

SEERA HOLDING GROUP
(A Saudi Joint Stock Company)

**INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)
FOR THE THREE AND NINE MONTH
PERIODS ENDED 30 SEPTEMBER 2021 AND
INDEPENDENT AUDITOR'S REVIEW REPORT**

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

FOR THE THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2021

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INDEPENDENT AUDITOR'S REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

To the shareholders of
Seera Holding Group (A Saudi Joint Stock Company)
Riyadh, Kingdom of Saudi Arabia

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of **Seera Holding Group** ("the Company") and its subsidiaries (together referred as the "Group") as of 30 September 2021 and the related interim condensed consolidated statements of profit or loss and other comprehensive income for the three and nine month periods then ended, and the interim condensed consolidated statements of changes in equity and cash flows for the nine months period then ended, and a summary of selected significant accounting policies and other explanatory notes. Management is responsible for the preparation and presentation of this interim condensed consolidated financial statements in accordance with International Accounting Standard 34 – "Interim Financial Reporting" ("IAS 34") that is endorsed in the Kingdom of Saudi Arabia. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", that is endorsed in the Kingdom of Saudi Arabia. A review of interim condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 that is endorsed in the Kingdom of Saudi Arabia.

For Dr. Mohamed Al-Amri & Co.,

M. A. Al-Amri

Dr. Mohamed A. Al-Amri
Certified Public Accountant
Registration No. 60



November 10, 2021 (G)
Rabi 11 05, 1443 (H)

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 SEPTEMBER 2021
(Saudi Riyals)

	<u>Note</u>	30 September 2021 (Unaudited)	31 December 2020 (Audited)
ASSETS			
Non-current			
Property and equipment	5	3,955,763,288	3,497,748,280
Assets under construction and development	6	320,723,810	303,008,682
Assets under construction – recoverable on disposal		359,747,097	359,747,097
Intangible assets and goodwill	7	69,968,588	57,169,909
Investment properties	8	772,069,048	802,629,000
Investments in equity-accounted associates	9	72,783,184	53,542,928
Investments		723,788,972	579,978,388
Deferred tax assets		11,353,019	11,517,862
		<u>6,286,197,006</u>	<u>5,665,342,146</u>
Current			
Trade and other receivables	10	1,246,032,282	1,286,253,728
Receivable from disposal of investments in equity-accounted associates	4	-	241,651,870
Due from related parties	14	16,398,072	27,107,615
Prepayments and advances		370,885,058	335,724,553
Cash and bank balances	11	295,071,890	248,952,850
		<u>1,928,387,302</u>	<u>2,139,690,616</u>
TOTAL ASSETS		<u>8,214,584,308</u>	<u>7,805,032,762</u>
EQUITY AND LIABILITIES			
EQUITY			
Equity attributable to owners of the parent:			
Share capital	12	3,000,000,000	3,000,000,000
Share premium		707,345,000	707,345,000
Statutory reserve		453,177,014	453,177,014
Other reserves		37,264,981	22,907,769
Treasury shares		(59,934,900)	(64,900,000)
Retained earnings		1,451,503,691	1,758,350,742
		<u>5,589,355,786</u>	<u>5,876,880,525</u>
Non-controlling interests		834,380	361,464
TOTAL EQUITY		<u>5,590,190,166</u>	<u>5,877,241,989</u>
LIABILITIES			
Non-current			
Loans and borrowings	13	275,000,000	366,539,330
Lease liabilities		85,528,319	80,876,466
Employees' end of service benefits		121,197,864	112,503,015
Deferred tax liabilities		757,538	756,666
		<u>482,483,721</u>	<u>560,675,477</u>
Current			
Bank overdraft	11	2,934,704	1,108,487
Loans and borrowings	13	1,179,386,747	538,761,552
Lease liabilities		7,944,451	8,809,259
Zakat and income taxes		69,965,787	66,047,440
Trade and other payables		666,334,802	543,909,028
Due to related parties	14	1,263,075	1,278,755
Contract liabilities		214,080,855	182,200,775
Provisions	15	-	25,000,000
		<u>2,141,910,421</u>	<u>1,367,115,296</u>
TOTAL LIABILITIES		<u>2,624,394,142</u>	<u>1,927,790,773</u>
TOTAL EQUITY AND LIABILITIES		<u>8,214,584,308</u>	<u>7,805,032,762</u>


Maged Aydeh Al Nifaie (CEO)


Abdullah Nasser Al Dawood (Board Member)


Muhammad Khalid (CFO)

The accompanying notes from 1 to 22 form an integral part of these interim condensed consolidated financial statements.

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME (UNAUDITED)
FOR THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2021
(Saudi Riyals)

		Three months ended		Nine months ended	
	Note	30 September 2021	30 September 2020	30 September 2021	30 September 2020
Revenue	17	369,116,777	141,973,468	840,996,732	676,876,148
Cost of revenue		(183,036,820)	(111,819,870)	(421,881,620)	(435,181,055)
Gross profit		186,079,957	30,153,598	419,115,112	241,695,093
Selling expenses		(86,018,761)	(73,486,610)	(248,820,656)	(252,933,724)
Administrative expenses		(140,994,509)	(122,150,066)	(404,047,834)	(412,731,651)
Provision for expected credit loss on trade receivables					
Net fair value (loss) / gain on investments	10	(11,338,816)	(14,934,775)	(23,956,715)	(19,962,655)
Other income		13,731,987	5,068,712	28,932,786	6,205,725
Other expenses		-	-	(3,807,620)	(655,471)
Operating loss		(60,616,910)	(175,062,358)	(244,545,004)	(437,661,519)
Finance income		2,013,995	50,219	6,156,246	1,443,070
Finance costs		(14,696,246)	(11,081,573)	(42,528,339)	(34,042,528)
Net finance cost		(12,682,251)	(11,031,354)	(36,372,093)	(32,599,458)
Foreign exchange loss recognized on impairment of goodwill		-	-	-	(13,334,764)
Gain on disposal of assets held for sale		-	9,206,415	-	1,572,593,275
Impairment loss		-	-	(1,852,194)	(315,204,973)
Share of profit / (loss) from equity-accounted associates		5,794,124	(426,173)	806,521	2,344,354
(Loss) / profit before zakat and tax		(67,505,037)	(177,313,470)	(281,962,770)	776,136,915
Zakat and income tax expense		(4,262,609)	(2,373,168)	(19,530,557)	(15,769,810)
(Loss) / profit for the period		(71,767,646)	(179,686,638)	(301,493,327)	760,367,105
Other comprehensive income:					
<i>Items that may be reclassified subsequently to profit or loss:</i>					
Foreign currency translation differences		5,398,546	5,409,224	8,406,251	(8,381,155)
<i>Items that will not be reclassified subsequently to profit or loss:</i>					
Unrealized (loss) / gain on equity instruments – FVOCI		-	(59,075)	-	528,137
Other comprehensive income for the period		5,398,546	5,350,149	8,406,251	(7,853,018)
Total comprehensive (loss) / income for the period		(66,369,100)	(174,336,489)	(293,087,076)	752,514,087
(Loss) / profit attributable to:					
Owners of the parent		(71,995,249)	(176,988,159)	(299,984,768)	766,301,135
Non-controlling interest		227,603	(2,698,479)	(1,508,559)	(5,934,030)
		(71,767,646)	(179,686,638)	(301,493,327)	760,367,105
Total comprehensive (loss) / income attributable to:					
Owners of the parent		(66,596,703)	(171,638,010)	(291,578,517)	758,448,117
Non-controlling interest		227,603	(2,698,479)	(1,508,559)	(5,934,030)
		(66,369,100)	(174,336,489)	(293,087,076)	752,514,087
Earnings per share for the owners of the parent:					
Basic and diluted earnings per share	18	(0.24)	(0.59)	(1.00)	2.55
Weighted average number of shares	18	300,000,000	300,000,000	300,000,000	300,000,000

Majeed Nadeh Al Nifaie (CEO)

Abdullah Nasser Al Dawood (Board Member)


Muhammad Khalid (CFO)

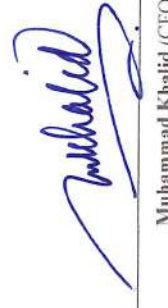
The accompanying notes from 1 to 22 form an integral part of these interim condensed consolidated financial statements.

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2021
(Saudi Riyals)

	Other reserves										Total attributable to the owners of the parent	Non- controlling interests	Total Equity
	Share capital	Share premium	Statutory reserve	Translation reserve	Staff general fund reserve	Charity fund reserve	Fair value reserve	Total	Treasury shares	Retained earnings			
Balance at 1 January 2021 (Audited)	3,000,000,000	707,345,000	453,177,014	(95,254,886)	109,933,829	8,228,826	-	22,907,769	(64,900,000)	1,758,350,742	5,876,880,525	361,464	5,877,241,989
Loss for the period	-	-	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive income for the period	-	-	-	8,406,251	-	-	-	8,406,251	-	(299,984,768)	(299,984,768)	(1,508,559)	(301,493,327)
Total comprehensive loss for the period	-	-	-	8,406,251	-	-	-	8,406,251	-	(299,984,768)	(291,578,517)	(1,508,559)	(293,087,076)
Net movement of staff general fund reserve	-	-	-	-	(1,028,464)	-	-	(1,028,464)	-	-	(1,028,464)	-	(1,028,464)
Net movement of charity fund reserve	-	-	-	-	-	(511,746)	-	(511,746)	-	-	(511,746)	-	(511,746)
Transactions with shareholders													
Share based payment expense	-	-	-	-	17,593,988	-	-	17,593,988	-	-	17,593,988	-	17,593,988
Shares vested by employees	-	-	-	-	(10,102,817)	-	-	(10,102,817)	4,965,100	5,137,717	-	-	-
Acquisition of interest in subsidiary	-	-	-	-	-	-	-	-	-	-	-	12,500	12,500
Increase in ownership stake of subsidiary	-	-	-	-	-	-	-	-	-	(12,000,000)	(12,000,000)	1,968,975	(10,031,025)
Translation reserve realized on impairment of goodwill	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at 30 September 2021 (Unaudited)	3,000,000,000	707,345,000	453,177,014	(86,848,635)	116,396,536	7,717,080	-	37,264,981	(59,934,900)	1,451,503,691	5,589,355,786	834,380	5,590,190,166


Majed Aydeh Al Nifate (CEO)

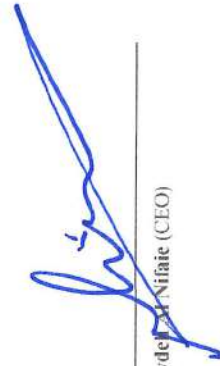

Abdullah Nasser Al Dawood (Board Member)


Muhammad Khalid (CFO)

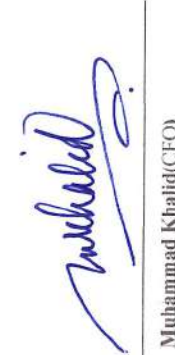
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SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
FOR NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2020
(Saudi Riyals)

	Other reserves							Total	Retained earnings	Treasury shares	Total attributable to the owners of the parent	Non-controlling interests	Total Equity
	Share capital	Share premium	Statutory reserve	Translation reserve	Staff general fund reserve	Charity fund reserve	Fair value reserve						
Balance at 1 January 2020 (Audited)	3,000,000,000	707,345,000	451,358,872	(104,029,288)	96,177,075	10,116,866	1,120,535	3,385,188	(64,900,000)	1,738,493,777	5,835,682,837	8,627,858	5,844,310,695
Profit for the period	-	-	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive loss for the period	-	-	-	(8,381,155)	-	-	-	(7,853,018)	-	-	-	-	-
Total comprehensive income for the period	-	-	-	(8,381,155)	-	-	-	(7,853,018)	-	-	-	-	(7,853,018)
Net movement of staff general fund reserve	-	-	-	-	(890,190)	-	-	(890,190)	-	-	-	-	(890,190)
Net movement of charity fund reserve	-	-	-	-	-	(1,107,922)	-	(1,107,922)	-	-	-	-	(1,107,922)
Transactions with shareholders													
Share based payment expense	-	-	-	-	14,707,611	-	-	14,707,611	-	-	14,707,611	-	14,707,611
Shares vested by employees	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition of interest in subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-
Increase in ownership stake of subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-
Translation reserve realized on impairment of goodwill	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at 30 September 2020 (Unaudited)	3,000,000,000	707,345,000	451,358,872	(99,075,679)	109,994,496	9,008,944	1,648,672	21,576,433	(64,900,000)	2,504,794,912	6,620,175,217	2,693,828	6,622,869,045


Majed Aydel Nifaie (CEO)


Abdullah Nasser Al Dawood (Board Member)


Muhammad Khalid (CFO)

The accompanying notes from 1 to 22 form an integral part of these condensed consolidated interim financial statements.

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)
FOR NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2021
(Saudi Riyals)

	Note	30 September 2021	30 September 2020
Cash flows from operating activities			
(Loss) / profit before zakat and tax		(281,962,770)	776,136,915
<i>Adjustments for:</i>			
Depreciation		219,940,524	195,440,277
Amortization	7	13,760,312	21,232,687
Share based payment charge		17,593,988	14,707,611
Provision for expected credit loss on trade receivables	10	23,956,715	19,962,655
Provision for employees' end of service benefits		23,850,102	22,540,710
Impairment losses		1,852,194	315,204,971
Finance cost		42,528,339	34,042,528
Finance income		(6,156,246)	(1,443,070)
Net fair value change in investments		11,960,077	(721,165)
Rent concession		(1,897,899)	(848,741)
Foreign currency loss recognized on impairment of goodwill		-	13,334,764
Share of profit from equity-accounted associates		(806,521)	(2,344,354)
(Gain) / loss on sale of property and equipment		(4,100,919)	107,721
Gain on sale of non-current assets held for sale		-	(1,572,593,275)
Loss on sale of investment properties		770,848	-
<i>Net changes in working capital:</i>			
Trade and other receivables		25,211,743	397,326,386
Prepayments and advances		(35,149,911)	27,575,460
Related parties, net		675,338	17,648,650
Trade and other payables		69,888,358	(204,601,699)
Contract liabilities		31,880,080	(122,011,894)
Cash generated from / (used in) operating activities		153,794,352	(49,302,863)
Finance cost paid		(35,976,048)	(32,832,169)
Finance income received		3,513,312	1,443,070
Employees' end of service benefits paid		(15,155,253)	(14,057,924)
Zakat and income taxes paid		(15,612,210)	(20,889,645)
Net cash generated from / (used in) operating activities		90,564,153	(115,639,531)
Cash flows from investing activities			
Proceeds from sale of property and equipment		70,422,347	78,124,821
Proceeds from sale of non-current assets held for sale		-	1,344,474,701
Proceeds from sale of investments		131,654,285	-
Proceeds from sale of investment properties		21,303,750	-
Additions to property and equipment		(720,462,857)	(257,916,419)
Additions to intangible assets		(774,375)	(1,779,772)
Acquisition of investments		(45,773,076)	-
Acquisition of equity-accounted associates		(18,433,735)	(44,205,639)
Acquisition of subsidiary, net of cash acquired		(15,833,807)	-
Additions to assets under construction		(19,567,322)	(115,893,971)
Net cash (used in) / generated from investing activities		(597,464,790)	1,002,803,721
Cash flows from financing activities			
Proceeds from loans and borrowings		2,041,243,382	743,313,523
Repayment of loans and borrowings		(1,492,157,517)	(1,033,094,518)
Leased liabilities paid		(5,224,435)	(4,409,077)
Staff general fund reserve paid		(1,028,464)	(890,190)
Charity fund reserve paid		(511,746)	(1,107,922)
Net cash generated from / (used in) financing activities		542,321,220	(296,188,184)
Net change in cash and cash equivalents		35,420,583	590,976,006
Cash and cash equivalents as at 1 January	11	247,844,363	344,493,605
Effect of movements in exchange rates		8,872,240	(1,238,398)
Cash and cash equivalents as at 30 September	11	292,137,186	934,231,213

Majed Aydin Al Nifaie (CEO)

Abdullah Nasser Al Dawood (Board Member)

Muhammad Khamis (CFO)

The accompanying notes from 1 to 22 form an integral part of these interim condensed consolidated financial statements.

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2021

(Saudi Riyals)

1. LEGAL STATUS AND NATURE OF OPERATIONS

Seera Holding Group (the 'Company') is a Saudi Joint Stock Company registered in Riyadh, Kingdom of Saudi Arabia, under Commercial Registration No. 1010148039 dated 24/07/1418H corresponding to 24/11/1997. These interim condensed consolidated financial statements ("interim financial statements") comprise the Company and its subsidiaries (together referred to as the 'Group').

The Company and its subsidiaries are involved in selling tickets for scheduled air travel services, tourism, cargo, transportation, Hajj, and Umrah, arranging conference and events, education, chartered flights, furnished suites and hotels, shipping and other travel-related products and services through its 277 branches (31 December 2020: 387) inside and outside the Kingdom of Saudi Arabia.

The Company's registered address is PO. Box 52660, Riyadh 11573 Kingdom of Saudi Arabia.

On 18 May 2021, Portman Group Holdings Limited (100% owned subsidiary of the Company) established a wholly owned subsidiary, Amazedm Limited, incorporated in England and Wales, United Kingdom, with a share capital of GBP 1 equivalent to SR 5.

On 17 May 2021, Portman Group Holdings Limited (100% owned subsidiary of the Company) acquired 100% shareholding of Inspiresport Group Limited, incorporated in England and Wales, United Kingdom for a total consideration of SR 25,563,355. The said acquisition resulted in a goodwill of SR 26,034,788 recorded in these interim financial statements (refer Note 7 for details.).

On 1 April 2021, the Company acquired 49% additional shares of Mawasim Tourism and Umrah Services. Consequently, the Company became 100% owner of Mawasim Tourism and Umrah Services.

On 11 April 2021, the Company established a wholly owned subsidiary, Mafhom Alamal Real Estate Company, registered in Riyadh, Kingdom of Saudi Arabia, with an issued share capital of SR 1,000,000.

On 20 April 2021, the Company acquired 50% shareholding in a newly established Company, Sahat Alardh, Registered in Riyadh, Kingdom of Saudi Arabia, with an issued share capital of SR 25,000.

On 16 September 2021, Seera Hotel's Company (100% owned subsidiary of the Company) acquired 100% shareholding of Etidal Al Diafah Company, incorporated in Saudi Arabia for a total consideration of SR 1.

2. BASIS OF PREPARATION

2.1 Statement of compliance

These interim financial statements have been prepared in accordance with IAS 34 "Interim Financial Reporting" as endorsed in the Kingdom of Saudi Arabia issued by the Saudi Organization for Chartered and professional Accountants ("SOCPA"). These interim financial statements should be read in conjunction with the Group's last audited consolidated financial statements as at and for the year ended 31 December 2020 ('last annual financial statements'). The accompanying interim financial statements do not include all the information that is required to prepare a complete set of financial statements in accordance with International Financial Reporting Standards ("IFRSs") as endorsed by SOCPA. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual financial statements.

2.2 Preparation of the financial statements

These interim financial statements have been prepared on the historical cost basis, except for the following:

- Investments at fair value through profit or loss;
- Investments at amortized cost; and
- Defined benefits plan measured at the present value of future obligations using the Projected Unit Credit Method.

Although the Group's current liabilities exceeded its current assets by SR 213.5 million as at 30 September 2021, these interim financial statements have been prepared on a going concern basis. This is because the Company is in gross profit position during the nine months period ended 30 September 2021 together with positive operating cash flows for the nine months period ended 30 September 2021. Additionally, the Company has investments amounting to SR 795.6 million in listed securities, mutual funds, and government Sukkuks, along with unutilized long and short-term loan facilities to meet the working capital requirements as and when they fall due. Resultantly, these interim financial statements are prepared using the going concern basis.

SEERA HOLDING GROUP (A SAUDI JOINT STOCK COMPANY)
NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THREE AND NINE MONTH PERIODS ENDED 30 SEPTEMBER 2021

(Saudi Riyals)

2.3 Use of judgments and estimates

In preparing these interim financial statements, management has made the judgement, estimates, and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual financial statements.

3. STANDARDS, INTERPRETATIONS, AND AMENDMENTS TO EXISTING STANDARDS

New standards, interpretations, and amendments adopted by the Group

The accounting policies used in the preparation of these interim financial statements are consistent with those followed in the last annual financial statements, except for amendments to IFRS 16: COVID-19 Related Rent Concessions beyond 30 June 2021, effective as of 1 January 2021. Other new and amended standards and Interpretations issued by the International Accounting Standards Board (IASB) that will apply for the first time in the next annual financial statements are not expected to impact the Group as they are either not relevant to the Group's activities or require accounting which is consistent with the Group's current accounting policies. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Amendments to IFRS 16: COVID-19-Related Rent Concessions beyond 30 June 2021

In March 2021, the IASB amended IFRS 16 Leases, extending the practical expedient in order to permit lessees to apply it to rent concessions for which reductions in lease payments affect payments originally due on or before 30 June 2022. This amendment is applicable for annual reporting periods beginning on or after 1 April 2021, with early application permitted, including in financial statements not authorized for issue at 31 March 2021.

The Group, being a lessee, received a rent concession of SR 1.9 million during the period and accordingly is affected by this amendment.

Impact of accounting standards to be applied in future periods

There are a number of standards and interpretations which have been issued by the International Accounting Standards Board that are effective for periods beginning subsequent to 31 December 2021 (the date on which the company's next annual financial statements will be prepared up to) that the Group has decided not to adopt early. The Group does not believe these standards and interpretations will have a material impact on the financial statements once adopted.

4. SIGNIFICANT MATTERS DURING THE PERIOD

COVID-19 assessment

The existence of novel coronavirus (COVID-19) was confirmed in early 2020 and has spread across multiple geographies, causing disruptions to businesses and economic activity. In response to the spread of COVID-19 and its resulting disruptions to the social and economic activities, the Group's management has assigned a task force to assess and monitor the possible impact on its business in Saudi Arabia and other geographies where Group operates. The management has also taken a series of preventive measures to ensure the health and safety of its employees, customers and wider community to ensure the continuity of its operations.

While the disruption is currently expected to be temporary, there is considerable uncertainty around the duration of travel restrictions and airport closures. Therefore, the Group has estimated the potential impact of the current economic volatility to determine the reported amounts of the Group's financial and non-financial assets, and these are considered to represent management's best assessment based on available information. However, the markets remain volatile, and the recorded amounts remain sensitive to both the duration of travel suspension and temporary airport closures and the consequential severity of the economic impact.

In assessing the going concern assumption of the Group, the management, along with the oversight of the Board of Directors, has developed comprehensive cash flow projections ensuring the existence of sufficient and adequate funds to meet the Group's obligations for a period of at least next twelve months. This assessment has taken in to account the current measures being put in place by the Group to preserve cash by reducing the planned capital expenditure during the period of closure and reductions in certain operating expenses to improve the liquidity.

The Group is confident that it has in place robust policies, operational expertise, and financial resources and cushions to enable it to meet the challenges in the current environment. In light of the above, the Group concluded the following:

- Management believes that the above will not affect the Group's ability to continue as a going concern. Therefore, the interim financial statements have been prepared under the going concern concept (refer to note 2.2).
- The key sources of estimation uncertainties remain similar to those disclosed in the last annual financial statements.

The Group will continue to monitor the situation, and any further changes required will be reflected in future reporting periods.

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Receivable from disposal of investments in equity-accounted associates

On 14 April 2021, the Company has elected to convert the outstanding balance receivable from the sale of equity accounted associate to Uber Technologies Inc. into fully paid and non-assessable shares in Uber Technologies Inc. On 14th June 2021, the Company has received 1.25 million shares from Uber Technologies, Inc. Consequently, the Company has derecognized its receivable from disposal of investments in equity-accounted associates amounting to SR 241.7 million and recognized as an investment at the market value of transferred shares amounted to SR 237.8 million. The net loss of SR 3.8 million resulted from the difference of receivable amount and the market value of shares transferred is recognized in profit or loss in these interim financial statements.

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5. PROPERTY AND EQUIPMENT

	Land & buildings	Furniture & fixtures	Office equipment	Vehicles	Air conditioners	Telecom & security systems	Tools & hardware	Right-of-use assets	Total
Cost:									
Balance at 1 January 2020	2,961,496,869	241,983,834	107,836,651	745,840,720	34,234,439	35,464,613	29,387,822	87,379,126	4,243,624,074
Additions	136,217	11,885,481	6,940,243	331,077,478	671,944	4,415,140	7,291,177	17,837,947	380,255,627
Disposals during the year	-	(12,695,751)	(5,716,414)	(160,412,642)	(689,879)	(1,699,136)	(224,814)	-	(181,438,636)
Effect of movement in exchange rates	298,125	373,837	242,781	19,547	5,185	6,609	654	689,129	1,635,867
Balance at 31 December 2020	2,961,931,211	241,547,401	109,303,261	916,525,103	34,221,689	38,187,226	36,454,839	105,906,202	4,444,076,932
Additions	349,200,114	5,315,660	6,303,436	356,524,207	255,718	1,397,040	2,037,162	14,974,078	736,007,415
Disposals during the period	(17,847,070)	(5,916,633)	(2,237,736)	(98,840,089)	(194,865)	(352,868)	(369,870)	-	(125,759,131)
Effect of movement in exchange rates	1,348	(148,167)	(154,297)	(3,285)	307	392	38	(340,625)	(644,289)
Balance at 30 September 2021	3,293,285,603	240,798,261	113,214,664	1,174,205,936	34,282,849	39,231,790	38,122,169	120,539,655	5,053,680,927

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5. PROPERTY AND EQUIPMENT (continued)

	Land & buildings	Furniture & fixtures	Office equipment	Vehicles	Air conditioners	Telecom & security systems	Tools & hardware	Right-of-use assets	Total
Accumulated depreciation and impairment:									
Balance at 1 January 2020	137,890,575	107,437,815	48,204,276	118,934,806	18,447,153	18,972,217	10,913,346	14,387,367	475,187,555
Charge for the year	14,087,689	31,155,038	18,936,846	156,875,121	4,446,493	6,363,751	2,697,850	16,469,989	251,032,777
Elimination on disposals	-	(11,048,658)	(4,604,574)	(67,289,232)	(668,145)	(488,769)	(216,320)	-	(84,315,698)
Impairment	286,593,419	12,977,022	1,227,489	27,631	1,659,330	491,091	757,008	-	303,732,990
Effect of movement in exchange rates	43,190	193,310	213,199	10,049	4,269	5,420	119	221,472	691,028
Balance at 31 December 2020	438,614,873	140,714,527	63,977,236	208,558,375	23,889,100	25,343,710	14,152,003	31,078,828	946,328,652
Charge for the period	9,622,024	22,268,349	13,262,267	142,551,651	3,296,156	4,570,969	2,621,090	13,262,664	211,455,170
Elimination on disposals	(452,761)	(4,373,909)	(1,705,313)	(52,163,094)	(179,736)	(212,398)	(350,492)	-	(59,437,703)
Effect of movement in exchange rates	(6,476)	(77,139)	(131,307)	(3,058)	270	358	-	(211,128)	(428,480)
Balance at 30 September 2021	447,777,660	158,531,828	75,402,883	298,943,874	27,005,790	29,702,639	16,422,601	44,130,364	1,097,917,639
Carrying amounts:									
At 30 September 2021	2,845,507,943	82,266,433	37,811,781	875,262,062	7,277,059	9,529,151	21,699,568	76,409,291	3,955,763,288
At 31 December 2020	2,523,316,338	100,832,874	45,326,025	707,966,728	10,332,589	12,843,516	22,302,836	74,827,374	3,497,748,280

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6. ASSETS UNDER CONSTRUCTION AND DEVELOPMENT

	Hotel projects	Administrative offices and branches projects	CRM data integration project	Service center	ERP software development	Total
Balance at 1 January 2020	206,468,803	4,956,800	5,617,218	3,371,932	47,693,324	268,108,077
Additions	65,221,885	28,606,490	-	150,306	34,556,510	128,535,191
Impairment	(50,500,933)	(24,384,554)	-	-	(18,749,099)	(93,634,586)
Balance at 31 December 2020	221,189,755	9,178,736	5,617,218	3,522,238	63,500,735	303,008,682
Additions	13,167,080	4,473,016	-	4,064	1,923,162	19,567,322
Impairment	(1,852,194)	-	-	-	-	(1,852,194)
Balance at 30 September 2021	232,504,641	13,651,752	5,617,218	3,526,302	65,423,897	320,723,810

In the opinion of management, as at 30 September 2021, there has been an impairment in the carrying value of Hotel projects amounting to SR 1.9 million (31 December 2020: SR 50.5 million). The management believes that the recoverable amount is lower than the carrying amount of Hotel projects under construction.

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7. INTANGIBLE ASSETS AND GOODWILL

	Goodwill	Software	Brand name	Customer list	Total
Cost:					
Balance at 1 January 2020	306,810,218	223,633,513	33,945,674	22,712,745	587,102,150
Additions	-	46,201,470	-	-	46,201,470
Disposal	(11,866,372)	(122,072)	-	-	(11,988,444)
Effect of movement in exchange rates	(3,992,731)	947,457	(2,515,807)	(1,391,262)	(6,952,343)
Balance at 31 December 2020	290,951,115	270,660,368	31,429,867	21,321,483	614,362,833
Additions	26,034,788	3,287,124	774,375	-	30,096,287
Disposal	-	(3,366,403)	-	-	(3,366,403)
Effect of movement in exchange rates	-	(676,544)	-	-	(676,544)
Balance at 30 September 2021	316,985,903	269,904,545	32,204,242	21,321,483	640,416,173

Accumulated amortization and impairment:

Balance at 1 January 2020	175,783,041	35,477,047	8,561,890	11,055,115	230,877,093
Amortization	-	25,255,255	289,210	481,939	26,026,404
Disposal	(11,866,372)	-	-	-	(11,866,372)
Impairments	127,034,446	152,030,623	23,579,457	10,475,429	313,119,955
Effect of movement in exchange rates	-	727,534	(1,000,690)	(691,000)	(964,156)
Balance at 31 December 2020	290,951,115	213,490,459	31,429,867	21,321,483	557,192,924
Amortization	-	13,760,312	-	-	13,760,312
Effect of movement in exchange rates	-	(505,651)	-	-	(505,651)
Balance at 30 September 2021	290,951,115	226,745,120	31,429,867	21,321,483	570,447,585

Carrying amounts

At 30 September 2021	26,034,788	43,159,425	774,375	-	69,968,588
At 31 December 2020	-	57,169,909	-	-	57,169,909

On 17 May 2021, Portman Group Holdings Limited (100% owned subsidiary of the Company) acquired 100% shareholding of Inspiresport Group Limited, incorporated in England and Wales, United Kingdom for a total consideration of SR 25,563,355. As a result of initial fair valuation of identified assets and liabilities, disclosed below, a goodwill of SR 26,034,788 recorded in these interim financial statements.

	Initial Fair Value Recognized on Acquisition
<u>Assets</u>	
Property and equipment	570,488
Trade receivables and payables	6,139,235
Prepayments and advances	10,594
Cash and cash equivalents	9,729,548
	16,449,865
<u>Liabilities</u>	
Trade payables and other payables	(16,921,298)
	(16,921,298)
Initial fair value of the identifiable net assets	(471,433)
Goodwill recognized	26,034,788
Purchase consideration transferred	25,563,355
<u>Total acquisition cost:</u>	
Cash consideration	25,563,355
<u>Cash outflow on acquisition</u>	
Net cash acquired with the subsidiaries	9,729,548
Cash paid	(25,563,355)
Net cash outflow	(15,833,807)

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8. INVESTMENT PROPERTIES

	Land	Buildings	Furniture & fixture	Electrical equipment	Hotel Tools	Total
Cost:						
Balance at 1 January 2020	502,760,726	617,151,975	12,191,809	1,051,426	5,106,664	1,138,262,600
Additions	-	-	-	-	-	-
As at 31 December 2020	502,760,726	617,151,975	12,191,809	1,051,426	5,106,664	1,138,262,600
Additions	-	-	-	-	-	-
Disposal *	(20,000,000)	(36,666,667)	-	-	-	(56,666,667)
As at 30 September 2021	482,760,726	580,485,308	12,191,809	1,051,426	5,106,664	1,081,595,933
Accumulated depreciation and impairment:						
Balance at 1 January 2020	6,955,216	89,821,030	9,590,231	640,875	3,320,768	110,328,120
Charge for the year	-	11,909,655	1,041,246	168,477	714,745	13,834,123
Impairment	105,445,715	105,330,645	477,428	36,346	181,223	211,471,357
As at 31 December 2020	112,400,931	207,061,330	11,108,905	845,698	4,216,736	335,633,600
Charge for the period	-	7,156,541	892,330	84,161	352,322	8,485,354
Elimination on disposal *	(6,960,262)	(27,631,807)	-	-	-	(34,592,069)
As at 30 September 2021	105,440,669	186,586,064	12,001,235	929,859	4,569,058	309,526,885
Carrying amount:						
As at 30 September 2021	377,320,057	393,899,244	190,574	121,567	537,606	772,069,048
As at 31 December 2020	390,359,795	410,090,645	1,082,904	205,728	889,928	802,629,000

* During the period ended 30 September 2021, the Company signed an agreement to dispose Taif Hotel for a total consideration of SR 21.3 million. Consequently, a net loss of SR 0.7 million is recognized in these interim financial statements.

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9. INVESTMENTS IN EQUITY-ACCOUNTED ASSOCIATES

	Percentage holding			
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
Taqniatech Company for Communication Technology JV (TAQJV)	70%	70%	-	-
Al Tayyar Travel and Tourism - Abu Dhabi (TTAD)	49%	49%	-	-
Voyage Amro Travel (VAT)	49%	49%	-	-
2Share Emerging Technology (TSET)	35%	35%	-	-
Net Tours & Travels LLC (NT)	44.3%	44.3%	-	-
Saudi Heritage Hospitality Company (SHHC)	20%	20%	-	-
Equinox Group Limited (EGL)	40%	40%	-	-
CHME Limited (CHM)	40%	40%	-	-
Riyadh Front for Exhibitions and Conventions	40%	40%	55,088,852	53,542,928
My Family Meal Company*	25%	-	17,694,332	-
			72,783,184	53,542,928

Movement in investment in equity accounted investee

	30 September 2021	31 December 2020
Balance brought forward	53,542,928	22,822,973
Additions	18,433,735	41,389,590
Share of profit from associates	806,521	11,408,223
Impairment	-	(22,077,858)
Balance carried forward	72,783,184	53,542,928

*On 13 June 2021, the Group acquired 25% shares of My Family Meal for a total consideration of SR 18.4 million. My Family Meal is still in the process of updating shareholders details in its CR and Articles of Association.

All other equity accounted investments have already been fully impaired in the last year, except for Riyadh Front for exhibitions and conventions and My Family Meal Company.

10. TRADE AND OTHER RECEIVABLES

	30 September 2021	31 December 2020
Trade receivables	1,205,469,820	1,141,199,891
Impairment loss on trade receivables	(107,925,771)	(84,250,047)
	1,097,544,049	1,056,949,844
Other receivables:		
Accrued incentives	19,124,860	101,036,021
Employee receivables	11,567,175	15,704,382
Taxes	47,825,351	46,046,146
Consumables	3,741,738	2,678,151
Accrued finance income	5,873,851	3,230,918
Receivable from the disposal of subsidiaries	34,076,197	36,741,771
Others	26,279,061	23,866,495
	1,246,032,282	1,286,253,728

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10. TRADE AND OTHER RECEIVABLES (CONTINUED)

The summary for the movement of impairment loss on trade receivables is as follows:

	30 September 2021	31 December 2020
Opening balance	84,250,047	217,536,660
Expected credit loss for the period / year	23,956,715	25,049,050
Write off	(280,991)	(158,335,663)
Closing balance	<u>107,925,771</u>	<u>84,250,047</u>

11. CASH AND CASH EQUIVALENTS

	30 September 2021	31 December 2020
Cash in hand	3,152,337	1,968,345
Bank balances – current account	289,184,687	245,454,046
Cash held with fund manager	2,734,866	1,530,459
Cash and bank balance in the statement of financial position	<u>295,071,890</u>	<u>248,952,850</u>
Bank overdrafts used for cash management purposes	(2,934,704)	(1,108,487)
Cash and cash equivalents in the statement of cash flows	<u>292,137,186</u>	<u>247,844,363</u>

12. CAPITAL

Share capital

	30 September 2021	31 December 2020
At the beginning of the year	300,000,000	300,000,000
Issued and fully paid	300,000,000	300,000,000
Par value @ SR 10 each	<u>3,000,000,000</u>	<u>3,000,000,000</u>

13. LOANS AND BORROWINGS

	30 September	31 December 2020
Non-current liabilities		
Secured bank loans	275,000,000	314,285,716
Unsecured bank loans	-	52,253,614
	<u>275,000,000</u>	<u>366,539,330</u>
Current liabilities		
Current portion of secured bank loans	428,571,429	78,571,429
Unsecured bank loans	750,815,318	460,190,123
	<u>1,179,386,747</u>	<u>538,761,552</u>

The secured bank loans are secured against land and buildings with a carrying amount of SR 2.12 billion (31 December 2020: SR 1.91 billion).

The outstanding secured and unsecured loans as of 30 September 2021 and 31 December 2020 have markup cost which is generally based on prevailing market rates.

The volume of murabaha financing obtained by the Company is approximately SR 2,067 million (31 December 2020: SR 1,666 million) of which 359 million represents the unused portion as at 30 September 2021 (31 December 2020: SR 210 million).

The covenants of some of credit facilities require the Group to maintain certain level of financial indicators and some other requirements.

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14. RELATED PARTY TRANSACTIONS AND BALANCES

The significant related party transactions and balances are broken down as follows:

14.1 Related parties' transactions

Senior management remuneration

The aggregate amount charged in the financial statements for remuneration, including all benefits to Chief Executive Officer, Directors and Executives of the Company is as follows:

	Directors	Executives	Total	Directors	Executives	Total
Managerial remuneration	-	5,026,885	5,026,885	-	3,051,756	3,051,756
Housing & Travel allowance	-	2,079,799	2,079,799	-	1,107,460	1,107,460
Business Trips	-	188,129	188,129	-	192,818	192,818
Bonus	3,000,000	2,941,781	5,941,781	-	20,518,920	20,518,920
End of Service Benefits	-	524,444	524,444	-	462,296	462,296
Total	3,000,000	10,761,038	13,761,038	-	25,333,250	25,333,250

Directors of the Company control 0.29% (31 December 2020: 0.32%) of the voting shares of the Company.

A number of key management personnel or related parties occupy positions in other companies (related parties) that allow them to exercise substantial control or influence over those companies. A number of these companies have engaged in transactions with the Group during the period. The terms and conditions of these transactions were no more favorable than those available, or which might reasonably be expected to be available, in similar transactions with non-key management personnel related companies on an arm's length basis.

Related party transactions mainly represent purchases, sales and services rendered which are at arm's length and undertaken at mutually agreed terms and approved by the Board.

Related party	Relationship	30-Sep-2021				
		Sales	Purchases	Receipts	Payments	Other costs / (revenues)
Riyad Front for Exhibitions and Conventions	Associate	-	-	-	703,650	1,065,448
Saudi Entertainment Ventures	Common directorship	-	-	-	-	456,635
Saudi Basic Industries Corporation	Common directorship	2,600,664	-	2,097,347	-	(496,800)
CHME Limited	Associate	-	-	-	-	-
Majid Al Nafai*	CEO	-	-	-	-	(12,750,968)
Riyadh Cables Group	Common directorship	-	-	-	-	-
Gulf International Trading and Real Estate Company	Common directorship	85,090	-	42,478	-	-
National Agriculture Development Co.	Common directorship	310,427	-	520,131	-	-
2share United Communications	Ownership interest by majority shareholder of SEERA.	-	-	-	-	-
Nile Air	Ownership interest by majority shareholder of SEERA	-	1,792,880	-	785,220	1,054,829
Riyadh Airport Company	Common directorship	-	-	-	-	-
Saudi Batal Design Company	Ownership interest by majority shareholder of SEERA	-	-	68,227	-	(2,675)
Mohaideb Ali Al Mohaideb	Minority shareholder of ASTT	-	-	-	-	15,681

*On 1 April 2021, the Company acquired 49% additional shares of Mawasim Tourism and Umrah Services. Consequently, the Company became 100% owner of Mawasim Tourism and Umrah Services.

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14.1 Related parties' transactions (continued)

Related party	Relationship	30-Sep-2020				Other costs / (revenues)
		Sales	Purchases	Receipts	Payments	
Riyad Front for Exhibitions and Conventions	Associate	-	-	-	-	(4,302,645)
Saudi Entertainment Ventures	Common directorship	1,038,640	-	3,935,234	-	-
CHME Limited	Associate	-	-	-	-	-
Majid Al Nafai	CEO	-	-	-	-	324,966
Riyadh Cables Group	Common directorship	-	-	1,432	-	-
Gulf International Trading and Real Estate Company	Common directorship	2,794	-	37,828	-	-
National Agriculture Development Co.	Common directorship	1,360,995	-	2,565,584	-	-
2share United Communications	Ownership interest by majority shareholder of SEERA.	-	-	-	-	-
Nile Air	Ownership interest by majority shareholder of SEERA	-	9,835,477	-	8,227	1,857,400
Riyadh Airport Company	Common directorship	-	-	280,754	-	-
Saudi Batal Design Company	Ownership interest by majority shareholder of SEERA	94,949	-	80,000	-	-
Mohaideb Ali Al Mohaideb	Minority shareholder of ASTT	-	-	-	-	97,042

14.2 Related party balances

Related party balances at period / year end are as below:

	30 September 2021	31 December 2020
Due from related parties		
Riyad Front for Exhibitions and Conventions	8,558,781	6,789,683
Forbes Middle East	375,501	375,501
Saudi Batal Design Company	-	70,902
Nile Air	1,153,910	1,106,742
Riyadh Cables Group	26,544	26,544
National Agriculture Development Co.	55,130	264,834
Saudi Entertainment Ventures	2,258,705	1,802,070
Saudi Basic Industries	6,665	148
Gulf International Trading and Real Estate Company	45,654	3,041
CHME Limited (CHME)	6,751	6,751
Abdullah Al Ajlani	2,173,014	2,173,013
Majid Al Nafai	1,737,417	14,488,386
	16,398,072	27,107,615
Due to related parties		
Voyage Amro Travel	1,263,075	1,263,075
Mohaideb Ali Al Mohaideb	-	15,680
	1,263,075	1,278,755

15. PROVISIONS

	30 September 2021	31 December 2020
Legal case	-	25,000,000

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15. PROVISIONS (CONTINUED)

Legal case

Blue Sky Travel ("BST") was the Company's supplier and its associate, which was 49% owned by the Company. In 2013, a lawsuit was brought against the Company by one of BST's shareholders. Following a trial in the United States, there was a judgment of USD 11.9 million (SR 44.8million) against the Company. A court ruling was received in December 2015 that USD 1.9 million (SR 7.5 million) was confirmed as payable to BST, BST appealed against the ruling and consequently, the court issued the final ruling with an increase in payable amount to BST to SR 14.1 million. The Company paid SR 14.1 million in full in 2017. However, the Company decided to record a provision of SR 25 million in 2013, with a view that there is a right of appeal against the legal claim; this was based on the management's best estimate.

In the light of the above and based on the Company's legal department's judgement on such cases, the Company believes that none of the parties have a further right to appeal against the legal claim, and that it is assumed as settled. Consequently, the provision of SR 25 million is reversed during the period ended 31 March 2021.

16. COMMITMENTS AND CONTINGENCIES

Capital commitments

As at 30 September 2021, the Group has capital commitments of SR 53.9 million (31 December 2020: SR 60.3 million) with respect to property developments, software development and renovation of new office premises.

Contingencies

On 30 September 2021, the Group has total contingencies of SR 479 million which consists of letters of guarantees amounting to SR 456 million (31 December 2020: SR 482 million) and the legal case amounting to SR 23 million (31 December 2020: SR Nil) for which details are as follow:

- Letter of guarantees**

The letter of guarantees issued by the Company's banks is in favor of certain suppliers and included in letter of guarantees is an amount of SR 39 million (31 December 2020: SR 43 million) related to guarantee on margins' deposits.

- Legal case**

During September 2021, the Company terminated the contract with Saudi Pro League (the "Claimant") for sponsorship and strategic partnership (the "Contract") amounting to SR 23.1 million. The Claimant filed the legal case before the General Court of Riyadh against the Company for the non-payment of the contractual amount. It is premature to assess the probability of the outcome of the legal case; therefore, the amount cannot be measured reliably. Accordingly, no provision is recorded in these interim financial statements.

17. REVENUE

Commission	Three months		Nine months	
	30 September 2021	30 September 2020	30 September 2021	30 September 2020
Airline ticketing & incentives	110,318,233	13,214,583	230,481,400	122,648,669
Hotel booking	89,510,378	9,395,086	135,438,950	58,216,585
Shipments	6,429,830	3,613,616	21,625,377	8,545,464
Train ticketing	680,212	354,158	1,224,085	4,467,667
	206,938,653	26,577,443	388,769,812	193,878,385
Other revenue				
Package holidays	13,049,522	9,342,698	42,787,957	99,682,443
Car rentals	135,624,712	100,045,360	366,106,791	301,651,312
Property and room rentals	6,096,427	1,348,897	26,215,004	49,361,310
Chartered flights	4,242,953	2,945,424	6,157,175	25,549,831
Others	3,164,510	1,713,646	10,959,993	6,752,867
	162,178,124	115,396,025	452,226,920	482,997,763
	369,116,777	141,973,468	840,996,732	676,876,148

Disaggregation of revenue

In the following table, revenue is disaggregated by primary geographical market. The table also shows a comparison of revenue broken down with the Group's five strategic divisions, which constitute its reportable segments.

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Disaggregation of revenue (continued)

30 September 2021 (Three months)							
Reportable segments							
Primary geographical markets	<u>Ticketing</u>	<u>Tourism</u>	<u>Transportation</u>	<u>Hospitality</u>	<u>Property</u>	<u>All other segments</u>	<u>Total</u>
Kingdom of Saudi Arabia	54,445,432	51,957,453	146,297,495	4,660,198	1,436,229	928,492	259,725,299
United Kingdom	897,309	36,367,690	-	-	-	-	37,264,999
Egypt	5,133	151,990	-	-	-	-	157,123
United Arab Emirates	42,817,216	5,003,552	-	-	-	-	47,820,768
Spain	-	-	-	-	-	2,236,018	2,236,018
Kuwait	12,833,355	9,079,215	-	-	-	-	21,912,570
	<u>110,998,445</u>	<u>102,559,900</u>	<u>146,297,495</u>	<u>4,660,198</u>	<u>1,436,229</u>	<u>3,164,510</u>	<u>369,116,777</u>
Timing of revenue recognition							
Services transferred at a point in time	110,998,445	89,510,378	16,393,130	4,660,198	1,436,229	-	222,998,380
Services transferred over time	-	13,049,522	129,904,365	-	-	3,164,510	146,118,397
	<u>110,998,445</u>	<u>102,559,900</u>	<u>146,297,495</u>	<u>4,660,198</u>	<u>1,436,229</u>	<u>3,164,510</u>	<u>369,116,777</u>

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Disaggregation of revenue (continued)

	30 September 2020 (Three months)						
	Reportable segments						
Primary geographical markets	Ticketing	Tourism	Transportation	Hospitality	Property	All other segments	Total
Kingdom of Saudi Arabia	5,769,725	3,642,012	106,604,400	1,348,897	-	-	117,365,034
United Kingdom	2,553,732	14,423,767	-	-	-	-	16,977,499
Egypt	47,973	237,802	-	-	-	-	285,775
United Arab Emirates	2,561,311	177,263	-	-	-	-	2,738,574
Spain	-	187	-	-	-	1,713,646	1,713,833
Lebanon	2,069,933	205,260	-	-	-	-	2,275,193
Kuwait	566,067	51,493	-	-	-	-	617,560
	13,568,741	18,737,784	106,604,400	1,348,897	-	1,713,646	141,973,468
Timing of revenue recognition							
Services transferred at a point in time	13,568,741	9,395,086	3,613,616	1,348,897	-	-	27,926,340
Services transferred over time	-	9,342,698	102,990,784	-	-	1,713,646	114,047,128
	13,568,741	18,737,784	106,604,400	1,348,897	-	1,713,646	141,973,468

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Disaggregation of revenue (continued)

30 September 2021 (Nine months)							
Reportable segments							
Primary geographical markets	<u>Ticketing</u>	<u>Tourism</u>	<u>Transportation</u>	<u>Hospitality</u>	<u>Property</u>	<u>All other segments</u>	<u>Total</u>
Kingdom of Saudi Arabia	157,775,693	103,000,332	393,889,343	22,061,173	4,153,831	2,448,576	683,328,948
United Kingdom	8,442,836	60,064,579	-	-	-	-	68,507,415
Egypt	34,712	656,361	-	-	-	-	691,073
United Arab Emirates	51,123,684	5,152,463	-	-	-	232,464	56,508,611
Spain	-	-	-	-	-	8,278,953	8,278,953
Kuwait	14,328,560	9,353,172	-	-	-	-	23,681,732
	<u>231,705,485</u>	<u>178,226,907</u>	<u>393,889,343</u>	<u>22,061,173</u>	<u>4,153,831</u>	<u>10,959,993</u>	<u>840,996,732</u>
Timing of revenue recognition							
Services transferred at a point in time	231,705,485	135,438,950	40,452,402	22,061,173	4,153,831	-	433,811,841
Services transferred over time	-	42,787,957	353,436,941	-	-	10,959,993	407,184,891
	<u>231,705,485</u>	<u>178,226,907</u>	<u>393,889,343</u>	<u>22,061,173</u>	<u>4,153,831</u>	<u>10,959,993</u>	<u>840,996,732</u>

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Disaggregation of revenue (continued)

30 September 2020 (Nine months)							
Reportable segments							
Primary geographical markets	<u>Ticketing</u>	<u>Tourism</u>	<u>Transportation</u>	<u>Hospitality</u>	<u>Property</u>	<u>All other segments</u>	<u>Total</u>
Kingdom of Saudi Arabia	92,903,589	49,165,015	335,741,930	46,190,856	3,170,454	1,538,089	528,709,933
United Kingdom	24,439,973	104,492,390	-	-	-	-	128,932,363
Egypt	210,303	1,435,188	4,677	-	-	-	1,650,168
United Arab Emirates	6,926,471	2,541,390	-	-	-	-	9,467,861
Spain	-	8,292	-	-	-	5,214,778	5,223,070
Lebanon	2,069,933	205,260	-	-	-	-	2,275,193
Kuwait	566,067	51,493	-	-	-	-	617,560
	127,116,336	157,899,028	335,746,607	46,190,856	3,170,454	6,752,867	676,876,148
Timing of revenue recognition							
Services transferred at a point in time	127,116,336	58,216,585	8,545,464	46,190,856	3,170,454	-	243,239,695
Services transferred over time	-	99,682,443	327,201,143	-	-	6,752,867	433,636,453
	127,116,336	157,899,028	335,746,607	46,190,856	3,170,454	6,752,867	676,876,148

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18. EARNINGS PER SHARE (EPS)

Basic and diluted EPS

The calculation of basic and diluted EPS has been based on the following profit attributable to ordinary shareholders and the weighted-average number of ordinary shares outstanding.

Profit attributable to ordinary shareholders (basic)

	30 September 2021	30 September 2020
(Loss) / profit attributable to ordinary shareholders	(299,984,768)	766,301,135

Weighted-average number of ordinary shares (basic)

	30 September 2021	30 September 2020
Weighted-average number of ordinary shares at the end of the period	300,000,000	300,000,000

Earnings per share attributable to owners of the parent

	30 September 2021	30 September 2020
Basic and diluted	(1.00)	2.55

19. FAIR VALUE AND FAIR VALUE HIERARCHY

The Group measures financial instruments, such as equity accounted investees at fair value at each statement of financial position date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits from the asset's highest and best use or by selling it to another market participant that would utilize the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy. This is described, as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the interim financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Group determines the policies and procedures for both recurring fair value measurement, and for non-recurring measurement. External valuers are involved for valuation of significant assets. The involvement of external valuers is decided by the Group after discussion with the Group's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Company decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

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19. FAIR VALUE AND FAIR VALUE HIERARCHY (continued)

At each reporting date, the Group analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the Group verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. The Group also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

The Company has not disclosed the fair value for financial instruments such as short-term trade and other receivables, trade and other payables and, short term investments and cash and bank balances, because their carrying amounts are a reasonable approximation of fair values largely because of short term maturity of these instruments. Company has disclosed the fair values of long-term Murabaha finance measured. The fair value of Murabaha finance facility is approximately the same as the carrying value.

Categories of financial assets and liabilities

The table on the next page shows carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value. See the following pages for the categories of financial assets and liabilities:

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Categories of financial assets and liabilities (continued)

	Carrying amount		Total Carrying amount	Fair value		
	Financial instruments – FVTPL	Financial instruments at amortized cost		Level 1	Level 2	Level 3
30 September 2021						
Financial assets measured at fair value						
Investments	242,547,170	481,241,802	723,788,972	242,547,170	481,241,802	-
Current:						
Cash and cash equivalents	-	295,071,890	295,071,890	-	-	-
Trade and other receivables	-	1,097,544,049	1,097,544,049	-	-	-
Due from related parties	-	16,398,072	16,398,072	-	-	-
	-	1,409,014,011	1,409,014,011	-	-	-
Total financial assets	242,547,170	1,890,255,813	2,132,802,983	242,547,170	481,241,802	-
Financial liabilities						
Non-current:						
Loans and borrowings	-	275,000,000	275,000,000	-	-	-
Current:						
Bank overdraft	-	2,934,704	2,934,704	-	-	-
Loans and borrowings	-	1,179,386,747	1,179,386,747	-	-	-
Trade and other payables	-	666,334,802	666,334,802	-	-	-
Due to related parties	-	1,263,075	1,263,075	-	-	-
	-	1,849,919,328	1,849,919,328	-	-	-
Total financial liabilities	-	2,124,919,328	2,124,919,328	-	-	-

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Categories of financial assets and liabilities (continued)

	Carrying amount		Total Carrying amount	Fair value		
	Financial instruments – FVTPL	Financial instruments at amortized cost		Level 1	Level 2	Level 3
31 December 2020						
Financial assets measured at fair value						
Investments	68,550,888	511,427,500	579,978,388	68,550,888	511,427,500	-
Current:						
Receivable from disposal of investments in equity-accounted associates	241,651,870	-	241,651,870	-	-	241,651,870
Cash and cash equivalents	-	248,952,850	248,952,850	-	-	-
Trade and other receivables	-	1,056,949,844	1,056,949,844	-	-	-
Due from related parties	-	27,107,615	27,107,615	-	-	-
	241,651,870	1,333,010,309	1,574,662,179	-	-	-
Total financial assets	310,202,758	1,844,437,809	2,154,640,567	68,550,888	511,427,500	241,651,870
Financial liabilities						
Non-current:						
Loans and borrowings	-	366,539,330	366,539,330	-	-	-
Current:						
Bank overdraft	-	1,108,487	1,108,487	-	-	-
Loans and borrowings	-	538,761,552	538,761,552	-	-	-
Trade and other payables	-	378,692,222	378,692,222	-	-	-
Due to related parties	-	1,278,755	1,278,755	-	-	-
	-	919,841,016	919,841,016	-	-	-
Total financial liabilities	-	1,286,380,346	1,286,380,346	-	-	-

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20. OPERATING SEGMENTS

Basis for segmentation

The Group has the following five strategic divisions, which are its reportable segments. These divisions offer different services and are managed separately because they have different economic characteristics – such as trends in sales growth, rates of return and level of capital investment – and have different marketing strategies.

The following summary describes the operations of each reportable segment:

Reportable segments Operations

Ticketing	Providing air, ferry and train ticketing services across the Group.
Tourism	Providing tourism, package holidays and rooms for rent across the Group.
Transportation	Providing car rental, chartered flights and delivery of shipments across the Group.
Hospitality	Providing hotel rooms and catering services mainly in the Kingdom of Saudi Arabia.
Property rentals	Providing investment properties on operating lease mainly in the Kingdom of Saudi Arabia.

Other operations include sundry services such as event management, IT support, advertising, drivers professional fee, insurance brokerage, triptyque and international driving license. None of these segments met the quantitative thresholds for reportable segments in 2021 or 2020.

The Group's Executive Committee reviews the internal management reports of each segment at least quarterly.

Inter-segment pricing is determined on an arm's length basis.

Information about reportable segments

Information related to each reportable segment is set out below. Segment profit before tax is used to measure performance because management believes that such information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

30 September 2021							
Reportable segments							
	<u>Ticketing</u>	<u>Tourism</u>	<u>Transportation</u>	<u>Hospitality</u>	<u>Property rentals</u>	<u>All other segments</u>	<u>Total</u>
External revenues	-	42,787,957	372,263,966	22,061,173	4,153,831	10,959,993	452,226,920
Inter-segment revenue	-	-	9,702,296	-	-	14,289,860	23,992,156
External commissions	231,705,485	135,438,950	21,625,377	-	-	-	388,769,812
Segment revenue	231,705,485	178,226,907	403,591,639	22,061,173	4,153,831	25,249,853	864,988,888
Segment loss before zakat and tax	(187,071,599)	(99,732,788)	58,518,547	(41,252,812)	(4,719,758)	(7,704,360)	(281,962,770)
Segment assets	2,878,508,759	1,534,608,707	1,695,906,346	2,797,305,097	1,124,030,023	118,548,556	10,148,907,488
Segment liabilities	1,042,665,019	555,872,138	947,324,094	29,857,888	5,733,868	42,941,135	2,624,394,142
30 September 2020							
Reportable segments							
	<u>Ticketing</u>	<u>Tourism</u>	<u>Transportation</u>	<u>Hospitality</u>	<u>Property rentals</u>	<u>All other segments</u>	<u>Total</u>
External revenues	-	99,682,443	327,201,143	46,190,856	3,170,454	6,752,867	482,997,763
Inter-segment revenue	-	-	15,929,868	-	-	9,228,494	25,158,362
External commissions	127,116,336	58,216,585	8,545,464	-	-	-	193,878,385
Segment revenue	127,116,336	157,899,028	351,676,475	46,190,856	3,170,454	15,981,361	702,034,510
Segment (loss) / profit before zakat and tax	(462,259,900)	(316,908,961)	17,549,857	(22,811,418)	(7,143,612)	1,567,710,949	776,136,915
Segment assets	2,622,792,822	1,798,093,557	1,233,784,369	3,130,837,064	1,352,219,114	27,701,576	10,165,428,502
Segment liabilities	695,151,106	476,570,896	617,890,205	25,268,756	6,456,699	7,342,090	1,828,679,752

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Reconciliations of information on reportable segments

	30 September 2021	30 September 2020
Revenues		
Total revenue for reportable segments	839,739,035	686,053,149
Revenue for other segments	25,249,853	15,981,361
Elimination of inter-segment revenue	(23,992,156)	(25,158,362)
Consolidated revenue	840,996,732	676,876,148
	30 September 2021	30 September 2020
(Loss) / profit before zakat and tax		
Total loss before zakat and tax for reportable segments	(274,258,410)	(791,574,034)
(Loss) / profit before zakat and tax for other segments	(7,704,360)	1,567,710,949
Consolidated (loss) / profit before zakat and tax	(281,962,770)	776,136,915
	30 September 2021	31 December 2020
Assets		
Total assets for reportable segments	10,030,358,932	9,272,555,835
Assets for other segments	118,548,556	240,788,338
Inter-segment eliminations	(1,934,323,180)	(1,708,311,411)
Consolidated assets	8,214,584,308	7,805,032,762
	30 September 2021	31 December 2020
Liabilities		
Total liabilities for reportable segments	2,581,453,007	1,859,906,785
Liabilities for other segments	42,941,135	67,883,988
Consolidated liabilities	2,624,394,142	1,927,790,773

21. SUBSEQUENT EVENTS

In the opinion of management, there have been no subsequent events since the period ended 30 September 2021, which would have a material impact on the financial position of the Group as reflected in these interim financial statements.

22. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The financial statements have been approved by the board of directors on 10 November 2021 corresponding to 05 Rabi II 1443.