

**Sharjah Group Company P.J.S.C.
and its Subsidiary**

Condensed Consolidated Interim
Financial Information

For the period ended September 30, 2021

**Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information
For the period ended September 30, 2021**

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Report on review of the condensed consolidated interim financial information To the Shareholders of Sharjah Group Company P.J.S.C.

Introduction

We have reviewed the accompanying condensed consolidated interim financial statements of Sharjah Group Company P.J.S.C. (the “Company”) and its Subsidiary (collectively referred to as the “Group”) as at September 30, 2021, comprising of the condensed consolidated statement of financial position as at September 30, 2021 and the related condensed consolidated statement of profit or loss and other comprehensive income for the three months and nine months periods then ended and the related condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the nine months period then ended, and related explanatory notes.

Management is responsible for the preparation and fair presentation of this condensed consolidated interim financial information in accordance with International Accounting Standard 34, “*Interim Financial Reporting*” (“IAS 34”). Our responsibility is to express a conclusion on this condensed consolidated interim financial information 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*”. A review of condensed consolidated interim financial information 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 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 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34.



GRANT THORNTON

Osama El Bakry
Registration No. 935
Dubai, United Arab Emirates



November 11, 2021

**Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information**

**Condensed consolidated statement of financial position
As at September 30, 2021**

	Notes	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
ASSETS			
Non-current assets			
Property and equipment		151,906	111,348
Investment properties	3	183,051,350	183,051,350
Right-of-use assets	4	471,110	559,284
Investments at fair value through other comprehensive income	5	8,382,770	6,319,888
		<u>192,057,136</u>	<u>190,041,870</u>
Current assets			
Trade and other receivables		2,428,114	1,633,924
Investments at fair value through profit or loss	6	379,630	354,645
Cash and bank balances		5,047,434	6,132,119
		<u>7,855,178</u>	<u>8,120,688</u>
TOTAL ASSETS		199,912,314	198,162,558
EQUITY AND LIABILITIES			
Equity			
Share capital		78,901,086	78,901,086
Statutory reserve		31,787,073	31,787,073
Voluntary reserve		12,106,131	12,106,131
Fair value reserve		(9,739,888)	(11,713,078)
Foreign currency translation reserve		(433,636)	(529,209)
Retained earnings		20,890,771	18,754,944
Total equity		133,511,537	129,306,947
Non-current liabilities			
Employees' end of service benefits		895,721	1,222,841
Lease liabilities	4	374,962	463,936
Borrowings	8	32,595,988	-
		<u>33,866,671</u>	<u>1,686,777</u>
Current liabilities			
Trade and other payables	7	4,145,175	38,077,286
Borrowings	8	1,810,889	-
Lease liabilities	4	124,586	118,914
Dividends payable		26,453,456	28,972,634
		<u>32,534,106</u>	<u>67,168,834</u>
Total liabilities		66,400,777	68,855,611
TOTAL EQUITY AND LIABILITIES		199,912,314	198,162,558

This condensed consolidated interim financial information was approved and authorised for issue by the Board of Directors on November 11, 2021 and were signed on their behalf by:


Mr. Ziyad Mahmoud Khairullah Al Haji
Chairman


Mr. Ali Mohd Zaid Ali Musmar
Chief Executive Officer

The accompanying notes from 1 to 14 form an integral part of this condensed consolidated interim financial information.

**Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information**

**Condensed consolidated statement of profit or loss
and other comprehensive income
For the period ended September 30, 2021**

	Notes	Three months period ended September 30, 2021 (Unaudited) AED	Three months period ended September 30, 2020 (Unaudited) AED	Nine months period ended September 30, 2021 (Unaudited) AED	Nine months period ended September 30, 2020 (Unaudited) AED
Rental income		2,390,281	2,835,147	7,274,017	7,876,227
Unrealised (loss)/gain on investments at fair value through profit or loss	6	-	4,801	24,006	(60,014)
Administrative and general expenses	9	(1,356,504)	(1,189,374)	(3,774,197)	(3,534,683)
Repairs and maintenance expenses		(361,584)	(444,245)	(797,973)	(1,141,958)
Finance income/(costs)		139,880	(8,214)	(678,736)	(24,643)
Other income		34,761	96,003	88,710	133,980
PROFIT FOR THE PERIOD		846,834	1,294,118	2,135,827	3,248,909
Other comprehensive income					
<i>Items that will never be reclassified to profit or loss in subsequent periods</i>					
Change in fair value of investments at fair value through other comprehensive income	5	581,576	1,402,681	1,973,190	1,402,681
<i>Items that are or may be reclassified to profit or loss in subsequent periods</i>					
Foreign currency translation reserve		(12,154)	29,523	95,573	(109,894)
Total other comprehensive income		569,422	1,432,204	2,068,763	1,292,787
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		1,416,256	2,726,322	4,204,590	4,541,696
Basic and diluted earnings per share	13	0.011	0.016	0.027	0.041

The accompanying notes from 1 to 14 form an integral part of this condensed consolidated interim financial information.

Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information

Condensed consolidated statement of cash flows
For the period ended September 30, 2021

	Notes	Nine months period ended September 30, 2021 (Unaudited) AED	Nine months period ended September 30, 2020 (Unaudited) AED
OPERATING ACTIVITIES			
Profit for the period		2,135,827	3,248,909
<i>Adjustments for non-cash items:</i>			
Finance costs		678,736	24,643
Provision for expected credit loss of trade receivables	9	183,148	255,761
Provision for employees' end of service benefits	12	107,990	114,736
Depreciation on right-of-use assets	4	93,215	92,593
Depreciation on property and equipment		44,741	50,659
Unrealised (gain)/ loss on investments classified at fair value through profit or loss	6	(24,006)	60,014
Reversal of allowance for expected credit loss of trade receivables		(40,718)	(29,222)
		<u>3,178,933</u>	<u>3,818,093</u>
<i>Changes in working capital</i>			
Trade and other receivables		(936,620)	(1,487,054)
Trade and other payables		(34,568,915)	(485,569)
Cash flow (used in) /from operations		<u>(32,326,602)</u>	<u>1,845,470</u>
Finance costs paid		(615,522)	-
Employees' end of service benefits paid	12	(414,690)	(10,697)
Net cash flow (used in) /generated from operating activities		<u>(33,356,814)</u>	<u>1,834,773</u>
INVESTING ACTIVITIES			
Addition of investment properties	3	-	(50,977)
Purchase of property and equipment		(81,121)	(38,249)
Net cash flow used in investing activities		<u>(81,121)</u>	<u>(89,226)</u>
FINANCING ACTIVITIES			
Borrowings acquired	8	35,000,000	-
Lease payments	4	(109,350)	(108,718)
Dividends paid		(2,519,178)	-
Net cash flow from / (used in) financing activities		<u>32,371,472</u>	<u>(108,718)</u>
Net change in cash and bank balances		<u>(1,066,463)</u>	<u>1,636,829</u>
Exchange differences on translating foreign operations		(18,222)	(16,577)
Cash and bank balances, beginning of period		6,132,119	3,356,838
Cash and bank balances, end of period		<u>5,047,434</u>	<u>4,977,090</u>

The accompanying notes from 1 to 14 form an integral part of this condensed consolidated interim financial information.

Sharjah Group Company P.J.S.C. and its Subsidiary Condensed Consolidated Interim Financial Information

Notes to the condensed consolidated interim financial information For the period ended September 30, 2021

1 Legal status and principal activities

Sharjah Group Company P.J.S.C. (the "Company") is a public joint stock company, registered in the Emirate of Sharjah, United Arab Emirates under Emiri Decree number 133/76 dated November 16, 1976. The registered office of the Company is P. O. Box 5440, Sharjah, United Arab Emirates. The shares of the Company are traded on the Abu Dhabi Securities Market.

The Company holds the following investment as at September 30, 2021 which has been consolidated in this condensed interim financial information:

Name of subsidiary	Ownership interest		Country of operation and incorporation	Principal activity
	2021	2020		
Tarfan General Trading and Contracting (Ebrahim Ahmed Al-Mannaai and Partners) W.L. L	100%	100%	State of Kuwait	General trading and Contracting – purchase and sale of shares and bonds for Subsidiary's sake.

The Subsidiary is a limited liability company incorporated in Kuwait. Two individuals own 2% of the subsidiary's share capital for and on behalf of the Company; therefore, no non-controlling interest has been disclosed.

The principal activities of the Company and its Subsidiary (the "Group") comprise investing in financial instruments, real estate, industrial projects and leasing of properties.

2 Summary of significant accounting policies

a) Basis of preparation

The condensed consolidated interim financial information of the Group has been prepared in accordance with International Accounting Standards 34 *Interim Financial Reporting* and does not include all of the information and disclosures required in the annual consolidated financial statements in accordance with International Financial Reporting Standard (IFRS) and should be read in conjunction with the consolidated financial statements of the Group for the year ended December 31, 2020.

The condensed consolidated interim financial information has been prepared under the historical cost convention except for investment properties, investments at fair value through profit or loss and investments at fair value through other comprehensive income which are stated at their fair value.

Accounting policies, related adjustments, estimates and assumptions adopted for the preparation of this condensed consolidated interim financial information are the same as those applied in the preparation of the audited consolidated financial statements for the year ended December 31, 2020.

Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information

Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

2 Summary of significant accounting policies (continued)

b) Functional and presentation currency

The condensed consolidated interim financial information has been prepared in Arab Emirates Dirham (AED), the functional currency of the Group.

The subsidiary determines its own financial currency and its assets and liabilities have been translated into AED at the closing rate at the reporting date. Income and expenses have been translated into the Group's presentation currency at the average rate over the reporting period. Exchange differences are charged/credited to the condensed consolidated interim statement of other comprehensive income.

c) Basis of consolidation

This condensed consolidated interim financial information incorporates the financial information of the Company and entity controlled by the Company. Control is achieved where the Company has the power over the investee, exposure, or rights, to variable returns from its involvement with the investee and the ability to use its power over the investee to affect the amount of the investor's returns.

d) Significant accounting estimates and judgments

The preparation of the condensed consolidated interim financial information in conformity with IAS 34, requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

The significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that were applied in preparation of the consolidated financial statements of the Group as at and for the year ended December 31, 2020.

e) Standards, interpretations and amendments to existing standards that are not yet and have not been adopted by the Group

Other Standards and amendments that are not yet effective and have not been adopted early by the Group include:

- Proceeds before Intended Use (Amendments to IAS 16) [Effective January 1, 2022];
- Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37) [Effective January 1, 2022];
- Annual Improvements to IFRS Standards 2018-2020 Cycle (Amendments to IFRS 1, IFRS 9, IFRS 16, IAS 41) [Effective January 1, 2022]; and
- Classification of Liabilities as Current or Non-current (Amendments to IAS 1) [Effective January 1, 2023].

These amendments are not expected to have a significant impact on the financial information in the period of initial application and therefore the disclosures have not been made.

f) Liquidity risk – unclaimed dividend

The Securities and Commodities Authority ("SCA") have issued guidelines in relation to cash dividends not received by shareholders of local public shareholding companies listed and held by the companies prior to March 1, 2015. As per the guidelines, as of December 31, 2021, all unclaimed dividends prior to March 1, 2015 should be transferred to the SCA, which shall be responsible for the disbursement of the dividends to its shareholders when claimed.

As at September 30, 2021, the unclaimed dividends amounted to AED 26,453,456 (December 31, 2020: AED 28,972,634).

Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information

Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

3 Investment properties

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
As at January 1,	183,051,350	198,192,750
Additions during the year	-	185,282
Unrealised gain on revaluation of investment properties at fair value	-	(15,326,682)
	<u>183,051,350</u>	<u>183,051,350</u>

Investment properties consist of residential towers and buildings, offices, warehouses and undeveloped parcels of land. It includes certain properties with carrying value of AED 69,500,000 as at September 30, 2021 having first degree mortgage in favor of a commercial bank (Note 8).

Fair value

Investment properties are stated at market value based on a valuation carried out by an independent external valuer as at December 31, 2020.

The fair values have been determined by taking into consideration the discounted estimated net cash flows and the current lease arrangements, which are entered into on an arm's length basis. Furthermore, fair values have also been determined, where relevant, with regard to recent market transactions for similar properties in the same locations as the Group's investment properties.

4 Leases

Right-of-use assets

The carrying amounts of the Company's right-of-use assets are as follow:

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
Cost		
As at January 1,	748,816	740,734
Translation reserve	8,099	8,082
	<u>756,915</u>	<u>748,816</u>
Accumulated depreciation		
As at January 1,	189,532	61,729
Charged during the period/year	93,215	125,631
Translation reserve	3,058	2,172
	<u>285,805</u>	<u>189,532</u>
Net carrying value as at period/year end	<u>471,110</u>	<u>559,284</u>

Sharjah Group Company P.J.S.C. and its Subsidiary
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Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

4 Leases (continued)

Lease liabilities

Lease liabilities are presented in the condensed consolidated statement of financial position are as follows:

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
Current liabilities	124,586	118,914
Non-current liabilities	374,962	463,936
	<u>499,548</u>	<u>582,850</u>

Movement in the lease liabilities during the period/year are as follows:

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
As at January 1,	582,850	685,999
Interest charged for the period/year	19,533	27,471
Payment of the principal portion during the period/year	(109,350)	(127,711)
Translation reserve	6,515	(2,909)
	<u>499,548</u>	<u>582,850</u>

5 Investments classified at fair value through other comprehensive income

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
Quoted investments	6,158,579	4,119,494
Unquoted investments	2,224,191	2,200,394
	<u>8,382,770</u>	<u>6,319,888</u>

The movement in investments classified at fair value through other comprehensive income is as follows:

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
As at January 1,	6,319,888	7,876,390
Changes in the fair value	1,973,190	(1,524,955)
Translation reserve	89,692	(31,547)
	<u>8,382,770</u>	<u>6,319,888</u>

Sharjah Group Company P.J.S.C. and its Subsidiary
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Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

6 Investments classified at fair value through profit or loss

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
Quoted investments	288,067	264,062
Unquoted investments	91,563	90,583
	<u>379,630</u>	<u>354,645</u>

The movement in investments classified at fair value through profit and loss is as follows:

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
As at January 1,	354,645	417,744
Changes in fair value	24,006	(62,647)
Translation reserve	979	(452)
	<u>379,630</u>	<u>354,645</u>

7 Trade and other payables

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
<i>Financial liabilities at amortised cost</i>		
Accrued expenses	1,091,951	577,570
Refundable deposits	770,602	882,027
Trade payables	375,289	392,551
Claims and other legal expenses payable	-	34,900,000
	<u>2,237,842</u>	<u>36,752,148</u>
<i>Non-financial liability</i>		
Rental income received in advance	1,907,333	1,325,138
	<u>4,145,175</u>	<u>38,077,286</u>

Claims and legal expenses payables were related to a legal case filed against the Group in December 1999. The Sharjah Union Supreme Court issued its final decision dated January 29, 2019 stating the final claim amount to be paid shall include the principal and interest equal to the principal amount. The final claim amount was calculated as AED 42.408 million. The outstanding liability of AED 34.9 million was paid during the period.

On March 2, 2020, the Group received a legal notice from Sharjah Court and Sharjah Land Department to attach all properties of the Group situated in the Emirate of Sharjah, United Arab Emirates. As at September 30, 2021, the total fair value of all these properties amounted to AED 183.05 million (Note 3). Consequently, the Group appealed against this notice and requested to limit the attachment to certain properties with sufficient fair value to cover the outstanding balance.

During the period the Group has fully settled the outstanding liability and accordingly all the properties attached have been released by the court.

Sharjah Group Company P.J.S.C. and its Subsidiary
Condensed Consolidated Interim Financial Information

Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

8 Borrowings

	September 30, 2021 (Unaudited) AED	December 31, 2020 (Audited) AED
Non-current liabilities	32,595,988	-
Current liabilities	1,810,889	-
	<u>34,406,877</u>	<u>-</u>

The Group has obtained loan during the period to settle legal claim and other legal expenses payables (Note 7) and has mortgaged certain investment properties as mentioned in Note 3. Loan is payable over a period of ten years carrying profit rate of 3 months EIBOR +3.5% (Minimum 5%) per annum.

9 Administrative and general expenses

	Three months period ended September 30, 2021 (Unaudited) AED	Three months period ended September 30, 2020 (Unaudited) AED	Nine months period ended September 30, 2021 (Unaudited) AED	Nine months period ended September 30, 2020 (Unaudited) AED
Staff costs	535,831	520,186	1,585,686	1,608,561
Salaries and other benefits to Chief Executive Officer	294,887	164,158	705,304	556,121
Legal and professional fees	100,488	122,159	437,414	396,963
Utilities	116,870	111,695	307,486	300,412
Allowance for expected credit loss of trade receivables	79,990	117,583	183,148	255,761
Depreciation on right-of-use assets	30,457	30,864	93,215	92,593
Depreciation on property and equipment	13,583	16,853	44,741	50,659
Other expenses	184,398	105,876	417,203	273,613
	<u>1,356,504</u>	<u>1,189,374</u>	<u>3,774,197</u>	<u>3,534,683</u>

10 Seasonality of results

The Group's income consists of rental and investment income. Rental income is not significantly affected by any seasonal impact as it depends on annual lease contracts which are recognised in the income statement on a straight-line method and in accordance with different terms of these contracts. In addition, there is limited fluctuation on the rent rates where the Group's investment properties are located. Investment income depends on market conditions, investment activities of the Group and declaration of profit by investee companies, which are of a seasonal nature. Accordingly, results of investment income for the period ended September 30, 2021 are not comparable to those relating to the comparative period and are not indicative of the results that might be expected for the year ending December 31, 2021.

Sharjah Group Company P.J.S.C. and its Subsidiary
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Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

11 Related parties

In the normal course of business, the Group carries on business with other entities which fall within the definition of a related party in accordance with IFRS.

For the purpose of the condensed consolidated interim financial information, entities are considered to be related to the Company or the Group if the Company or the Group has the ability, directly or indirectly, to exercise significant influence over the entities in making financial and operating decisions, or vice versa, or where the Company or the Group are subject to common control or significant influence.

Compensation of key management personnel

Key management personnel of the Company include the Chief Executive Officer only. Key management personnel compensation includes the following:

	Three months period ended September 30, 2021 (Unaudited) AED	Three months period ended September 30, 2020 (Unaudited) AED	Nine months period ended September 30, 2021 (Unaudited) AED	Nine months period ended September 30, 2020 (Unaudited) AED
Salaries and other short-term employee benefits	285,872	150,568	669,244	515,351
End of service benefits	9,015	13,590	36,060	40,770
	<u>294,887</u>	<u>164,158</u>	<u>705,304</u>	<u>556,121</u>

12 Capital commitments

The Group has not entered into any capital commitments as at September 30, 2021 and December 31, 2020.

13 Basic and diluted earnings per share

	Three months period ended September 30, 2021 (Unaudited) AED	Three months period ended September 30, 2020 (Unaudited) AED	Nine months period ended September 30, 2021 (Unaudited) AED	Nine months period ended September 30, 2020 (Unaudited) AED
Profit for the period	846,834	1,294,118	2,135,827	3,248,909
Weighted average number of shares	78,901,086	78,901,086	78,901,086	78,901,086
Basic and diluted earnings per share	<u>0.011</u>	<u>0.016</u>	<u>0.027</u>	<u>0.041</u>

Sharjah Group Company P.J.S.C. and its Subsidiary
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Notes to the condensed consolidated interim financial information (continued)
For the period ended September 30, 2021

14 Subsequent events

Subsequent to the period end, the Board of Directors have approved to change the Company's trade name to ARAM Group Company P.J.S.C. and to add investment activities in agricultural projects and investment in industrial projects, their establishment and management, to the Company's activities.

The Company's management and board of directors during the period are as follows:

Name	Designation
1. Mohammed Abdullah Al Wazzan	CEO
2. Ziyad Mahmoud Khairallah Al Haji	Chairman
3. Ebrahim Ahmad Almanae	Vice Chairman
4. Nasr Bakhit Al Ganim	Board Member
5. Khalid Mohammed Abel Aziz Ahmed	Board Member
6. Khalid Abdel Aziz Kashwani	Board Member
7. Mona Gasim Hussein Gasim	Board Member

New CEO and certain Board Members were appointed subsequent to the period end. The Company's management and board of directors in office at the date of this report are as follows:

Name	Designation
1. Ali Mohd Zaid Ali Musmar	CEO
2. Ziyad Mahmoud Khairallah Al Haji	Chairman
3. Ebrahim Ahmad Almanae	Vice Chairman
4. Khamis Mohamed Buharoon Al Shamsi	Board Member
5. Mohammad Jaffar AlHaj Ali Alrahma	Board Member
6. Christian Wolff	Board Member