



Review Report and Condensed Interim Consolidated Financial Statements

For the three-month period ended 31 March 2024

TECOM Group PJSC and its subsidiaries

TECOM GROUP PJSC AND ITS SUBSIDIARIES



CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2024

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REVIEW REPORT ON CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors TECOM Group PJSC Dubai United Arab Emirates

Introduction

We have reviewed the accompanying condensed interim consolidated balance sheet of TECOM Group PJSC (the "Company") and its subsidiaries (together, the "Group") as at 31 March 2024, and the related condensed interim consolidated statements of income, comprehensive income, changes in equity and cash flows for the three-month period then ended, and other explanatory notes. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34, 'Interim Financial Reporting' ("IAS 34"). 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 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 interim financial information is not prepared, in all material respects, in accordance with IAS 34.

Deloitte & Touche (M.E.)

Firas Anabtawi Registration No. 5482

2 May 2024

Dubai

United Arab Emirates





CONDENSED INTERIM CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024

	Notes	31 March 2024 AED'000	31 December 2023 AED'000
		(Reviewed)	(Audited)
ASSETS			
Non-current assets			
Property and equipment	5	91,846	93,459
Intangible assets		18,270	20,427
Investment property	6	11,854,293	11,864,542
Derivative financial instruments	7	244,571	221,995
Other receivables	8	13,912	14,215
Unbilled receivables	9	800,146	802,057
		13,023,038	13,016,695
Current assets			
Other receivables	8	547,349	124,803
Trade and unbilled receivables	9	148,005	102,159
Due from related parties	10	45,195	35,425
Cash and bank balances	11	1,423,521	1,535,183
		2,164,070	1,797,570
Total assets		15,187,108	14,814,265



CONDENSED INTERIM CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2024 (CONTINUED)

		31 March 2024	31 December 2023
	Notes	AED'000	AED'000
		(Reviewed)	(Audited)
EQUITY AND LIABILITIES			
Equity			
Share capital	12	500,000	500,000
Legal reserve	13	458,410	458,410
Hedge reserve		242,269	218,995
Retained earnings		5,044,130	5,151,602
Total equity		6,244,809	6,329,007
LIABILITIES			
Non-current liabilities			
Trade and other payables	18	2,559	3,304
Borrowings	14	4,355,219	4,351,767
Advances from customers	15	619,174	623,533
Deferred tax liabilities		2,302	-
Project liabilities	16	845,174	829,445
Derivative financial instruments	7	-	3,000
Employees' end-of-service benefits		44,537	43,912
Provision for other liabilities and charges	17	902,807	902,807
		6,771,772	6,757,768
Current liabilities			
Trade and other payables	18	357,080	348,523
Dividend payable	19	50,000	-
Advances from customers	15	860,969	836,605
Current tax liabilities		11,691	-
Project liabilities	16	445,208	460,533
Due to related parties	10	420,309	60,244
Provisions for other liabilities and charges	17	25,270	21,585
		2,170,527	1,727,490
Total liabilities		8,942,299	8,485,258
Total equity and liabilities		15,187,108	14,814,265

These condensed interim consolidated financial statements were approved by the Board of Directors on 2 May 2024 and were signed on its behalf by:

Malek Sultan Rashed Almalek Chairman

Abdulla Belhoul Chief Executive Officer Michael Wunderbaldinger Chief Financial Officer





CONDENSED INTERIM CONSOLIDATED STATEMENT OF INCOME FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2024

	Three-month period	Three-month period ended 31 March		
	2024	2023		
Notes	AED'000	AED'000		
	(Reviewed)	(Reviewed)		
20	564,038	513,784		
	(185,381)	(171,181)		
	378,657	342,603		
	13,157	9,979		
	391,814	352,582		
	(44,533)	(44,636)		
	(8,989)	(6,662)		
	(3,685)	-		
	(57,207)	(51,298)		
	334,607	301,284		
	19,236	11,870		
	(49,624)	(58,021)		
	(30,388)	(46,151)		
	304,219	255,133		
	(11,691)	-		
	292,528	255,133		
21	0.06	0.05		
	20	2024 AED'000 (Reviewed) 20		





CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2024

	Three-month period	ended 31 March
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Reviewed)
Profit for the period	292,528	255,133
Other comprehensive income		
Items that may be subsequently reclassified to profit or loss		
Fair value gain/(loss) on cash flow hedges, net of tax	23,274	(42,968)
Other comprehensive income/(loss) for the period,		
net of tax	23,274	(42,968)
Total comprehensive income for the period	315,802	212,165





CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2024

			Attributable	to owners of the Co	ompany	
	Notes	Share capital AED'000	Legal reserve AED'000	Hedge reserve AED'000	Retained earnings AED'000	Total equity AED'000
At 1 January 2023 (audited)		500,000	436,321	336,647	4,695,416	5,968,384
Profit for the period		-	-	-	255,133	255,133
Other comprehensive loss for the period		-	-	(42,968)	-	(42,968)
Total comprehensive income for the period		-	-	(42,968)	255,133	212,165
Transactions with owners:						
Dividends declared	19	-	-	-	(200,000)	(200,000)
		-	-	-	(200,000)	(200,000)
At 31 March 2023 (reviewed)		500,000	436,321	293,679	4,750,549	5,980,549
At 1 January 2024 (audited)		500,000	458,410	218,995	5,151,602	6,329,007
Profit for the period		-	-	-	292,528	292,528
Other comprehensive income for the period		-	-	23,274	-	23,274
Total comprehensive income for the period		-	-	23,274	292,528	315,802
Transactions with owners:						
Dividends declared	19	-	-	-	(400,000)	(400,000)
		-	-	-	(400,000)	(400,000)
At 31 March 2024 (reviewed)		500,000	458,410	242,269	5,044,130	6,244,809





CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE THREE-MONTH PERIOD ENDED 31 MARCH 2024

	_	Three-month	period ended 31 March
	_	2024	2023
	Notes	AED'000	AED'000
		(Reviewed)	(Reviewed)
Cash flows from operating activities			•
Cash generated from operations	22	425,352	352,608
Payment of employees' end of service benefits		(87)	(279)
Net cash generated from operating activities		425,265	352,329
Cash flows from investing activities			
Purchase of property and equipment	5	(751)	(1,042)
Payments for investment property, net of advances to contractors,	Ü	,	(, , ,
project liabilities and related provisions		(110,897)	(52,809)
Purchase of intangible assets		(1,360)	(1,536)
Due to a related party		-	(150,000)
Movement in fixed deposits with maturities			
greater than three months	11	140,000	120,000
Interest received		15,751	6,186
Net cash generated from/(used in) investing activities		42,743	(79,201)
Cash flows from financing activities			
Interest paid		(39,670)	(46,207)
Payment for dividends		(400,000)	-
Net cash used in financing activities		(439,670)	(46,207)
Net increase in cash and cash equivalents		28,338	226,921
Cash and cash equivalents, beginning of the period	44	669,882	276,666
Cash and cash equivalents, beginning of the period	11 11	698,220	503,587
oash and cash equivalents, end of the period	1.1	090,220	303,367



1. LEGAL STATUS AND ACTIVITIES

TECOM Group PJSC (the "Company") is a public joint stock with trade license number 577858 issued by the Department of Economy and Tourism in Dubai.

The Company was initially established as a limited liability company on 14 February 2006. The legal status of the Company was converted to a public joint stock company on 30 June 2022 by virtue of Company's shareholders resolution. On 5 July 2022, the Company listed its 12.5% ordinary shares on the Dubai Financial Market ("DFM" or the "Exchange") through an Initial Public Offering ("IPO").

The Company is domiciled in the United Arab Emirates (UAE) and its registered head office address is P.O. Box 66000, Umm Suqeim, Dubai, United Arab Emirates.

The principal activities of the Group are property leasing, development, facilities management and services.

The parent company is DHAM LLC (the "Parent Company"), which is a fully owned subsidiary of Dubai Holding Commercial Operations Group LLC (the "Intermediate Parent Company"), The Intermediate Parent Company is a fully owned subsidiary of Dubai Holding LLC (the "Ultimate Parent Company"). The "Ultimate Shareholder" of the Company was His Highness Sheikh Mohammed Bin Rashid Al Maktoum till 8 January 2023. On 8 January 2023, the Ultimate Shareholder and Ruler of Dubai issued Law No. 1 of 2023, transferring his direct ownership in the Ultimate Parent Company to the Government of Dubai. The Company and its subsidiaries are collectively referred to as the Group (the "Group").

The Group consolidates investments in the following principal subsidiaries:

Name of the entity	Nature of business	Ownership %		
Name of the entity	Nature of business	2024	2023	
TECOM Investments FZ LLC	Develop and lease properties	100	100	
Dubai Industrial City LLC*	Develop and lease properties	100	100	
Dubai Design District FZ LLC	Develop and lease properties	100	100	
	Project management engineering			
Tamdeen LLC*	and feasibility studies	100	100	
Dubai Design District	Develop and lease properties and real estate			
Hospitality FZ LLC	services	100	100	
AXS FZ LLC	Incorporation and visa related services	100	100	
DMC Butterfly Building FZ LLC	Real estate services	100	100	
Innovation Hub FZ-LLC	Real estate services	100	100	
IN5 FZ LLC	Regional headquarters for real estate services	100	100	
DIC 1 FZ LLC	Develop properties and real estate services	100	100	
DIC 2 FZ LLC	Develop properties and real estate services	100	100	
DKV 1 FZ LLC	Develop properties and real estate services	100	100	
Innovation Hub Phase 1 FZ-LLC	Real Estate services	100	100	
Master Project 1 FZ-LLC	Real Estate services	100	100	
Dquarters FZ LLC	Regional headquarters for real estate services	100	100	

^{*}The ownership percentage represents the beneficial ownership of the Group in these subsidiaries.

The Group only operates in the UAE and has no subsidiaries in foreign jurisdictions.

The Group has not purchased or invested in any shares for the three-month period ended 31 March 2024.



1. **LEGAL STATUS AND ACTIVITIES** (CONTINUED)

On 9 December 2022, the United Arab Emirates (UAE) Ministry of Finance ("MoF") released Federal Decree-Law No 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to enact a new CT regime in the UAE. The new CT regime has become effective for accounting periods beginning on or after 1 June 2023. As the Group's accounting year ends on 31 December, the first tax period will be the period from 1 January 2024 to 31 December 2024, with the respective tax return to be filed on or before 30 September 2025.

The taxable income of the entities that are in scope for UAE CT purposes will be subject to the rate of 9% corporate tax for mainland entities and where conditions are met, 0% for freezones.

The tax charge for period ended 31 March 2024 is AED 11.7 million (31 March 2023: AED NIL), representing an Effective Tax Rate ("ETR") of 3.84% (31 March 2023: NIL). The deviation from the UAE statutory tax rate (i.e. 9%) is primarily driven by subsidiaries operating in free zones that are subject to tax exemptions.

2. MATERIAL ACCOUNTING POLICY INFORMATION

2.1 Statement of compliance

The condensed interim consolidated financial statements of the Group have been prepared in accordance with the requirements of International Accounting Standard 34 'Interim Financial Reporting' ("IAS 34") and comply with the applicable requirements of the laws in the UAE.

No income of a seasonal nature was recorded in the condensed interim consolidated financial statements for the three-month period ended 31 March 2024. In addition, the results for the three-month period ended 31 March 2024 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2024.

These condensed interim consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's consolidated financial statements for the year ended 31 December 2023.

2.2 Basis of preparation

The condensed interim consolidated financial statements are presented in United Arab Emirates (AED) which is the Company's functional currency and the Group's presentation currency. All amounts have been rounded to the nearest AED thousands ('000s), unless stated otherwise.

The condensed interim consolidated financial statements have been prepared on the historical cost basis, except for the revaluation of financial instruments that are measured at fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The preparation of condensed interim consolidated financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the condensed interim consolidated financial statements are disclosed in Note 4.

Certain comparative amounts have been reclassified to conform to the presentation used in these condensed interim consolidated financial statements.

The same accounting policies and methods of computation, as well as assumptions, are followed in these condensed interim consolidated financial statements as compared to the most recent annual consolidated financial statements, except for the new policies, standards, and amendments adopted during the current period as outlined in notes 2.3 and 2.4 of the condensed interim consolidated financial statements.



2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.3 Application of new and revised International Financial Reporting Standards ("IFRS Accounting Standards")

(a) New and revised IFRS Accounting Standards applied with no material effect on the condensed interim consolidated financial statements

The following new and revised IFRS Accounting Standards, which became effective for annual periods beginning on or after 1 January 2024, have been adopted in these condensed interim consolidated financial statements. Their adoption has not had any material impact on the disclosures or on the amounts reported in these condensed interim consolidated financial statements.

- Amendments to IFRS 16 Leases relating to Lease Liability in a Sale and Leaseback
- Amendments to IAS 1 Presentation of Financial Statements relating to Classification of Liabilities as Current or Non-Current
- Amendments to IAS 1 Presentation of Financial Statements relating to Non-current Liabilities with Covenants
- Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures relating to Supplier Finance Arrangements

Other than the above, there are no other significant IFRSs and amendments that were effective for the first time for the financial year beginning on or after 1 January 2024.

(b) New and revised IFRS Accounting Standards in issue but not yet effective

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

New and revised IFRS Accounting Standards	Effective for annual periods beginning on or after
Amendments to IAS 21 <i>The Effects of Changes in Foreign Exchange Rates</i> relating to Lack of Exchangeability	1 January 2025
Amendments to the SASB (Sustainability Accounting Standards Board) standards to enhance their international applicability	1 January 2025
IFRS 18 Presentation and Disclosures in Financial Statements	1 January 2027
Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011)	Effective date deferred indefinitely. Adoption is still permitted.

Management anticipates that these new standards, interpretations and amendments will be adopted in the Group's condensed interim consolidated financial statements as and when they are applicable and adoption of these new standards, interpretations and amendments may have no material impact on the condensed interim consolidated financial statements of Group in the period of initial application.

2.4 Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income, based on the applicable income tax rate for each jurisdiction, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.



2. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

2.4 Income tax (continued)

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that, at the time of the transaction, affects neither accounting nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxable entity and tax authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

3. FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's operations and borrowings expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

The Group manages its cash flow interest rate risk by using floating-to-fixed interest rate swaps. Such interest rate swaps have the economic effect of converting borrowings from floating to fixed rates.

The condensed interim consolidated financial statements do not include all financial risk management information and disclosures required in the annual consolidated financial statements.

3.2 Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying businesses, the Group aims to maintain flexibility in funding by keeping committed credit lines available. Management reviews cash flows at regular intervals.

3.3 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- 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 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).



3. FINANCIAL RISK MANAGEMENT (CONTINUED)

3.3 Fair value estimation (continued)

The following table presents the Group's assets and liabilities that are measured at fair value at 31 March 2024:

	Level 2 AED'000
	(Reviewed)
Assets	
Derivatives designated as cash flow hedges	244,571
Liabilities	
Derivatives designated as cash flow hedges	-

The following table presents the Group's assets and liabilities that are measured at fair value at 31 December 2023:

	Level 2 AED'000
Assets	(Audited)
Derivatives designated as cash flow hedges	221,995
Liabilities Derivatives designated as cash flow hedges	3,000

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of these condensed interim consolidated financial statements, requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

The significant judgements 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 Group's consolidated financial statements for the year ended 31 December 2023, except for as disclosed below:

(a) Income taxes

The Group's current tax provision of AED 11,691,000 (2023: NIL) relates to management's assessment of the amount of tax payable on open tax positions where the liabilities remain to be agreed with the relevant tax authorities.



5. PROPERTY AND EQUIPMENT

	Notes	Buildings AED'000	Building interior improvements, furniture and fixtures AED'000	Computer hardware AED'000	Motor vehicles AED'000	Other assets AED'000	Capital work in progress AED'000	Total AED'000
2024								
Cost								
At 1 January 2024 (audited)		137,840	128,315	46,181	1,364	19,077	154	332,931
Additions		-	591	142	-	18	-	751
Transfers from investment property	6	-	454	-	-	-	(154)	300
At 31 March 2024 (reviewed)		137,840	129,360	46,323	1,364	19,095	-	333,982
Accumulated depreciation								
At 1 January 2024 (audited)		55,611	123,195	44,775	986	14,905	-	239,472
Depreciation charge for the period		875	834	206	178	384	-	2,477
Transfers from investment property	6	-	187	-	-	-	-	187
At 31 March 2024 (reviewed)		56,486	124,216	44,981	1,164	15,289	-	242,136
Net book value at 31 March 2024 (reviewed)		81,354	5,144	1,342	200	3,806	-	91,846



5. **PROPERTY AND EQUIPMENT** (CONTINUED)

	Notes	Buildings AED'000	Building interior improvements, furniture and fixtures AED'000	Computer hardware AED'000	Motor vehicles AED'000	Other assets AED'000	in progress	Total AED'000
2023								
Cost								
At 1 January 2023 (audited)		137,840	124,873	45,415	1,364	14,137	390	324,019
Additions		-	1,778	839	-	4,940	154	7,711
Transfers from investment property	6	-	1,664	-	-	-	(390)	1,274
Transfers to related parties		-	-	(18)	-	-	-	(18)
Disposals		-	-	(55)	-	-	-	(55)
At 31 December 2023 (audited)		137,840	128,315	46,181	1,364	19,077	154	332,931
Accumulated depreciation								
At 1 January 2023 (audited)		52,115	118,611	43,997	456	11,845	-	227,024
Depreciation charge for the year		3,496	2,920	838	530	3,060	-	10,844
Transfer from investment property	6	-	1,664	-	-	-	-	1,664
Transfers to related parties		-	-	(5)	-	-	-	(5)
Disposals		-	-	(55)	-	-	-	(55)
At 31 December 2023 (audited)		55,611	123,195	44,775	986	14,905	-	239,472
Net book value at 31 December 2023 (audited)		82,229	5,120	1,406	378	4,172	154	93,459

The depreciation charge for the period is recognised under general and administrative expenses amounting to AED 2,477,000 (for the three-month period ended 31 March 2023: AED 2,147,000).



6. INVESTMENT PROPERTY

	Notes	Land AED'000	Buildings and improvements AED'000	Infrastructure AED'000	Capital work- in progress AED'000	Total AED'000
2024						
Cost						
At 1 January 2024 (audited)		3,687,468	10,521,991	3,244,663	3,599,897	21,054,019
Additions		-	43,860	-	65,001	108,861
Transfers to related parties	10	-	-	-	(20,503)	(20,503)
Transfers to property and equipment	5	-	(454)	-	154	(300)
Transfers within other captions of investment property		-	-	18,437	(18,437)	-
At 31 March 2024 (reviewed)		3,687,468	10,565,397	3,263,100	3,626,112	21,142,077
Accumulated depreciation and impairment						
At 1 January 2024 (audited)		1,946,344	4,614,437	1,102,968	1,525,728	9,189,477
Depreciation charge for the period		-	89,927	8,567	-	98,494
Transfers to property and equipment	5	-	(187)	-	-	(187)
At 31 March 2024 (reviewed)		1,946,344	4,704,177	1,111,535	1,525,728	9,287,784
Net book value at 31 March 2024 (reviewed)		1,741,124	5,861,220	2,151,565	2,100,384	11,854,293



6. INVESTMENT PROPERTY (CONTINUED)

	Notes	Land AED'000	Buildings and improvements AED'000	Infrastructure AED'000	Capital work- in progress AED'000	Total AED'000
2023						
Cost						
At 1 January 2023 (audited)		3,687,468	10,355,799	3,244,663	3,405,743	20,693,673
Additions		-	-	-	382,041	382,041
Transfers to related parties	10	-	-	-	(20,421)	(20,421)
Transfers to property and equipment	5	-	(1,664)	-	390	(1,274)
Transfers within other captions of investment property		-	167,856	-	(167,856)	-
At 31 December 2023 (audited)		3,687,468	10,521,991	3,244,663	3,599,897	21,054,019
Accumulated depreciation and impairment						
At 1 January 2023 (audited)		1,946,344	4,303,841	1,043,833	1,525,728	8,819,746
Depreciation charge for the year		-	312,260	59,135	-	371,395
Transfers to property and equipment	5	-	(1,664)	-	-	(1,664)
At 31 December 2023 (audited)		1,946,344	4,614,437	1,102,968	1,525,728	9,189,477
Net book value at 31 December 2023 (audited)		1,741,124	5,907,554	2,141,695	2,074,169	11,864,542

The capital work-in-progress includes buildings under construction, land and infrastructure under construction for investment properties.

The depreciation charge for the period is recognised under direct costs amounting to AED 98,494,000 (for the three-month period ended 31 March 2023: AED 92,745,000).

As at 31 March 2024, the estimated fair value of the Group's investment property is AED 22,934,827,000 (31 December 2023: AED 22,934,827,000).

No impairment indicators were observed for any classes of investment property during the period ended 31 March 2024.



6. INVESTMENT PROPERTY (CONTINUED)

The following amounts have been recognised in the condensed interim consolidated statement of income in respect of investment property:

	Three-month period ended 31 March		
	2024	2023	
	AED'000	AED'000	
	(Reviewed)	(Reviewed)	
Operating lease income (Note 20) Direct costs (including depreciation) arising from	505,018	456,984	
investment property that generated operating lease income	163,688	152,198	

7. DERIVATIVE FINANCIAL INSTRUMENTS

	Notional amount AED'000	Asset AED'000	Liabilities AED'000
At 31 March 2024 (Reviewed)			
Designated as cash flow hedges			
Interest rate swap contracts	3,877,098	244,571	-
At 31 December 2023 (Audited)			
Designated as cash flow hedges			
Interest rate swap contracts	3,990,747	221,995	3,000

The Group uses derivatives only for economic hedging purposes and not as speculative investments. However, where derivatives do not meet the hedging criteria under IFRS, they are classified as 'held for trading' for accounting purposes as required by IFRS. In particular, the Group uses interest rate swaps to minimise the effect of interest rate fluctuations on its borrowings. The contracts entered into by the Group are principally denominated in AED. The fair values of these contracts are recorded in the condensed interim consolidated balance sheet and is determined by reference to valuations by reputable external financial institutions.

Interest rate swaps are commitments to exchange one set of cash flows for another. The swaps result in an economic exchange of interest rates, no exchange of principal takes place. These swap transactions entitle the Group to receive or pay amounts derived from interest rate differentials between an agreed fixed interest rate and the applicable floating rate prevailing at the beginning of each interest period.

At 31 March 2024, the fixed interest rates vary from 1.52% to 4.36% per annum (31 December 2023: 1.52% to 4.36% per annum). The floating rates are linked to Emirates Interbank Offered Rate ("EIBOR").

Changes in the fair market values of interest rate swaps that are considered effective and designated as cash flow hedges are recognised in the hedge reserve in other comprehensive income. Amounts are reclassified to profit or loss when the associated hedged transaction affects profit or loss. There was no ineffectiveness to be recorded from the cash flow hedges. The change in fair values of interest rate swaps designated as cash flow hedges for the three-month period ended 31 March 2024 amounted to a gain of AED 25,576,000 (for the three-month period ended 31 March 2023: a loss of AED 42,968,000). The related tax on the gain for the period is AED 2,302,000, which has been set off against the fair value gain disclosed in the other comprehensive income.



8. OTHER RECEIVABLES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Advances to contractors and suppliers	64,992	71,778
Finance lease receivables	18,033	18,336
Prepayments	437,909	19,902
Other receivables	40,327	29,002
	561,261	139,018
Less: non-current	(13,912)	(14,215)
Current	547,349	124,803

9. TRADE AND UNBILLED RECEIVABLES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Trade receivables	208,447	193,814
Less: loss allowance	(92,438)	(91,655)
	116,009	102,159
Less: non-current	-	-
Current	116,009	102,159
Unbilled receivables - operating leases	985,867	958,987
Less: loss allowance	(153,725)	(156,930)
	832,142	802,057
Less: non-current	(800,146)	(802,057)
Current	31,996	-
Trade and unbilled receivables		
Current	148,005	102,159
Non-current	800,146	802,057
	948,151	904,216

The fair values of trade and unbilled receivables approximate their carrying amounts.

Unbilled receivables arise on revenue recognition based on straight lining which is mainly driven by rent free periods and rent escalation as per the contracts.

The Group has a broad base of customers with no concentration of credit risk within trade receivables at 31 March 2024 and 31 December 2023. The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable.

The provision against not past due receivables reflects loss allowance against specific customers considered having a higher probability of default. The creation and release of the loss allowance on receivables have been included in the condensed interim consolidated statement of income under general and administrative expenses. Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash. The majority of the Group's trade and unbilled receivables are denominated in AED.



10. BALANCES AND TRANSACTIONS WITH RELATED PARTIES

Related parties comprise shareholders, ultimate parent company, parent company and key management personnel and businesses which are controlled directly by the shareholders or key management personnel. Related parties also include entities over which the ultimate parent company has control or significant influence.

(a) Due from related parties

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Intermediate Parent Company	-	49
Parent Company	-	1,691
Other subsidiaries of the Parent Company	29,036	14,774
Other related parties	16,159	18,911
	45,195	35,425

The amount due from related parties as at 31 March 2024 and 31 December 2023 are classified as current in the condensed interim consolidated balance sheet. The receivables are unsecured in nature and bear no interest. The maximum exposure to credit risk at the reporting date is the fair value of each of the amount receivable from related parties.

The fair values of due from related parties approximate their carrying amounts and are fully performing at 31 March 2024 and 31 December 2023.

Due from and due to related party balances are offset and the net amount is reported in the condensed interim consolidated balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the due from and due to balances simultaneously.

(b) Due to related parties

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Ultimate Parent Company	6,435	9,111
Intermediate Parent Company	7,071	-
Parent Company	348,309	-
Other subsidiaries of the Parent Company	17,761	11,520
Other related parties	40,733	39,613
	420,309	60,244

The payables to related parties arise mainly from purchase transactions and are non-interest bearing, and payable on demand, except in respect of the Parent Company, which includes unpaid dividends as at the reporting date.



10. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

(c) Related party transactions

Break up of other significant transactions with related parties in the normal course of the business is as follows:

	Three-month period ended 31 March		
	2024	2023	
	AED'000	AED'000	
	(Reviewed)	(Reviewed)	
Transactions between related parties:			
Dividends declared to Parent Company	350,000	175,000	
Transfer of investment property to Parent Company	20,503	20,421	
Services provided to related parties included in revenue:			
Operating lease income from fellow subsidiaries and others	7,455	8,265	
Cost recovery income	7,856	2,157	
Services income from the Parent Company			
and fellow subsidiaries	1,384	1,356	
Services provided by related parties included in expenses:			
Direct costs - operation and maintenance costs			
- Entities under common control	25,410	25,429	
- Other related parties	8,795	9,386	
General and administrative expenses - cost recharged			
- Ultimate Parent Company	2	1,531	
- Parent Company	3,307	11,529	

(d) Remuneration of key management personnel

The compensation to key management personnel of the Group is shown below:

	Three-month period ended 31 March		
-	2024	2023	
	AED'000	AED'000	
	(Reviewed)	(Reviewed)	
Salaries and other short-term employee benefits	9,519	9,163	
End of service, termination and other post-employment benefits	180	182	
Board of Directors' remuneration	1,250	1,250	
	10,949	10,595	



11. CASH AND BANK BALANCES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Cash on hand	874	698
Cash at banks		
- Current account	697,346	569,184
- Fixed deposits	725,301	965,301
	1,423,521	1,535,183

Cash and cash equivalents include the following for the purposes of the condensed interim consolidated statement of cash flows:

	31 March	31 December	
	2024	2023	
	AED'000	AED'000	
	(Reviewed)	(Audited)	
Cash and bank balances	1,423,521	1,535,183	
Fixed deposits with maturities greater than 3 months	(725,301)	(865,301)	
	698,220	669,882	

Bank accounts are held with locally incorporated banks. Fixed deposits carry interest in the range of 5.25% to 5.75% (31 December 2023: 5.09% to 5.75%) per annum.

12. SHARE CAPITAL

The total authorised and issued share capital of the Company comprises 5,000,000 shares (31 December 2023: 5,000,000,000 shares) of AED 0.10 each. All shares were fully paid-up.

13. LEGAL RESERVE

In accordance with the UAE Federal Decree Law No. (32) of 2021 and Articles of Association, 10% of the profit for the year of the public joint stock company and 5% of the profit for the year of each UAE limited liability registered company are transferred to a legal reserve, which is not distributable. Transfers to this reserve are required to be made until such time as it equals at least 50% of the paidup share capital of the respective companies. Accordingly, for the year ending 31 December 2024, transfers to the legal reserve are expected to be made by the individual entities within the Group at the end of the year in line with the aforementioned policy.



14. BORROWINGS

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Bank borrowings	4,400,000	4,400,000
Unamortised transaction costs	(44,781)	(48,233)
Carrying amount	4,355,219	4,351,767
Less: non-current	(4,355,219)	(4,351,767)
Current	-	-

On 14 June 2023, the Group refinanced its existing bank facilities through a facility aggregating to AED 7,600,000,000 with multiple tranches from consortium of banks, in exchange of settlement of existing obligation. As at 31 March 2024, the unamortised transaction costs amounted to AED 44,781,000 (31 December 2023: AED 48,233,000).

The purpose of the loan facility is to repay existing facilities and for general corporate purposes of the Group. The facility is repayable in a single bullet payment in 2028.

As at 31 March 2024, the Group has undrawn floating rate borrowing amounting to AED 3,200,000,0000 from the above facility (31 December 2023: AED 3,200,000,000).

The Group has sufficient headroom to enable it to conform to covenants on its existing borrowings and sufficient working capital and undrawn financing facilities to service its operating activities and ongoing investments as at 31 March 2024 and 31 December 2023.

Below are major financial covenants as required by the terms of the facility:

- i) Leverage for each period not to exceed certain ratios as specified in the facility agreement.
- ii) Debt Service Cover Ratio not to be less than 1.20:1.
- iii) Minimum Net Worth in respect of any relevant period not to be less than AED 3,673,000,000 (or its equivalent in any other currency).

The Group has complied with all covenants in line with the borrowing facility agreements at each reporting period. The Group has not had any defaults of principal, interest or redemption amounts during the periods on its borrowed funds. Interest rates on the above bank borrowings ranged from 6.21% to 6.35% (31 December 2023: ranged from 6.12% to 6.39%) per annum.

Total borrowings of AED 4,400,000,000 (31 December 2023: AED 4,400,000,000) are subject to repricing within three months of the condensed interim consolidated balance sheet date. The Group's borrowings are denominated in AED.



15. ADVANCES FROM CUSTOMERS

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Operating lease advances	1,207,949	1,187,616
Contract advances	40,689	42,144
Refundable deposits	231,505	230,378
	1,480,143	1,460,138
Less: non-current	(619,174)	(623,533)
Current	860,969	836,605

Operating lease advances and contract advances represents amounts collected from customers in advance which are subsequently released to the condensed interim consolidated statement of income once the revenue recognition criteria are met.

16. PROJECT LIABILITIES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Project payables	1,164,599	1,158,574
Retentions payable	125,783	131,404
	1,290,382	1,289,978
Less: non-current	(845,174)	(829,445)
Current	445,208	460,533

Project payables includes amount contracted with a government authority to pay its share of costs of roadworks serving the Group's developments with present value of AED 936,647,000 (31 December 2023: AED 923,675,000). These costs are paid based on agreed annual fixed installments and are measured at the present value of the expected cash outflows required to settle the obligation.

17. PROVISIONS FOR OTHER LIABILITIES AND CHARGES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Provision for infrastructure cost	902,807	902,807
Provision for terminations and legal claims	25,270	21,585
	928,077	924,392
Less: non-current	(902,807)	(902,807)
Current	25,270	21,585



18. TRADE AND OTHER PAYABLES

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Trade payables	106,332	72,489
Accrued expenses	207,134	222,589
Other payables	46,173	56,749
	359,639	351,827
Less: non-current	(2,559)	(3,304)
Current	357,080	348,523

19. DIVIDENDS

At the Annual General Meeting held on 14 March 2023, shareholders approved the distribution of dividends amounting to AED 200,000,000 (AED 0.04 per share).

At the Annual General Meeting held on 4 March 2024, shareholders approved the distribution of final cash dividend of AED 400,000,000 (AED 0.08 per share).

20. REVENUE

	Three-month period	Three-month period ended 31 March	
	2024	2023 AED'000	
	AED'000		
	(Reviewed)	(Reviewed)	
Operating lease income (Note 6)	505,018	456,984	
Service income	59,020	56,800	
	564,038	513,784	

The payments for service income are received in advance and have no significant financing component.

The aggregate amount of sale price allocated to performance obligations that are unsatisfied/partially satisfied as at 31 March 2024 amounted to AED 40,689,000 (31 December 2023: AED 42,144,000). The Group expects to recognise revenue from these unsatisfied performance obligations over a period of 2 years.



21. EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing profit for the period attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period.

As there are no dilutive instruments outstanding, basic and diluted earnings per share are identical. The calculation of basic and diluted earnings per share attributable to the owners of the Company is based on the following data:

	Three-month period ended 31 March		
	2024	2023	
	(Reviewed)	(Reviewed)	
Earnings			
Earnings for the purpose of basic and diluted earnings per share (profit for the period attributable to owners of the			
Company) rounded to the nearest AED'000	292,528	255,133	
Weighted average number of shares			
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	5,000,000,000	5,000,000,000	
Basic and diluted earnings per share attributable to			
Owners of the Company rounded to the nearest Fil	0.06	0.05	

22. CASH GENERATED FROM OPERATIONS

	Three-month period ended 31 March		
	2024	2023	
	AED'000	AED'000	
	(Reviewed)	(Reviewed)	
Profit for the period	292,528	255,133	
Adjustments for:			
Depreciation and amortisation	104,488	97,521	
Reversal of loss allowance on trade and unbilled receivables	(2,422)	(1,932)	
Provisions for other liabilities and charges	4,397	1,128	
Liabilities written back	(4,481)	(288)	
Finance income	(19,236)	(11,870)	
Finance costs	49,624	58,021	
Income tax expense	11,691	-	
	436,589	397,713	
Changes in operating assets and liabilities:			
Trade and other receivables, before provision and write offs			
and excluding advances to contractors	(65,025)	(9,625)	
Trade and other payables excluding project liabilities	32,990	(44,843)	
Due from related parties	10,733	1,926	
Due to related parties	10,065	7,437	
Cash generated from operations	425,352	352,608	



23. COMMITMENTS

(a) Capital commitments

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Property and equipment	5,863	4,679
Intangible assets	8,368	5,606
Investment properties	647,175	612,463

(b) Operating lease arrangements - the Group as lessor

Operating non-cancellable leases relate to the investment property owned by the Group with lease terms of between 1 to 5 years for building leases and between 20 to 50 years for land leases.

Future minimum rentals receivable under non-cancellable operating leases are as follows:

	31 March	31 December
	2024	2023
	AED'000	AED'000
	(Reviewed)	(Audited)
Later than 5 years	12,965,873	12,157,819
Later than 1 year and not later than 5 years	2,884,114	2,818,047
Not later than 1 year	779,722	798,861
	16,629,709	15,774,727

(c) Letters of credit

Letters of credit of AED 96,602,000 (31 December 2023: AED 96,602,000) issued for construction of certain infrastructure costs.



24. SEGMENT REPORTING

Information regarding the Group's reportable segments is set out below in accordance with IFRS 8 Operating Segments. IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the Group's Chief Executive Officer, as the chief operating decision maker, in order to allocate resources to the segment and to assess its performance. Information reported to the Group's Chief Executive Officer for the purpose of resource allocation and assessment of segment performance focuses on the financial performance of each business segment only. No information that includes the segments' assets and liabilities are reported to the Group's Chief Executive Officer.

The Group is organised into four reportable segments: (i) commercial leasing, (ii) industrial leasing, (iii) land leasing and (iv) services and others. The following describes the types of properties, products or services that fall within each of our financial segments:

- Commercial leasing consists of built to lease and built to suit properties. Built to lease properties are our commercial properties which are typically developed for multiple tenants and are leased out to customers, and include office, retail space and business centres (built to lease). Built to suit properties typically represent our commercial properties where we were able to identify customers in advance of developing the property in order to build a single-tenant customised property that meet a customer's specifications, which are then leased out to them upon completion or similar properties (built to suit).
- Industrial leasing consists of warehouses and staff accommodation (housing for businesses to accommodate their workers).
- Land leasing consists of land leases. Our land leases represent land available within our business districts that already has or is expected to develop the necessary infrastructure (such as connecting roads, water, electricity and sewage) that allows us to lease the land. We have intentionally retained such land in order to be able to lease it to customers to suit their specific needs, such as manufacturing, commercial, retail, residential or academic purposes.
- Services consist of fees from the services that we provide, including those generated from our AXS platform, venue management services, property management and leasing agreements and our in5 platform.
- Other segments include businesses that individually do not meet the criteria of a reportable segment. These segments include operations and support functions.

The Group operates primarily in United Arab Emirates and accordingly no further geographical analysis of revenue and profit are given. Segment revenue reported represents revenue generated from customers and there were no intersegment sales.

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment results represents the profit earned by each segment before interest, depreciation and amortisation. This is the measure reported to the Group's Chief Executive Officer for the purpose of resource allocation and assessment of segment performance.



24. **SEGMENT REPORTING** (CONTINUED)

Information regarding these segments are as follows:

	Commercial	Land	Industrial	Services	
	leasing	leasing	leasing	and others	Total
	AED'000	AED'000	AED'000	AED'000	AED'000
31 March 2024 (Reviewed)					
Revenue	295,805	107 014	94.000	59,020	E64 020
	•	127,214	81,999	•	564,038
Direct cost	(49,544)	(502)	(14,749)	(10,063)	(74,858)
Other operating income	12,548	586	- (0.000)	23	13,157
Other expenses	(44,450)	(7,677)	(6,600)	(4,515)	(63,242)
Segment results before interest and					
depreciation and amortisation	214,359	119,621	60,650	44,465	439,095
Depresiation and executionism	(OF 704)		(47.450)	(4.540)	(404 400)
Depreciation and amortisation	(85,781)	- (C 000)	(17,159)	(1,548)	(104,488)
Income tax expense	546	(6,909)	(3,435)	(1,893)	(11,691)
Unallocated net finance cost	-	-	-	-	(30,388)
Profit for the period	129,124	112,712	40,056	41,024	292,528
	<u> </u>		-	-	
31 March 2023 (Reviewed)					
Revenue	275,067	111,679	70,238	56,800	513,784
Direct cost	(45,313)	· <u>-</u>	(12,844)	(9,935)	(68,092)
Other operating income	9,872	-	76	31	9,979
Other expenses	(42,052)	(6,180)	(4,185)	(4,449)	(56,866)
Segment results before interest and					
depreciation and amortisation	197,574	105,499	53,285	42,447	398,805
Depreciation and amortisation	(80,007)	_	(16,250)	(1,264)	(97,521)
Unallocated net finance cost	(00,007)	-	(10,230)	(1,204)	(46,151)
Onanocated her infalle cost					(40,131)
Profit for the period	117,567	105,499	37,035	41,183	255,133
	,	,	0.,000	,	

Management primarily relies on net finance cost, not the gross finance income and finance cost in managing all segments and does not allocate to segments. Therefore, unallocated net finance cost is disclosed.

No single customer contributed 10% or more to the Group's revenue.