Eshraq Investments PJSC

Review report and condensed consolidated interim financial information For the six-month period ended 30 June 2025

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Report on review of the condensed consolidated interim financial information To the Shareholders of Eshraq Investments PJSC

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of Eshraq Investments PJSC (the "Company") and its subsidiaries (collectively referred to as "the Group") as at 30 June 2025 and the related condensed consolidated interim statements of profit or loss and comprehensive income for the three-month and six-month periods then ended, and the condensed consolidated interim statements of changes in equity and cash flows for the six-month period then ended and other related explanatory notes. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34 ("IAS 34") *Interim Financial Reporting*. Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of Review

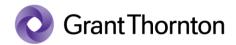
We conducted our review in accordance with the International Standard on Review Engagements 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial 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 International Accounting Standard 34 "Interim Financial Reporting" as issued by the IASB.

Emphasis of Matter

We draw attention to Note 26 to the condensed consolidated interim financial information, which describes that management has undertaken an independent valuation exercise to assess the fair value of certain financial assets classified as fair value through profit or loss (FVTPL). As a result of this exercise, the comparative amounts reported as at 31 December 2024 have been restated.



Report on review of the condensed consolidated interim financial information (continued)

To the Shareholders of Eshraq Investments PJSC

Emphasis of Matter (continued)

These restated amounts were not reflected in the condensed consolidated interim financial information as at 31 March 2025, for which we expressed a qualified review conclusion, and another auditor expressed a qualified audit opinion on the consolidated financial statements for the year ended 31 December 2024 on the same matter.

Our conclusion on the current period's condensed consolidated interim financial information is not modified in respect of this matter.

Other Matter

The condensed consolidated interim financial information of the Group as at and for the six-month period ended 30 June 2024 was reviewed by another auditor, who expressed an unmodified review conclusion dated 13 August 2024.

The consolidated financial statements of the Group as at year ended 31 December 2024 were audited by another auditor, who expressed a qualified opinion on those consolidated financial statements on 24 March 2025.

GRANT THORNTON UAE

Dr. Osama El Bakry Registration No: 935

Abu Dhabi, United Arab Emirates

Date: 13 August 2025

Condensed consolidated interim statement of financial position As at 30 June 2025

	Notes	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited) Restated
Assets			
Non-current assets	_		
Property and equipment	5	3,107	3,363
Right of use assets	19	3,144	3,550
Investment properties	6	699,868	699,868
Financial assets at fair value through other	_		=0 == <i>i</i>
comprehensive income	7	50,371	50,576
Wakala investments	12	12,312	12,312
Trade and other receivables – net of current portion	10	33,418	33,418
Total non-current assets		802,220	803,087
Current assets			25
Inventories	10	- -	25
Trade and other receivables	10	52,766	65,593
Financial assets at fair value through profit or loss	9	879,149	785,340
Debt investment at amortised cost	8 18	622	7,859
Due from related parties Cash and bank balances	18		624
Cash and dank dalances	11	19,770	65,368
Total current assets		952,307	924,809
Total assets		1,754,527	1,727,896
Equity and liabilities			
Equity			
Share capital	13	2,685,286	2,685,286
Share discount		(623,283)	(623,283)
Statutory reserve	14	58,979	58,979
Accumulated losses		(484,851)	(526,548)
Investment revaluation reserve	15	(22,232)	(20,114)
Total equity		1,613,899	1,574,320

Condensed consolidated interim statement of financial position (continued) As at 30 June 2025

	Notes	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited) (Restated)
Liabilities			
Non-current liabilities			
Provision for employees' end of service benefits		703	921
Bank borrowings	16	115,550	117,232
Lease liability	19	2,212	2,612
Total non-current liabilities		118,465	120,765
Current liabilities			
Trade and other payables	17	13,809	24,123
Bank borrowings	16	5,030	4,804
Lease liability	19	788	762
Deferred tax liability		2,536	3,122
Total current liabilities		22,163	32,811
Total liabilities		140,628	153,576
Total equity and liabilities		1,754,527	1,727,896

To the best of our knowledge, the condensed consolidated interim financial information presents fairly in all material respects the consolidated financial position, financial performance and cash flows of the Group as of, and for, the periods presented therein.

Signed by:

Moltamed all Hashimi

AB18C7AC969546C...

Chairman

Chief Executive Officer

Signed by:

Lapesh Melita

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Director, Finance

Condensed consolidated interim statement of profit or loss For the six-month period ended 30 June 2025

		Three-month period ended 30 June			period ended une
	Notes	2025 AED'000 (unaudited)	2024 AED'000 (unaudited)	2025 AED'000 (unaudited)	2024 AED'000 (unaudited)
Revenue from commercial operations		3,833	4,087	7,763	8,137
Direct operating expenses	-	(1,022)	(1,128)	(2,187)	(2,260)
Gross profit from commercial operations	-	2,811	2,959	5,576	5,877
Finance income Finance costs	<u>-</u>	1,795 (2,055)	2,265 (2,414)	3,666 (4,170)	4,061 (4,887)
Net finance loss	-	(260)	(149)	(504)	(826)
Dividend income Net changes in fair value of financial assets at fair value		281	-	301	-
through profit or loss	9 _	69,912	2,120	43,809	(303,275)
Net income/(loss) from investment activities	-	70,193	2,120	44,110	(303,275)
Total operating income/(loss)	-	72,744	4,930	49,182	(298,224)
General and administrative expenses Other income	-	(4,353) 7	(1,416)	(7,882) 12	(4,325) 15
Profit/(loss) before tax for the period		68,398	3,517	41,312	(302,534)
Tax	-	333	-	385	
Profit/(loss) for the period	-	68,731	3,517	41,697	(302,534)
Basic and diluted income/(loss) per share (AED)	20	0.0256	(0.0013)	0.0155	(0.1127)
(1112)	<i>2</i> 0	0.0230	(0.0013)	0.0133	(0.1127)

The accompanying notes form an integral part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of comprehensive income For the six-month period ended 30 June 2025

		Three-month period ended 30 June		Six-mont ended 3	
		2025	2024	2025	2024
		AED'000	AED'000	AED'000	AED'000
	Note	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Profit/(loss) for the period	_	68,731	3,517	41,697	(302,534)
Other comprehensive income:					
Items that will not be reclassified subsequently to profit or loss Net changes in fair value of equity instruments designated at fair value through other comprehensive income Tax	7	(2,338) 203	(10)	(2,319) 201	31
Tax	=	203		201	
Total other comprehensive (loss)/income	=	(2,135)	(10)	(2,118)	31
T-4-1					
Total comprehensive income/(loss) for the period	=	66,596	3,507	39,579	(302,503)

The accompanying notes form an integral part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of changes in equity For the six-month period ended 30 June 2025

	Share capital AED'000	Share discount AED'000	Treasury shares AED'000	Statutory reserve AED'000	Accumulated losses AED'000	Investment revaluation reserve AED'000	Total equity AED'000
Balance at 1 January 2024 (audited) Loss for the period Other comprehensive income for the period	2,820,433	(623,283) - -	(73,000) - -	58,979 - -	(23,222) (302,534)	(47,126) - 31	2,112,781 (302,534) 31
Total comprehensive (loss)/income for the period	-	-	-	-	(302,534)	31	(302,503)
Treasury shares purchased Treasury shares cancelled	(135,147)	-	(80) 73 , 080	-	62,067	-	(80)
Balance at 30 June 2024 (unaudited)	2,685,286	(623,283)	-	58,979	(263,689)	(47,095)	1,810,198
Balance at 1 January 2025 (as previously reported) Prior period adjustments (Note 26)	2,685,286	(623,283)	- -	58,979 -	(640,528) 113,980	(20,114)	1,460,340 113,980
Balance at 1 January 2025 (restated) Profit for the period	2,685,286	(623,283)	- -	58,979	(526,548) 41,697	(20,114)	1,574,320 41,697
Other comprehensive loss for the period	<u> </u>	<u>-</u>			-	(2,118)	(2,118)
Total comprehensive income for the period					41,697	(2,118)	39,587
Balance at 30 June 2025 (unaudited)	2,685,286	(623,283)	-	58,979	(484,851)	(22,232)	(1,613,899)

The accompanying notes form an integral part of the condensed consolidated interim financial information.

Condensed consolidated interim statement of cash flows For the Six-month period ended 30 June 2025

		Six-month period June	d ended 30
		2025	2024
	Notes	AED'000	AED'000
	11000	(unaudited)	(unaudited)
Cash flows from operating activities		(diluddica)	(diluddited)
Profit/(loss) before tax		41,312	(302,534)
Adjustments for:		71,512	(302,334)
	5	321	453
Depreciation of property and equipment	19	406	433
Depreciation of right of use assets	19	400	-
Net change in fair value of financial assets at fair	0	(42 000)	202 275
value through profit or loss	9	(43,809)	303,275
Net fair value gain on investment properties	4.6	40	4.4
Amortisation of borrowing cost	16	40	41
Provision for employees' end of service benefits		125	181
Dividend income		(301)	-
Finance income		(3,666)	(4,061)
Finance costs		4,129	4,846
Operating each flows before changes in working			
Operating cash flows before changes in working		(1.442)	2 201
capital		(1,443)	2,201
Decrease in trade and other receivables		16,407	(15,601)
Decrease/(increase) in due from a related party		2	5
Decrease/(increase) in inventories		25	(10)
(Decrease)/increase in trade and other payables		(10,311)	(5,606)
Cash generated from/(used in) operations		4,680	(19,011)
Employees' end of service benefits paid		(343)	(151)
Employees end of service benefits paid		(3.13)	(131)
Net cash generated from/(used in) operating			
activities		4,337	(19,162)
Cash flows from investing activities			
Proceeds from disposal of debt investments at			
amortised cost	8	7,859	-
Interest received		86	1,514
Dividend received		301	-
Proceeds from disposal of financial assets at fair value			
through other comprehensive income	7	462	232
Purchase of financial assets at fair value through other	•	.02	
comprehensive income	7	(2,576)	_
Payments for purchase of financial assets at fair value	,	(=,010)	
through profit or loss	9	(50,000)	(1,642)
Payments for purchase of property and equipment	5	(65)	``
1 ayments for purchase of property and equipment	J	(03)	(3)
Net cash (used in)/from investing activities		(43,933)	101
((.5,,55)	

Condensed consolidated interim statement of cash flows (continued) For the six-month period ended 30 June 2025

		Six-month perio	
	Notes	2025 AED'000	2024 AED'000
Cook flows from Engaging activities		(unaudited)	(unaudited)
Cash flows from financing activities	4.7	(4.406)	(7.500)
Repayment of bank borrowings	16	(1,496)	(7,528)
Repayment of lease liability	19	(505)	_
Finance costs paid		(4,001)	(4,886)
Treasury shares purchased			(80)
Net cash flows used in financing activities		(6,002)	(12,494)
Net decrease in cash and cash equivalents		(45,598)	(31,555)
Cash and cash equivalents as at 1 January		65,368	55,542
Cash and cash equivalents as at 30 June	11	19,770	23,987
Non-cash transactions:			
Acquisition of Wakala investment on settlement of			
related party receivables		-	12,312
Disposal of Wakala investment			11,400

Notes to the condensed consolidated interim financial information For the six-month period ended 30 June 2025

1 General information

Eshraq Investments PJSC (the "Company") was initially registered as a private joint stock company in the Emirate of Abu Dhabi on 24 December 2006. On 7 July 2011, the Company converted to a public joint stock company. The Company is listed on the Abu Dhabi Securities Exchange.

The Company is registered under commercial license No. 1005631 and Abu Dhabi Chamber of Commerce and Industry membership No. 223393. The registered head office of the Company is at P.O. Box 108737, Abu Dhabi, United Arab Emirates ("UAE").

The Company and its subsidiaries (together referred to as the "Group") are principally engaged in commercial enterprise investment and real estate business which includes development, sale, investment, construction, management and associated services.

The details of principal activities, country of incorporation and operation, and ownership interest of the Company in its subsidiaries are set out below:

Name of the subsidiary	' incorporation — — — — — — — — — — — — — — — — — — —		Principal - Activities	Classification	
	псогрогацоп	2025	2024	Activities	
Eshraq International	Cayman	100	100	Real estate	Subsidiary
Company LLC	Islands				ĺ
Beans and Pages Café*	UAE	100	100	Library and café	Subsidiary
Goldilocks Investment				Investment,	
Holding-Sole Proprietorship L.L.C**	UAE	100	100	institution and management	Subsidiary
Qanat View Real Estate				management	
Development Construction				Real estate	
 Sole Proprietorship 	UAE	100	100	development	Subsidiary
L.L.C.				construction	
Bayfront Waves View Real					
Estate Development	TIATO	4.00	400	Real estate	0.1.11
Construction – Sole	UAE	100	100	development	Subsidiary
Proprietorship L.L.C.				construction	
Garden Meadows View				Real estate	
Real Estate Development	UAE	100	100	development	Subsidiary
Construction – Sole	OHL	100	100	construction	Subsidiary
Proprietorship L.L.C.				construction	
Heights View Real Estate				Real estate	
Development Construction	UAE	100	100	development	Subsidiary
 Sole Proprietorship 	0112	100	100	construction	Sussiani
L.L.C.					
Paradise Empire View Real				Real estate	
Estate Development	UAE	100	100	development	Subsidiary
Construction – Sole				construction	•
Proprietorship L.L.C. Seascape Oasis View Real					
Estate Development				Real estate	
Construction – Sole	UAE	100	100	development	Subsidiary
Proprietorship L.L.C.				construction	
Topicoisinp L.L.C.					

^{*} Entity ceased its operation and was undergoing liquidation during the period. The liquidation was completed in April 2025.

^{**} Dormant entity acquired from a related party.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

1 General information (continued)

Subsidiary under		Legal %	Beneficial		
Eshraq International	Country of	of	% of	Principal	
Company LLC	incorporation	holding	holding	activities	Classification
Nuran Marina Serviced				Hotel	
Residence LLC*	UAE	49%	100	apartments	Subsidiary

^{*} Eshraq International Company LLC has a 49% ownership in Nuran Marina Serviced Residence LLC and the remaining 51% is held by the heirs of a former board member on behalf of the Company who had irrevocably assigned the beneficial ownership to Eshraq International Company LLC.

Social contribution

During the period ended 30 June 2025, the Group has not made any social contributions (30 June 2024: Nil).

2 Application of new and revised IFRS Accounting Standards

2.1 New and amended standards adopted by the Group

The following new and revised IFRS Accounting Standards as issued by International Accounting Standards Board (IASB), which became effective for annual periods beginning on or after 1 January 2025, have been applied in these condensed consolidated interim financial information. The application of these revised IFRS Accounting Standards has not had any material impact on the amounts reported for the current and prior periods but may affect the accounting for future transactions or arrangements.

Amendments to IAS 21 Lack of Exchangeability

2. 2 Standards and interpretations in issue but not yet effective and not early adopted

At the date of approval of these condensed consolidated interim financial information, the Group has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective.

	Effective for annual periods
New and revised standards	beginning on or after
Amendments to the Classification and Measurement of Financial	1 January 2026
Instruments	
(Amendments to IFRS 9 and IFRS 7)	
Annual Improvements to IFRS Accounting Standards – Volume 11	1 January 2026
Contracts Referencing Nature-dependent Electricity (Amendments to	1 January 2026
IFRS 9 and IFRS 7)	
IFRS 18 Presentation and Disclosures in Financial Statements	1 January 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

2 Application of new and revised IFRS Accounting Standards (continued)

2. 2 Standards and interpretations in issue but not yet effective and not early adopted (continued)

Management anticipates that these new standards, interpretations and amendments will be adopted in the Group's condensed consolidated financial information for the period of initial application. Management is in process of carrying out an impact assessment with respect to the adoption of these new standards, interpretations and amendments in the consolidated financial statements of the Group in the period of initial application.

3 Summary of material accounting policies

Statement of compliance

The condensed consolidated interim financial information are prepared in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting. They do not include all the information required for full annual financial statements and should be read in conjunction with the consolidated financial statements of the Group as at and for the year ended 31 December 2024. In addition, results for six-month period ended 30 June 2025 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2025.

Basis of preparation

These condensed consolidated interim financial information is presented in UAE Dirhams (AED) which is the functional and presentational currency of the Group and all values are rounded to the nearest thousand (AED'000) except when otherwise indicated.

These condensed consolidated interim financial information has been prepared on the historical cost basis, except for financial assets measured at fair value and investment properties which are carried at fair value.

4 Accounting policies, estimates and judgements

The accounting policies, significant judgements, estimates and assumptions applied by the Group in these condensed consolidated interim financial information is consistent with those in the audited annual consolidated financial statements of the Group as at and for the year ended 31 December 2024 except for the adoption of new standards and interpretations effective 1 January 2025 as stated in Note 2 above.

No income of seasonal nature was recorded in the condensed consolidated financial statements for the six months periods ended 30 June 2025 and 2024.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

5 Property and equipment

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(unaudited)	(audited)
Carrying amount at the beginning of the period/year	3,363	6,924
Additions during the period/year	65	2,000
Transfer to investment property (Note 6)	-	(4,284)
Impairment	-	(411)
Depreciation charge for the period/year	(321)	(866)
Carrying amount at the end of the period/year	3,107	3,363

All of the Group's property and equipment are located in the United Arab Emirates (UAE).

The depreciation charge has been allocated in the condensed consolidated interim statement of profit or loss as follows:

	Six-month period ended 30 June	
	2025 AED'000 (unaudited)	2024 AED'000 (unaudited)
Direct operating expenses General and administrative expenses	46 275	285 168
	321	453

6 Investment properties

Investment properties represent certain plots of land located in the UAE, rented out properties in the UAE and a building in the United States of America ("USA").

Movement in investment properties is as follows:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(unaudited)	(audited)
Balance at the beginning of the period/year	699,868	687,518
Transfer from property and equipment (b), (Note 5)	-	4,284
Net increase in fair value		8,066
Balance at the end of the period/year	699,868	699,868

As per internal assessment of the management, the fair values assessed of 31 December 2024 are approximates to the fair values as at 30 June 2025.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

6 Investment properties (continued)

Investment properties are carried at fair value. As of 31 December 2024, the fair value of the investment properties was arrived at on the basis of valuations carried out by accredited independent valuers not related to the Group in accordance with RICS Appraisal and Valuation Manual issued by the Royal Institute of Chartered Surveyors ("RICS"). The valuers are members of professional valuers' associations and have appropriate qualifications and experience in the valuation of properties at the relevant locations. In estimating the revalued amounts of the investment properties, the highest and best use of the properties was considered, and comparable and investment valuation approaches were used. Based on the internal assessment performed, management believes that there is no significant change in the fair value of investment properties during the six-month period ended 30 June 2025.

The inputs used in the valuation are not based on observable market data, and thus, the valuation techniques were considered to be Level 3 fair value measurement.

Included in investment properties, a building and a land with a fair value of AED 205,200 thousand (31 December 2024: AED 205,200 thousand) is mortgaged as a security for a loan obtained by the Group from a local bank (Note 16).

During the six-month period ended 30 June 2025, the Group recognised rental income from renting out investment properties of AED 7,699 thousand (30 June 2024: AED 7,562 thousand).

In September 2022, the Board of Directors approved the monetization of the Group's land bank in accordance with the Group's business plan. The following transactions demonstrate the Group's progress towards monetizing its land bank:

a) The Group and a third party (Reportage Prime Properties LLC-Branch of Abu Dhabi 1) have finalised the performance of the terms and conditions, and legal procedures as stated in the sales and purchase agreement (SPA) and property development agreement dated November 2022 for handing over the plot of land in Abu Dhabi to the third party for a total consideration of AED 126,620 thousand.

The consideration is payable over the next 5 years in periodic cash payments (66% of consideration) and completed units (34% of consideration) by the third party.

Further, the Group discounted total consideration using three-month EIBOR+ spread of 2.25% to convert into present value of AED 100,065 thousand. In December 2024, the Group agreed with the third party for early buyout plan, and settling the full amount. The consideration finalised in cash payment only, and completed units removed from the settlement. As at 30 June 2025, the net receivable balance amounted to AED 14,721 thousand (31 December 2024: AED 29,721 thousand). No interest income was earned during the period (30 June 2024: AED 866 thousand).

b) During 2024, the Group relocated its head office to Capital Plaza Office Tower, Corniche. The new office setup costs were capitalised as part of property, and equipment and will be depreciated over their useful lives. As a result of the relocation, the Group's previous head office space, which was classified under property, and equipment, has been reclassified as investment property. The carrying amount of the property at the date of reclassification was AED 4,284 thousand.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

7 Financial assets at fair value through other comprehensive income

The Group's financial assets at fair value through other comprehensive income (FVOCI) comprise of strategic investments in equity securities that were irrevocably designated as measured at FVOCI.

Financial assets at FVOCI breakdown as at the end of the reporting period comprises the following:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Unquoted funds (i)	49,973	50,113
Quoted equity securities	398	463
	50,371	50,576
Movement in the balance of financial assets at FVOCI is as follows:		
	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Balance at the beginning of the period/year	50,576	21,450
Additions	2,576	-
Disposals	(462)	(577)
Net change in fair value recognised in other comprehensive		
income	(2,319)	29,703
Ralance at the end of the period /year	50,371	50 576
Balance at the end of the period/year	30,3/1	50,576

⁽i) Comprised of an investment in an equity stake in a special-purpose vehicle established to develop a plot of land as a luxury branded residence in the UAE.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

8 Debt investment at amortised cost

Movement in the debt investment at amortised cost is as follows:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Balance at the beginning of the period/year Amounts received	7,859 (7,859)	7,859
Balance at the end of the period/year		7,859

Finance income on debt investment at amortised cost for the period ended 30 June 2025 amounted to AED 86 thousand (30 June 2024: AED 393 thousand).

9 Financial assets at fair value through profit or loss

The Group's financial assets at fair value through profit or loss (FVTPL) comprise financial assets that are held for trading. The financial assets at FVTPL breakdown at the end of the reporting period comprises the following:

	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited) Restated*
Quoted equity securities (i), (iii) Unquoted funds (ii)	51,453 827,696	12,783 772,557
	879,149	785,340

^{*}Please refer Note 26

- (i) Comprised of Sharia compliant equity shares quoted in the UAE and denominated in UAE Dirhams (AED).
- (ii) Comprised of an investment in an open-ended fund (Goldilocks Investment Company Limited ("Goldilocks", or the "Fund")) incorporated in the UAE with the objective to generate return from Middle East region-based instruments.

In 2022, the Company completed the acquisition of the Fund. The acquisition was completed through a share swap transaction at an agreed swap ratio of 12.61 Company shares to 1 shares of the Fund by issuing 1,385,073 thousand new shares of the Company at par. The Group has 99.485% (31 December 2024: 99.485%) investment in the Fund and designated at financial assets at FVTPL. The Group does not control the Fund and as such, the Group is not involved in the investment decision-making process of the Fund. The Fund is independently managed by its Fund Manager SHUAA GMC Limited. The Fund Manager is not liable for any losses to the Fund. The Group will remain a Limited Partner in the Fund and has no power over the terms of the management agreement including the valuation of the Fund. In 2024, the Group initiated a redemption request to the Fund Manager to redeem its investment for which execution has commenced during the reporting period and all the required steps and procedures for termination of the Investment Management Agreement and full redemption in kind are expected to be completed in the third quarter of 2025.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

9 Financial assets at fair value through profit or loss (continued)

(iii) During the period, the Group invested AED 50,000 thousand in Shuaa Capital PSC through a Mandatory Convertible Bond (MCB). As per the agreed terms, the MCB was to be converted into shares as per SCA Certificate with a lock in period of 14 months from the conversion date, at a conversion price of 32 fils per share. The MCB was converted into 156,250 thousand shares of Shuaa Capital PSC on 11 April 2025.

As at the reporting date, the share price of Shuaa Capital PSC was 24.8 fils per share that resulted in a fair value loss of AED 11,250 thousand (30 June 2024: Nil).

Movement in the balance of financial assets at FVTPL is as follows:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
		Restated*
Balance at the beginning of the period/year	785,340	1,350,889
Additions	50,000	1,642
Disposals	-	-
Net change in fair value recognised in profit or loss	43,809	(567,191)
Balance at the end of the period/year	879,149	785,340
*Please refer Note 26		

Net change in fair value recognized by the Group during the period in the statement of profit or loss includes gain of AED 55,139 thousand (31 December 2024: loss of AED 564,138 thousand) from the net change in fair value of investment in Goldilocks Fund which continues to be managed by Fund Manager SHUAA GMC Limited.

10 Trade and other receivables

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Trade receivables (i) (ii)	47,982	63,262
Accrued interest	13,738	11,534
Prepayments	585	327
Other receivables (iii)	23,879	23,888
	86,184	99,011
Less: non-current portion (ii)	(33,418)	(33,418)
Current portion	52,766	65,593

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

10 Trade and other receivables (continued)

- (i) Net receivables from one customer (Reportage Prime Properties LLC-Branch of Abu Dhabi 1) amounting to AED 14,721 thousand (31 December 2024: AED 29,721 thousand) were discounted using three-month EIBOR+ spread of 2.25%. There was no interest income on receivable balance during the period. (30 June 2024: AED 866 thousand) (Note 6).
- (ii) In September 2022, the Group entered into a sale and purchase agreement ("SPA") with a third party in the UAE for the sale of two plots of land located in JVC-Dubai, UAE for a total consideration of AED 33,134 thousand and an earnout amount upon completion of the project by the third party. The consideration is interest-bearing and was payable after 2 to 4 years after the date of SPA. Interest income during the period ended 30 June 2025 amounted to AED 1,657 thousand (30 June 2024: AED 1,657 thousand).
- (iii) Other receivables include Murabaha facility with principal amount of AED 23,000 thousand (31 December 2024: AED 23,000 thousand) entered into between the Group and the Fund (Goldilocks). The Fund is managed by a related party (Note 18). The Murabaha carries a profit rate of 12% per annum (31 December 2024: 12% per annum). The profit which is also accrued at the reporting date on Murabaha for the period ended 30 June 2025 amounted to AED 1,369 thousand (30 June 2024: AED 461 thousand).

11 Cash and bank balances

	30 June 2025	31 December 2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Cash on hand	33	37
Cash at bank	16,387	61,981
Term deposits	3,350	3,350
	19,770	65,368
Less: short-term deposits with original maturity of more		
than three months	(3,350)	(3,350)
Less: restricted cash	(28)	(28)
Cash and cash equivalents	16,392	61,990

Term deposits represent deposits held with financial institutions in the UAE and denominated in AED. These deposits carry an interest rate: 3.9% per annum (31 December 2024: 3.9% - 4.54% per annum).

Finance income on term deposits for the six-month period ended 30 June 2025 amounted to AED 66 thousand (31 June 2024: AED 73 thousand). Accrued interest on term deposits amounted to AED 78 thousand as at 30 June 2025 (31 December 2024: AED 13 thousand).

Restricted cash placed in a local bank amounted to AED 28 thousand (31 December 2024: AED 28 thousand).

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

12 Wakala investments

	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Balance at the beginning of the period/year	12,312	11,400
Additions	-	12,312
Matured		(11,400)
Balance at the end of the period/year	12,312	12,312

In 2023, the Group invested AED 11,400 thousand in Wakala deposits held with non-financial institutions in the UAE and denominated in AED. This investment carried a profit rate of 8% per annum with a maturity date of 25 March 2024. Upon maturity, the Group reinvested principal plus profit amounting to AED 12,312 thousand in Wakala deposits and which carry a profit rate of 8% per annum with a maturity date of 29 March 2026.

Finance income on Wakala investment for the six-month period ended 30 June 2025 amounted to AED 488 thousand (30 June 2024: AED 469 thousand). Accrued profit on Wakala investments amounted to AED 1,244 thousand as at 30 June 2025 (31 December 2024: AED 756 thousand).

13 Share capital

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Authorised, issued and paid up capital	,	,
2,685,286 thousand (31 December 2024: 2,685,286 thousand)		
ordinary shares of AED 1 each (2024: AED 1 each)	2,685,286	2,685,286

14 Statutory reserve

In accordance with the Articles of Association of the Company and in line with the provisions of the UAE Federal Law No. 32 of 2021, the Company is required to transfer annually to a statutory reserve account an amount equal to 10% of its annual profit, until such reserve reaches 50% of the share capital of the Company. This reserve is not available for distribution.

15 Investments revaluation reserve

Investments revaluation reserve represents the net unrealised gains or losses that are recognised on the financial assets at fair value through other comprehensive income (Note 7).

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

16 Bank borrowings

	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Term loan Less: Amount due for settlement after 12 months from the end of reporting period/year (classified under non-current liabilities)	120,580	122,036
liabilities)	(115,550)	(117,232)
Amount due for settlement within 12 months from the end of reporting period/year (classified under current liabilities)	5,030	4,804

In 2021, the Group obtained a Sharia-compliant term loan facility from a local bank (First Abu Dhabi Bank PJSC) amounting to AED 140,000 thousand under the terms and conditions defined in the agreement to settle the existing debt exposure of its project loan and to finance general corporate purposes. The loan is repayable in quarterly instalments over a period of 10 years and carries a variable profit rate. The loan is secured by a mortgage over the land and building of the Group located in Al Reem Island (Note 6), Abu Dhabi, and a reserved account maintained in the name of the Group with an amount equal to at least one quarterly instalment of the term loan. The loan was fully drawn as of the reporting date.

As at 30 June 2025, the Group recognised finance costs of AED 3,999 thousand (30 June 2024: AED 4,846 thousand) in relation to this facility.

Reconciliation of term loans movements to the cash flows arising from financing activities is as follows:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Balance at the beginning of the period/year	122,036	133,432
Cash flows		
Loan repaid	(1,496)	(11,425)
Payment of accrued interest	-	(52)
Other non-cash items		
Unwinding of prepaid fees	40	81
Balance at the end of the period/year	120,580	122,036

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

17 Trade and other payables

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Trade payables	_	184
Advances from customers	5,903	6,496
Retention payables	2,235	7,041
Accruals	2,289	3,578
Other payables (i)	3,382	6,824
	13,809	24,123

⁽i) Includes provision for claims and Board of Directors' remuneration.

18 Related party balances and transactions

In the ordinary course of business, the Group enters into transactions at agreed terms and conditions which are carried out on commercially agreed terms, with other business enterprises or individuals that fall within the definition of a related party contained in International Accounting Standard 24. Related parties comprise shareholders, directors, key management staff and business entities in which they have the ability to control or exercise significant influence in financial and operating decisions.

Terms and conditions of transactions with related parties

Balances with these related parties generally arise from commercial transactions as per terms agreed between the parties. Balances with related parties reflected in the condensed consolidated interim statement of financial position at the reporting date comprised:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Financial assets at FVTPL: Shareholder – MCB	38,750	-
Due from a related party:		
Entity under common control	17	19
Advance to a director	605	605
	622	624

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

18 Related party balances and transactions (continued)

The following balances are related to the entities under common directorship or with common key management personnels:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Financial assets at FVTPL	12,703	12,783

The following balances are managed by a Fund Manager that is a related party to the Group:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
		Restated
Wakala investment	12,312	12,312
Financial assets at FVOCI	49,973	50,113
Financial assets at FVTPL	827,696	772,557
Debt investments at amortised cost	-	7,859
Interest receivables	4,465	3,984
Other receivables (Murabaha receivable)	23,000	23,000

Significant transactions with the entities under common shareholding/directorship are as follows:

	Six-month period en	Six-month period ended 30 June	
	2025	2025 2024	
	AED'000	AED'000	
	(Unaudited)	(Audited)	
Purchase of financial assets at FVTPL (Note 9) Dividend income	50,000 281	<u>=</u> <u>=</u>	

Transactions with the Fund Manager that is a related party to the Group were as follows:

Six-month period ended 30 June	
2025	2024
AED'000	AED'000
(Unaudited)	(Audited)
1,943	1,465

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

18 Related party balances and transactions (continued)

Significant transactions with related parties during the period were as follows:

	Six-month period en	Six-month period ended 31 March	
	2025	2024	
	AED'000	AED'000	
	(Unaudited)	(Audited)	
Broker fees paid to related parties:			
Shareholder	1	3	

Key management compensation

	Six-month period ended 30 June	
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Short term benefits	1,642	1,692
Long term end of service benefits	239	233
	1,881	1,925

Aside from advances to director, there were no loans provided to directors as of 30 June 2025 and 31 December 2024.

19 Right-of use assets and lease liabilities

Right-of-use assets

In 2024, the Group relocated its head office, resulting in the recognition of right-of-use assets and corresponding lease liabilities. The new office space has been leased for a term of 5 years. The movements during the year were as follows:

	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Cost		
At 1 January	4,273	-
Additions during the period/year	-	4,273
At 30 June/31 December	4,273	4,273
Accumulated depreciation		
At 1 January	723	-
Charge for the period/year	406	723
At 30 June/31 December	1,129	723
Net carrying amount	3,144	3,550

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

19 Right-of use assets and lease liabilities (continued)

Lease liabilities

Set below are the carrying amount of lease liability and movement during the period:

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
At 1 January	3,374	-
Additions	-	4,273
Interest expense	131	111
Payment of lease liabilities	(505)	(1,010)
At 30 June/31 December	3,000	3,374

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

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Current liability	788	762
Non-current liability	2,212	2,612
	3,000	3,374

20 Basic and diluted loss per share

Basic loss per share is calculated by dividing the loss for the period by the weighted average number of shares outstanding during the period.

Diluted loss per share is calculated by dividing the loss for the period by the weighted average number of shares outstanding during the period, adjusted for the effects of dilutive instruments.

The following reflects the losses and share data used in the loss per share calculation:

	Six-month period ended 30 June	
	2025 (Unaudited)	2024 (Unaudited)
Profit/(loss) for the period (AED'000)	41,697	(302,534)
Weighted average number of ordinary shares outstanding (thousand)	2,685,286	2,685,288
Basic and diluted earnings/(loss) per share (AED)	0.0155	(0.1127)

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

20 Basic and diluted loss per share (continued)

In 2024, weighted average number of ordinary shares outstanding were adjusted for treasury shares, which were issued shares but not outstanding.

As of 30 June 2025, and 2024, the Group has not issued any instruments which would have a diluting impact on loss per share when converted or exercised.

21 Segment reporting

The Group's operating segments are established on the basis of those components that are evaluated regularly by Board of Directors (the chief operating decision-maker or "CODM"). They monitor the operating results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on revenues, gross profit and a broad range of key performance indicators in addition to segment profitability.

For management purposes, at 30 June 2025 and 2024, the Group is organised into five major segments, as follows:

- Property development
- Investment properties
- Hospitality and leisure
- Investment and asset management
- Holding

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 3. Segment profit represents the profit or loss earned by each segment without allocation of central administration, directors' salaries, finance income and finance costs. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance. The Group operated mainly in one geographical segment, i.e., United Arab Emirates.

Information regarding these segments is presented below.

Notes to the condensed consolidated interim financial information (continued) For the six-month period ended 30 June 2025

21 Segment reporting (continued)

30 June 2025 Revenue	Property development AED'000	Investment properties AED'000	Hospitality and leisure AED'000	Investment and asset mgt AED'000	Holding AED'000	Eliminations AED'000	Total AED'000
Timing of revenue recognition							
Overt time	_	7,699	_	_	_	-	7,699
At a point in time	-	ŕ	64	-	-	-	64
•	-	7,699	64	-	-	-	7,763
Direct operating expenses	-	(2141)	-	-	-	-	(2141)
Depreciation	-	(46)	-	-	-	-	(46)
Gross profit	-	5,512	64	-	-	-	5,576
		-	-	-	-	-	
Net finance loss	-	-	-	-	(504)	-	(504)
Dividend Income	-	-	-	301	-	-	301
Net changes in fair value of financial							
assets at FVTPL	-	-	-	43,809	-	-	43,809
Total operating income/(loss)	-	5,512	64	44,110	(504)	-	49,182
General and administrative expenses	-	-	-	-	(7,202)	-	(7,202)
Depreciation	-	-	-	-	(680)	-	(680)
Selling and marketing expense	-	-	-	-	-	-	-
Change in fair value of assets held for sale	-	-	-	-	-	-	-
Other income	-	12	-	-	-	-	12
Profit/(loss) before tax for the period	-	5,524	64	44,110	(8,386)	-	41,312
At 31 June 2025							
Total assets	-	699,868	1,019	941,832	112,253	(445)	1,754,527
Total liabilities	2,235	120,580	569	-	17,238	6	140,628

Notes to the condensed consolidated interim financial information (continued) For the six-month period ended 30 June 2025

21 Segment reporting (continued)

30 June 2024 Revenue	Property development AED'000	Investment properties AED'000	Hospitality and leisure AED'000	Investment and asset mgt AED'000	Holding AED'000	Eliminations AED'000	Total AED'000
Timing of revenue recognition							
Overt time	_	7,562	_	_	_	_	7.562
At a point in time	-	-	575	-	-	-	575
1	-	7,562	575	-	-	-	8,137
Direct operating expenses	-	(1,790)	(17)	-	-	-	(1,807)
Depreciation	-	-	(453)	-	-	-	(453)
Gross profit	-	5,772	105	-	-	-	5,877
Net finance loss	_	_	-	_	(826)	_	(826)
Net changes in fair value of financial assets at FVTPL	-	-	-	(303,275)	-	-	(303,275)
Total operating income	-	5,772	105	(303,275)	(826)	-	(298,224)
General and administrative expenses	-	-	(85)	_	(4,072)	-	(4,157)
Depreciation	-	-	-	-	(168)	-	(168)
Selling and marketing expense	-	-	-	-	-	-	-
Change in fair value of assets held for sale	-	-	-	-	-	-	-
Other income	-	15	-	-	-	-	15
Profit/(loss) for the period		5,787	20	(303,275)	(5,066)		(302,534)
At 30 June 2024							
Total assets	9	819,496	10,294	1,116,237	15,402	(450)	1,960,988
Total liabilities	8,215	136,174	3,220	418	2,763	-	150,790

Eshraq Investments PJSC

Condensed consolidated interim financial information

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

22 Contingent liabilities and commitments

Contingencies

There were no contingent liabilities as at 30 June 2025 (31 December 2024: Nil).

Commitments

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(Unaudited)	(Audited)
Commitments for fixed assets	1,883	1,883

23 Fair value of financial instruments

The fair value hierarchy levels have been defined as follows:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- **Level 3** fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	Carrying	Fair Value				
	value AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000	
At 30 June 2025 (unaudited)	050.440	54.450		007 (0)	050 440	
Financial assets at FVTPL	879,149	51,453	-	827,696	879,149	
Financial assets at FVOCI	50,371	398	-	49,973	50,371	
	929,520	51,851	-	877,669	929,520	
At 31 December 2024 (audited) Restated*						
Financial assets at FVTPL	785,340	12,783	_	772,557	785,340	
Financial assets at FVOCI	50,576	463	-	50,113	50,576	
	835,916	13,246	-	822,670	835,916	
*Please refer Note 26						

During the current and prior period, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into or out of Level 3 fair value measurements.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

23 Fair value of financial instruments (continued)

Movements in the fair value of investments categorised within Level 3 is as follows:

	30 June 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited) Restated*
Balance at the beginning of the period/year Additions Disposals Change in fair value	822,670 2,576 (462) 52,885	1,357,600 (577) (534,353)
Balance at the end of the period/year *Please refer Note 26	877,669	822,670

Fair value of financial assets and financial liabilities that are not measured at fair value

The directors consider that the carrying amounts of those financial assets and financial liabilities recognised in the condensed consolidated interim financial information approximate their fair values.

24 Fiduciary activities

The Group acts as a trustee and in other capacities that result in holding of assets listed below in a fiduciary capacity on behalf of other institutions where ownership is yet to be transferred by the Group to the beneficiary. Such assets and income arising thereon are not included in the Group's condensed consolidated interim financial information.

	30 June	31 December
	2025	2024
	AED'000	AED'000
	(unaudited)	(audited)
Unquoted security	103	2,740

Pertains to an investment in a financial institution in the UAE that provides Islamic financing, corporate financing and asset management services. The entity is currently under liquidation where the Group is receiving the recoveries in tranches as per the final settlement plan received from the investee.

25 Events after reporting period

No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorisation of this condensed consolidated interim financial information.

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

26 Restatement

As at 31 December 2024, certain financial assets at fair value through profit or loss (FVTPL) held by Goldilocks, amounting to AED 497 million, were not measured using consistent valuation methodologies and inputs in accordance with IFRS 13 Fair Value Measurement. This resulted in a qualified opinion and qualified conclusion by the independent auditors on the consolidated financial statements of the year ended 31 December 2024 and condensed interim consolidated financial information for the three-month period ended 31 March 2025, respectively.

In the current period, and in line with management's commitment to shareholders to address the matter conclusively, an independent valuation of the underlying investments as at 31 December 2024 was commissioned. This valuation has resulted in an increase in carrying amount of the underlying assets, as at 31 December 2024, by AED 113.98 million.

In accordance with the requirements of 'IAS 1 Presentation of Financial Statements'" and 'IAS 8 Accounting policies, Changes in Accounting Estimates and Errors', the amounts reported in the consolidated financial statements as at and for the year ended 31 December 2024 have been restated to reflect the revised fair values of these financial assets. The restatement has been incorporated in the current condensed interim financial information, and the comparative amounts as at 31 December 2024 have been restated accordingly.

The restatement does not have any impact on the comparative condensed consolidated interim financial information for the three-month and six-month periods ended 30 June 2024. However, it does have an impact on the reported loss and basic and diluted loss per share for the year ended 31 December 2024. Accordingly, the condensed consolidated interim statements of profit or loss and comprehensive income for the three-month and six-month periods ended 30 June 2024 have not been adjusted.

Details of restatement are as follows:

Consolidated statement of financial position as at 31 December 2024

Financial statement line item	As previously reported	Adjustment	Restated
	AED'000	AED'000	AED'000
Financial assets at fair value through profit or			
loss	671,360	113,980	785,340
Total assets			
Accumulated losses	(640,528)	113,980	(526,548)
Total equity	1,460,340	113,980	1,574,320

Consolidated statement of profit or loss for the year ended 31 December 2024

Financial statement line item	As previously	Adjustment	Restated
	reported AED'000	AED'000	AED'000
Net changes in fair value of financial assets at			
fair value through profit or loss	(681,171)	113,980	(567,191)
Loss for the year	(679,373)	113,980	(565,393)
Basic and diluted loss per share (AED)	(0.2530)	0.0424	(0.2106)

Notes to the condensed consolidated interim financial information (continued)

For the six-month period ended 30 June 2025

27 Approval of condensed consolidated interim financial information

The condensed consolidated interim financial information was approved by the Board of Directors and authorised for issue on 13 August 2025.