016

### 5 RELATED PARTIES' TRANSACTIONS AND BALANCES (continued)

e) Subordinated loans from a shareholder - included under non-current liabilities in the interim balance sheet:

2016

2015

SR"000"

SR"000"

SABIC (see note below)

2,875,000

2,875,000

Note: SABIC has provided long term advance to the Company which carries commission at normal commercial rate, and is subordinated to certain term loans obtained from commercial banks.

Significant transactions with related parties were as follows:

- The Company has a service level agreement with SABIC (Shared Services Organization SSO) for the provision of accounting, warehousing, human resources, information technology (ERP/SAP), transporting and arranging for delivery of materials related to the Company's spare parts, engineering, procurement and related services and other general services to the Company.
- SABIC Terminal Services Limited (Sabtank) provides shipping and material handling services to the Company.
- Certain feedstock were purchased from related parties of SABIC.
- SABIC also provides the Company with certain required technology and innovation, administrative and other services in accordance with executed agreements.
- SABIC also charged finance charges, guarantee fees and commitment fees to the Company in relation to the subordinated loans.
- The majority of Company's products are sold to SABIC ("the Marketer") under marketing and off-take agreements. Upon delivery of the product, sales are recorded at net provisional price which are subsequently adjusted, on a monthly basis, to actual selling prices received by SABIC from their customers after deducting shipping, distribution and selling cost, and a marketing fee to cover all other marketing expenses.
- During the year, the Company was charged approximately SR 1,263 million (2015: SR 1,247 million) for all above services and feedstock.

#### 6 SHARE CAPITAL

Share capital is divided into 1,500 million shares (2015: 1,500 million shares) of SR 10 each.

#### 7 CONTINGENCIES AND COMMITMENTS

- (i) The Company contingently liable for bank guarantees issued on behalf of the Company in the normal course of business amounting to SR 8 million (2015: SR 15.1 million).
- (ii) The capital expenditure contracted by the Company but not incurred till year end was approximately SR 650 million (2015: SR 537.8 million).

#### 8 COMPARATIVE FIGURES

Certain of the prior year/period amounts have been reclassified to conform with the presentation in the current year/period.