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Wethaq Takaful Insurance Company K.S.C. (Closed) and subsidiary State of Kuwait

Condensed consolidated interim financial information and review report for the nine-month period ended 30 September 2012

Condensed consolidated interim financial information and review report for the nine-month period ended 30 September 2012

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Independent auditors' report on review of condensed consolidated interim financial information

The Board of Directors Wethaq Takaful Insurance Company K.S.C. (Closed) State of Kuwait

Introduction

We have reviewed the accompanying condensed consolidated statement of financial position of Wethaq Takaful Insurance Company K.S.C. (Closed) (the "Company") and its subsidiary (together "the Group") as at 30 September 2012, the condensed consolidated statements of income and comprehensive income for the three month and nine month periods ended 30 September 2012, the condensed consolidated statement of changes in equity and cash flows for the nine month period ended 30 September 2012 ("the condensed consolidated interim financial information"). Management is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with International Financial Reporting Standards, IAS 34 Interim Financial Reporting. 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 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 as at 30 September 2012 is not prepared, in all material respects, in accordance with IAS 34 *Interim Financial Reporting*.

Other matter

The consolidated financial statements of the Group as at and for the year ended 31 December 2011 and as at and for the period ended 30 September 2011 were audited and reviewed by other auditors who expressed a qualified audit opinion and conclusion, respectively, on those financial statements due to scope limitation in audit and review of the Company's subsidiary.

Report on review of other legal and regulatory requirements

Furthermore, based on our review, the condensed consolidated interim financial information is in agreement with the accounting records. We further report that nothing has come to our attention indicating any contravention during the nine month period ended 30 September 2012, of the Kuwait Commercial Companies Law of 1960, as amended, or of the Company's Memorandum and Articles of Association, that might have had material effect on the Company's activities or on its consolidated financial position.

Safi A. Al-Mutawa
License No 138 "A"
of KPMG Safi Al-Mutawa & Partners
Member firm of KPMG International

Kuwait: 11 November 2012

Yahia Abdullah Al-Foudri License No 83 "A" of Boubyan Auditing Office



Condensed consolidated statement of financial position (unaudited)

as at 30 September 2012

	Note	30 September 2012 KD	31 December 2011 KD (audited)	30 September 2011 KD
Assets				
Bank balances and cash		2,202,517	1,999,804	744,886
Investments at fair value through profit and				
loss		1,404,420	1,059,926	1,093,935
Other assets		200,360	221,084	201,294
Available for sale investments	4	5,330,420	5,619,943	5,675,633
Qard Hassan to policyholders	5	1,751,761	1,751,761	1,588,640
Investment deposits		733,355	501,436	1,419,186
Investment properties		2,634,761	2,634,296	2,634,296
Furniture and equipment			<u> </u>	253,803
Total assets		14,257,594	13,788,250	13,611,673
Liabilities				
Other liabilities		586,040	489,722	590,824
Amounts due to policyholders	5	1,303,552	1,149,293	1,103,593
Total liabilities		1,889,592	1,639,015	1,694,417
Equity				
Equity attributable to shareholders of the				
Company				
Share capital		11,025,000	11,025,000	11,025,000
Share premium		7,340,937	7,340,937	7,340,937
Treasury shares		(50,489)	(50,489)	(50,489)
Treasury shares reserve		3,508	3,508	3,508
Statutory reserve		388,139	388,139	388,139
Voluntary reserve		388,139	388,139	388,139
Changes in fair value reserve		(120,779)	58,272	65,684
Translation reserve		(119,016)	(85,695)	(91,635)
Employee share purchase plan reserve		65,964	65,964	65,964
Accumulated losses		(7,683,924)	(7,998,352)	(8,098,097)
Total equity attributable to shareholders				
of the Company		11,237,479	11,135,423	11,037,150
Non controlling interest		1,130,523	1,013,812_	880,106
Total equity		12,368,002	12,149,235	11,917,256
Total liabilities and equity		14,257,594	13,788,250	13,611,673

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

Abdullah Yousef Al-Saif

Chairman

Abdullah Mishari Al Humaidi Vice Chairman

Condensed consolidated statement of income (unaudited)

for the period from 1 January 2012 to 30 September 2012

		Three month	period ended	Nine month	period ended
	Note	30 September 2012 KD	30 September 2011 KD	30 September 2012 KD	30 September 2011 KD
Net investment gain/					
(loss) Shareholders' share of	7	189,743	(218,177)	345,824	(466,104)
insurance surplus Management fees from	6	182,643	112,204	468,407	249,118
policyholders General and	6	-	96,141	75,268	436,220
administrative expenses Profit / (loss) before		(161,421)	(74,422)	(352,401)	(232,986)
Directors'					
remuneration, Zakat and taxes National Labour		210,965	(84,254)	537,098	(13,752)
Support Tax ("NLST")		4,408	-	(5,990)	-
Taxation		(41,711)	-	(117,462)	-
Directors' remuneration Zakat		(1,750) 1,859	(1,750)	(5,250) (2,404)	(5,250)
Net profit / (loss) for		150 551			
the period		173,771	(86,004)	405,992	(19,002)
Attributable to: Shareholders of the					
Company		128,971	(126,831)	314,428	(99,676)
Non controlling interest		44,800	40,827	91,564	80,674
Earnings /(loss) per share attributable to shareholders of the Company (fils) – Basic		173,771	(86,004)	405,992	(19,002)
and diluted	9	1.17	(1.16)	2.86	(0.91)

Condensed consolidated statement of comprehensive (unaudited)

for the period from 1 January 2012 to 30 September 2012

	Three month period ended 30 September			period ended ptember
	2012 KD	2011 KD	2012 KD	2011 KD
Profit / (loss) for the period	173,771	(86,004)	405,992	(19,002)
Other comprehensive loss - changes in fair value reserve - transfer to consolidated statement of income on	(189,365)	(213,364)	(179,051)	(370,701)
impairment - translation reserve	3,601	199,492 (13,313)	- (108,773)	385,814 (183,193)
Total comprehensive	(185,764)	(27,185)	(287,824)	(168,080)
Total comprehensive (loss)/income for the period	(11,993)	(113,189)	118,168	(187,082)
Attributable to: Shareholders of the Company Non-controlling interest	(58,233) 46,240 (11,993)	(148,691) 35,502 (113,189)	102,056 16,112 118,168	(136,518) (50,564) (187,082)

Wethaq Takaful Insurance Company K.S.C. (Closed) and subsidiary State of Kuwait

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Condensed consolidated statement of changes in equity (unaudited) for the period from 1 January 2012 to 30 September 2012

	Total equity	12,012,718		(19,002)	(168,080)	(187,082)		91,620	11,917,256
	Non controlling interest	839,050		80,674	(131,238)	(50,564)		91,620	880,106
	Total Kn	11,173,668		(96,676)	(36,842)	(136,518)			11,037,150
	Accumulated losses	(7,998,421)		(96,676)	•	(99,676)		1	(8,098,097)
	Employee share purchase plan reserve KD	65,964		(1		1			65,964
	Translation reserve KD	(39,680)		i	(51,955)	(51,955)		•	(91,635)
e Company	Changes in fair value reserve KD	50,571		1	15,113	15,113			65,684
Attributable to equity holders of the Company	Voluntar y reserve KD	388,139		•	1	,			388,139
ributable to equ	Statutory reserve KD	388,139		•	1	•			388,139
Attı	Treasury shares reserve KD	3,508		•	•	•		1	3,508
	Treasury shares KD	(50,489)		•		•		1	(50,489)
	Share premium KD	7,340		•		•			7,340,937
	Share capital KD	11,025,000			1	1			11,025,000
		Balance at 1 January 2011 Total	comprehensive income for the period Loss for the	period Other	comprenensive loss Total	comprehensive loss for the period Change in ownership	subsidiary Change in non- controlling	interest Balance at	30 September 2011

Wethaq Takaful Insurance Company K.S.C. (Closed) and subsidiary State of Kuwait

Condensed consolidated statement of changes in equity (unaudited) for the period from 1 January 2012 to 30 September 2012

	Total equity KD	12,149,235		405,992	(287,824)	118,168	(83,021)		183,620	12,368,002
	Non controlling interest KD	1,013,812		91,564	(75,452)	16,112	(83,021)		183,620	1,130,523
	Total KD	11,135,423		314,428	(212,372)	102,056	•			11,237,479
	Accumulated losses KD	(7,998,352)		314,428	,	314,428	•			(7,683,924)
	Employee share purchase plan reserve KD	65,964		ı	•		ı			65,964
	Translation reserve KD	(85,695)		,	(33,321)	(33,321)	ı		•	(910,011)
Сотрану	Changes in fair value reserve KD	58,272		•	(179,051)	(179,051)	•		1	(120,779)
Attributable to equity holders of the Company	Voluntary reserve KD	388,139		,	·	1	•			388,139
tributable to equ	Statutory reserve KD	388,139		•		•	•			388,139
A	Treasury shares reserve KD	3,508		•		4	1			3,508
	Treasury shares KD	(50,489)		ı			•			(50,489)
	Share premium KD	7,340,937		•			•		1	7,340,937
	Share capital KD	11,025,000		ı			ı			11,025,000
	Ralance at	l January 2012 Total	comprehensive income for the period	period Other	comprehensive loss Total	comprehensive loss for the period Dividends paid by	subsidiary Change in	ownership interest in subsidiary Change in non- controlling	interest Balance at	30 September 2012

Condensed consolidated statement of cash flows (unaudited)

for the period from 1 January 2012 to 30 September 2012

	Nine mor	iths ended
	30 September	30 September
	2012	2011
	KD	KD
Cash flows from operating activities:		
Profit / (loss) for the period	405,195	(19,002)
Adjustments for:	,	(15,002)
Net investment (gain)/ loss	(345,824)	466,104
Depreciation	-	30,473
Shareholders' share of insurance surplus	(468,407)	(249,118)
Management fees from policyholders	(75,268)	(436,220)
• •	(483,507)	(207,763)
Changes in:	(100,007)	(201,100)
Other assets	20,724	(1,072)
Other liabilities	96,319	60,406
Net cash used in operating activities	(366,465)	(148,429)
Cash flows from investing activities:		
Net movement in investment deposits	(231,919)	23,890
Additions to investment properties	(465)	23,090
Proceeds from sale of available-for-sale investments	163,722	_
Net movement in investments at fair value through profit or	103,722	-
loss	321,413	
Purchase of furniture and equipment	<i>52</i> 1,41 <i>5</i>	(60,375)
Dividend income received	_	8,499
Profit from investment deposit received	_	153,030
Net cash generated from investing activities	252,751	125,044
5 , and a standard and a standard	232,731	123,044
Cash flows from financing activities:		
Net movement in non-controlling interest	_	(39,618)
Proceed from capital increase from non-controlling interest	183,620	(32,010)
Net movement in amounts due to policyholders	154,259	299,116
Net cash generated from financing activities	337,879	259,498
		257,498
Foreign currency translation differences	(21,452)	(51,955)
Increase in bank balances and cash	202,713	184,158
Bank balances and cash at 1 January	1,999,804	560,728
Bank balances and cash at 30 September	2,202,517	744,886

Notes to the condensed consolidated interim financial information

for the period from 1 January 2012 to 30 September 2012

1. Reporting entity

Wethaq Takaful Insurance Company K.S.C. (Closed) is a Kuwaiti shareholding company incorporated in the State of Kuwait on 2 October 2000. The Company's shares are listed on the Kuwait Stock Exchange. It is engaged in transacting co-operative insurance operations and all related activities, including reinsurance. In addition, the Company can own, sell and purchase real estate and other financial instruments.

The Company's registered head office is at P.O. Box 371, Safat 13004, Kuwait.

The condensed consolidated interim financial information comprises of the Company and its subsidiary (together "the Group"):

Subsidiary:	Country of incorporation	Perc	Percentage of ownership				
		30 September 2012	31 December 2011	30 September 2011			
Wethaq Takaful Insurance Company	Egypt	60%	60%	60%	Insurance and reinsurance activities		

Takaful is an Islamic alternative to a conventional insurance and investment program, based on the mutual funds concept, where each policyholder will receive his share in the surplus arising from the insurance activities, in accordance with the Company's Articles of Association and the approval of Fatwa and Shari'a Supervisory Board.

The Company conducts business on behalf of the policyholders and advances funds to the policyholders' operations as and when required. The Company is responsible for liabilities incurred by policyholders in the event the policyholders' fund is in deficit and the operations are liquidated. The Company holds the physical custody and title of all assets related to the policyholders and shareholders' operations, however, such assets and liabilities together with the results of policyholders' lines of business is disclosed in notes 5 and 6.

The Company maintains separate books of accounts for policyholders and shareholders. Income and expenses clearly attributable to either activity are recorded in the respective accounts. Management and the Board of Directors determine the basis of allocation of expenses from joint operations. All insurance and investment activities are conducted in accordance with Islamic Shari'a, as approved by Fatwa and Shari'a Supervisory Board.

2. Basis of preparation

a) Statement of compliance

This condensed consolidated interim financial information has been prepared in accordance with IAS 34 *Interim Financial Reporting*. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as at and for the year ended 31 December 2011. The condensed consolidated interim financial information does not include all the

Notes to the condensed consolidated interim financial information

for the period from 1 January 2012 to 30 September 2012

information required for full annual financial statements prepared in accordance with International Financial Reporting Standards.

This condensed consolidated interim financial information was approved by the Board of Directors on [] 2012.

The comparatives for the interim condensed consolidated statement of financial position have been extracted from the audited consolidated financial statements for the year ended 31 December 2011. The comparative information has been extracted from the reviewed condensed consolidated interim financial information for the three-month and nine-month periods ended 30 September 2011.

b) Judgements and estimates

Preparing the interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

In preparing this condensed consolidated interim financial information, significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the audited consolidated financial statements for the year ended 31 December 2011.

3. Significant accounting policies

The accounting policies applied by the Group in this condensed consolidated interim financial information are the same as those applied by the Group in its consolidated financial statements for the year ended 31 December 2011.

4. Available for sale investments

Quoted securities	30 September 2012 KD (unaudited)	31 December 2011 KD (audited)	30 September 2011 KD (unaudited)
Equities	328,349	248,785	269,441
Unquoted securities			
Equities	553,725	564,403	553,900
Managed equity funds	1,426,070	1,396,139	1,383,485
Managed portfolios	3,022,276	3,410,616	3,468,807
	5,002,071_	5,371,158	5,406,192
	5,330,420	5,619,943	5,675,633

Notes to the condensed consolidated interim financial information

for the period from 1 January 2012 to 30 September 2012

5. Policyholders' consolidated assets and liabilities

	30 September 2012 KD (unaudited)	31 December 2011 KD (audited)	30 September 2011 KD (unaudited)
Assets			
Bank balances and cash	244,953	311,298	345,237
Investment deposits	8,517,078	8,307,482	7,258,622
Investments at fair value through profit	, ,	, ,,,,=	., 0,0
or loss	664,133	787,990	827,312
Islamic financing receivables	338,534	338,534	338,534
Accounts receivable and prepayments	972,978	1,164,186	1,078,107
Premiums receivable	1,615,340	1,688,906	1,684,700
Available for sale investments	970,157	970,157	970,157
Reinsurance recoverable on outstanding			ŕ
claims	4,430,423	3,264,209	3,016,371
Reinsurance premiums receivable	243,270	155,017	191,557
Amounts due from shareholders	1,303,552	1,149,293	1,103,593
Leasehold land	277,750	277,750	277,750
Furniture and equipment	798,902	413,694	166,811
	20,377,070	18,828,516	17,258,751
Liabilities Takaful reserves: Outstanding claims reserve Unearned premiums Incurred but not reported reserve Reserve retained on reinsurance business Premiums received in advance Reinsurance balance payable Provisions and other reserves Accounts payable and accruals Bank overdraft Qard Hassan from shareholders Net deficit from takaful operations Total liabilities	11,757,138 3,551,879 228,027 185,472 	10,659,136 3,615,266 277,387 314,558 	10,196,831 3,143,048 341,652 360,774 461,675 14,503,980 713,092 654,638 979,935 1,588,640 (1,181,534) 17,258,751
Movement in notice holders? for de			
Movement in policyholders' fund:	20 Contomber	21 D	20.0.
	30 September 2012	31 December 2011	30 September
	KD	KD	2011 KD
	(unaudited)	(audited)	(unaudited)
At 1 January Net deficit from insurance business for the period	(1,410,347)	(979,010)	(979,010)
Foreign currency translation difference	(8,132) (25,763)	(422,775)	(191,902)
Closing balance	(25,763)	(8,562)	(10,622)
Closing Datance	(1,444,242)	(1,410,347)	(1,181,534)

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Notes to the condensed consolidated interim financial information for the period from 1 January 2012 to 30 September 2012

6. Policyholders' consolidated results of operations

	Marine and	General			
	Aviation	accident	Fire	Life	Total
Nine month period ended 30 September 2012 (unaudited)	KD	KD	KD	KD	KD
Total revenues	137,455	3,482,066	126,478	123,684	3,869,683
Net surplus from insurance operations	62,629	958,163	55,838	32,437	1,114,067
Investment loss	(60,834)	(393,729)	(103,682)	(20,279)	(578,524)
Net surplus/ (deficit) by line of business	6,795	564,434	(47,844)	12,158	535,543
Shareholders' share of insurance surplus from subsidiary Management fees to shareholders of the Company Insurance surplus transferred to policyholders' fund				l	(468,407) (75,268)
	Marine and	General			(0,132)
Wire month would be a first of the state of	Aviation	accident	Fire	Life	Total
Nine month period ended 30 September 2011 (unaudited)	3	KD	KD	KD	KD
Total revenues	87,409	3,332,079	141,698	113,855	3,675,041
Net surplus from insurance operations	621	162,528	(6,429)	107,705	264,425
Investment income (loss)/ income	(3,566)	243,900	(4,303)	(7,020)	229,011
Net (deficit) surplus by line of business	(2,945)	406,428	(10,732)	100,685	493,436
Shareholders' share of insurance surplus from subsidiary					(249,118)
Management rees to snareholders of the Company				92	(436,220)
insurance surplus transferred to policyholders' fund					(191,902)

The policyholders of the subsidiary transferred deficit of KD 8,132 (30 September 2011: 191,902) to shareholders of subsidiary from total insurance surplus of KD 535,543 (30 September 2011: KD 493,436).

As per the Company's Articles of Association, the shareholders of the Company are entitled to management fees from policyholders of the Company up to 20% of the gross premium written and investment income. The Board of Directors of the Company have resolved not to charge management fees for the nine month period ended 30 September 2012.

Notes to the condensed consolidated interim financial information

for the period from 1 January 2012 to 30 September 2012

7. Net investment gain / (loss)

	Three more ended 30 S 2012 KD	-	Nine mont Ended 30 S 2012 KD	
Realized and unrealized income/ (loss) on investments at fair value through profit and				
loss Impairment loss on available	189,743	(66,466)	351,074	(241,819)
for sale investments	-	(199,492)	-	(385,814)
Others		47,781	(5,250)	161,509
-	189,743	(218,177)	345,824	(466,104)

8. Related party transactions

Related parties represent major shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Company's management.

Transactions with related parties included in the condensed consolidated interim financial information are as follows:

	30 September 2012 KD	30 September 2011 KD
Shareholders		
Interim condensed consolidated statement of financial position		
Financial assets at fair value through profit or loss	130,506	130,506
Financial assets available for sale	3,022,276	4,989,857
Accounts payable	338,534	338,534
Policyholders		
Policyholders' assets, liabilities and fund		
Financial assets at fair value through profit or loss	338,009	542,246
Financial assets available for sale	787,500	787,500

Notes to the condensed consolidated interim financial information

for the period from 1 January 2012 to 30 September 2012

	Nine month period ended 30 September	
	2012	2012
	KD	KD
Shareholders		
Interim condensed consolidated income statement		
Allowances and other benefits	33,000	49,500
Impairment loss on available for sale investments	5,250	382,813
Policyholders		
Policy holder's results		
Premiums written	73,077	62,592
Unrealized income/ (loss) on financial assets at fair value	75,077	02,372
through profit or loss	43,430	(116,480)
Key management compensation		
Short-term benefits	42,681	42,175
Termination benefits	11,689	14,955

9. Earnings/ (Loss) per share

Earnings/ (loss) per share attributable to shareholders of the Company is calculated by dividing the net profit /(loss) for the period attributable to the shareholders of the Company by the weighted average number of shares outstanding during the period.

	Three month period ended 30 September		Nine month period ended 30 September	
	2012	2011	2012	2011
Net profit/ (loss) for the period attributable to shareholders of the Company (KD) Weighted average number of ordinary shares (net of	128,971	(126,831)	314,428	(99,676)
treasury shares) outstanding for the period	109,804,500	109,804,500	109,804,500	109,804,500
Earnings/ (loss) per share (fils) – basic and diluted	1.17	(1.16)	2.86	(0.91)

10. Financial risk management

All aspects of the Company's financial risk management objectives and policies are consistent with those disclosed in the consolidated financial statements for the year ended 31 December 2011.

Notes to the condensed consolidated interim financial information for the period from 1 January 2012 to 30 September 2012

11. General assembly

The annual general meeting held on 12 April 2012 approved the following:

- Financial statements for the year ended 31 December 2011;
- Board of Directors' remuneration amounting to KD 1,750; and
- Board of Directors' recommendation not to distribute dividends for the year ended 31 December 2011.

12. Subsequent Event

On 2 October 2012, the Group acquired 600,000 shares of Warid leasing Co for for a consideration of KD 700,000 in order to obtain controlling interest in the company. This transaction was approved by the Group's board of directors on 30 September 2012.