ALAFCO AVIATION LEASE AND FINANCE COMPANY K.S.C.P. AND SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

31 DECEMBER 2017



Ernst & Young Al Aiban, Al Osaimi & Partners P.O. Box 74 18-20th Floor, Baitak Tower Ahmed Al Jaber Street Safat Square 13001, Kuwait Tel: +965 2 295 5000 Fax: +965 2 245 6419 kuwait@kw.ey.com ev.com/mena

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF ALAFCO AVIATION LEASE AND FINANCE COMPANY K.S.C.P.

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of ALAFCO Aviation Lease and Finance Company K.S.C.P. (the "parent company") and its subsidiaries (together, the "group") as at 31 December 2017, and the related interim condensed consolidated statements of income, comprehensive income, changes in equity and cash flows for the three months period then ended. The management of the parent company is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard 34 Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed consolidated 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 condensed consolidated 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 interim condensed consolidated financial information is not prepared, in all material respects, in accordance with International Accounting Standard 34.

Report on Other Legal and Regulatory Requirements

Furthermore, based on our review, the interim condensed consolidated financial information is in agreement with the books of account of the parent company. We further report that, to the best of our knowledge and belief, we have not become aware of any violations of the Companies Law No. 1 of 2016 as amended, and its Executive Regulations, as amended, or of the parent company's Memorandum of Incorporation and Articles of Association, as amended during the three months period ended 31 December 2017 that might have had a material effect on the business of the parent company or on its financial position.

BADER A. AL-ABDULJADER

LICENCE NO. 207-A

EY

(AL AIBAN, AL OSAIMI & PARTNERS)

30 January 2018 Kuwait

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

As at 31 December 2017

	Notes	31 December 2017 KD	(Audited) 30 September 2017 KD	31 December 2016 KD
ASSETS Aircraft, engines and equipment	4	908,428,561	883,547,970	701,613,143
Capital advances Receivables Cash and cash equivalents		140,946,288 2,966,627 52,462,931	127,570,232 3,224,856 61,987,014	90,368,281 1,822,843 53,163,568
TOTAL ASSETS		1,104,804,407	1,076,330,072	846,967,835
EQUITY AND LIABILITIES				
EQUITY Share capital	5	95,209,348	95,209,348	95,209,348
Share premium	3	95,209,348 17,829,167	93,209,348 17,829,167	17,829,167
Statutory reserve		24,120,022	24,120,022	20,626,586
Foreign currency translation reserve		12,545,609	12,933,651	16,425,461
Retained earnings		134,905,052	136,650,080	112,523,127
TOTAL EQUITY		284,609,198	286,742,268	262,613,689
LIABILITIES				
Due to financial institutions		637,526,703	611,848,817	441,398,084
Security deposits		13,816,525	14,312,313	16,351,984
Maintenance reserve and provisions		139,554,159	143,731,943	115,430,258
Other liabilities		29,297,822	19,694,731	11,173,820
TOTAL LIABILITIES		820,195,209	789,587,804	584,354,146
TOTAL EQUITY AND LIABILITIES		1,104,804,407	1,076,330,072	846,967,835

Barrak A. Al-Sabeeh Chairman of the Board Ahmad Abdullah Alzabin Vice Chairman and CEO

INTERIM CONDENSED CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

	Three mon	ths ended
	31 Dec	ember
	2017	2016
Notes	KD	KD
Operating lease income	24,427,502	19,039,026
Murabaha income	116,425	175,909
Gain on disposal of aircraft, engines and equipment	1,560,198	251,382
Other income	-	18,242
Staff costs	(701,956)	(723,706)
Depreciation 4	(11,700,124)	(9,233,599)
Impairment loss on aircraft, engines and equipment	- 1	(304,030)
Other operating expenses	(400,486)	(508,545)
Finance costs	(5,167,765)	(3,281,058)
PROFIT FOR THE PERIOD BEFORE CONTRIBUTION TO KUWAIT FOUNDATION FOR THE ADVANCEMENT OF SCIENCES (KFAS), NATIONAL LABOUR SUPPORT TAX (NLST) AND ZAKAT	8,133,794	5,433,621
Contribution to KFAS	(73,204)	(48,903)
NLST	(203,345)	(135,841)
Zakat	(81,338)	(54,336)
PROFIT FOR THE PERIOD	7,775,907	5,194,541
Basic and diluted earnings per share 3	8.17 fils	5.46 fils

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

	Three months ended 31 December		
	2017	2016 KD	
	KD	κD	
Profit for the period	7,775,907	5,194,541	
Other comprehensive (loss) income: Items that are not reclassified subsequently to interim condensed consolidated statement of income:			
Foreign currency translation adjustment	(388,042)	4,060,468	
Other comprehensive (loss) income for the period	(388,042)	4,060,468	
Total comprehensive income for the period	7,387,865	9,255,009	

ALAFCO Aviation Lease and Finance Company K.S.C.P. and Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

Foreign currency translation Retained reserve earnings Total KD KD	12,933,651 136,650,080 286,742,268 7,775,907 7,775,907 (388,042) - (388,042)	(8)	12,545,609 134,905,052 284,609,198	12,364,993 112,089,072 258,119,166 - 5,194,541 5,194,541 4,060,468 - 4,060,468	4,060,468 5,194,541 9,255,009 - (4,760,486) (4,760,486)	16,425,461 112,523,127 262,613,689
F Ct Statutory tra reserve r KD	24,120,022 12,		24,120,022 12,	20,626,586 12,		20,626,586 16
Share premium KD	17,829,167	* *	17,829,167	17,829,167		17,829,167
Share capital KD	95,209,348	* *	95,209,348	95,209,348		95,209,348
	Balance at 1 October 2017 Profit for the period Other comprehensive loss for the period	Total comprehensive (loss) income for the period Cash dividend (Note 5)	Balance at 31 December 2017	Balance at 1 October 2016 Profit for the period Other comprehensive income for the period	Total comprehensive income for the period Cash dividend (Note 5)	Balance at 31 December 2016

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

		Three months ended 31 December		
		2017	2016	
	Notes	KD	KD	
OPERATING ACTIVITIES				
Profit for the period		7,775,907	5,194,541	
Adjustments for:				
Depreciation	4	11,700,124	9,233,599	
Impairment loss on aircraft, engines and equipment			304,030	
Murabaha income		(116,425)	(175,909)	
Finance costs		5,167,765	3,281,058	
Receivables written off during the period		5	76,570	
Gain on disposal of aircraft, engines and equipment		(1,560,198)	(251,382)	
		22,967,173	17,662,507	
Changes in operating assets and liabilities:				
Receivables		(1,057,778)	(281,281)	
Payables		(104,441)	(919,734)	
Maintenance reserve and provisions		2,073,536	6,129,577	
Cash from operations		23,878,490	22,591,069	
Finance cost paid		(4,659,821)	(3,411,493)	
i mance cost pard		(4,033,021)	(5,411,455)	
Net cash flows from operating activities		19,218,669	19,179,576	
INVESTING ACTIVITIES				
Purchase of aircraft, engines and equipment		(37,226,239)	(1,474)	
Proceeds from disposal of aircraft, engines and equipment		13,362,493	7,352,371	
Capital advances for purchase of aircraft, engines and equipment		(30,819,943)	(8,525,634)	
Murabaha income received		147,692	260,248	
Term deposit		_	4,132,350	
Net cash flows (used in) from investing activities		(54,535,997)	3,217,861	
FINANCING ACTIVITIES		 _		
Financing facilities received		66,019,497	5	
Financing facilities repaid		(40,117,149)	(14,692,252)	
Cash dividends paid	5	-	(4,760,486)	
Net cash flows from (used in) financing activities		25,902,348	(19,452,738)	
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS		(9,414,980)	2,944,699	
•			870,377	
Foreign currency translation adjustment		(109,103)		
Cash and cash equivalents at 1 October		61,987,014	49,348,492	
CASH AND CASH EQUIVALENTS AT 31 DECEMBER		52,462,931	53,163,568	

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the year ended 31 December 2017

1 INCORPORATION AND PRINCIPAL ACTIVITIES

ALAFCO Aviation Lease and Finance Company K.S.C.P. (ALAFCO) (the "parent company") is a Kuwaiti shareholding company registered and incorporated in Kuwait on 21 March 2000. The parent company is engaged in providing service to buy aircraft and other related assets on behalf of the aviation companies, coordinating with factories, providing asset management services to different aviation companies, providing operating lease or financing lease services commensurate with the needs and desires of aviation company customers, providing project financing to buy aircraft wholly or partly in light of the evaluation studies and the renewal of risk factors associated with such projects, marketing of aircraft to meet the needs of medium-and long-term for aviation companies wishing with such services, assisting aviation companies in the marketing of their aircraft through selling and leasing, participation in providing services associated with financing and providing technical support to aviation companies, assistance in the joint investment operations and specialized in aviation industry, Wholly or partly investment in providing aircraft, engines and spare parts as appropriate to needs of aviation companies and factories customers, Management and investment of revenues generated and collected from the above mentioned operations. The parent company may have an interest or to participate in any aspect in other entities conducting similar activities or which may assist in achieving its objectives in Kuwait or abroad and it may establish, participate or buy these bodies or in their equity.

The parent company operates in accordance with the Islamic Sharia'a principles. The parent company's registered head office is at Kuwait Chamber of Commerce and Industry Building Annexe, Third Floor, Abdul Aziz Hamid Al Sagar Street, Al-Mirqab, Kuwait.

The shares of the parent company are listed on the Kuwait Stock Exchange.

The parent company is an associate of Kuwait Finance House K.S.C.P. ("the Bank") (Note 8) and Gulf Investment Corporation S.A.G. (GIC).

The interim condensed consolidated financial information includes transactions and balances of the parent company and wholly owned Special Purpose Companies ("SPC") (its subsidiaries), together referred to as the "group". All the transactions of SPC's are entered on behalf of ALAFCO and are guaranteed by ALAFCO.

The interim condensed consolidated financial information of the group for the three months period ended 31 December 2017 was authorised for issue in accordance with a resolution of the board of directors on 29 January 2018.

2 BASIS OF PREPARATION

The interim condensed consolidated financial information of the group is prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting".

The interim condensed consolidated financial information does not contain all information and disclosures required for full financial statements prepared in accordance with the International Financial Reporting Standards. In the opinion of management, all adjustments consisting of normal recurring accruals considered necessary for a fair presentation have been included.

Operating results for the three months' period ended 31 December 2017 are not necessarily indicative of the results that may be expected for the financial year ending 30 September 2018. For more details please refer to the consolidated financial statements and its related disclosures for the year ended 30 September 2017.

The functional currency of the group is US dollars. The interim condensed consolidated financial information is presented in Kuwaiti Dinars.

Changes in accounting policies

The accounting policies used in the preparation of the interim condensed consolidated financial information are consistent with those used in the preparation of the consolidated financial statements for the year ended 30 September 2017, except for the adoption of new standards effective for annual period beginning on or after 1 January 2017.

Although these amendments apply for the first time in 2017, they do not have a material impact on the interim condensed consolidated financial information of the group. The nature and the impact of each amendment is described below:

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the year ended 31 December 2017

2 BASIS OF PREPARATION (continued)

Changes in accounting policies (continued)

Amendments to IAS 7 Statement of Cash Flows: Disclosure Initiative

The amendments require entities to provide disclosures about changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). The group is not required to provide additional disclosures in its condensed interim consolidated financial information, but will disclose additional information in its annual consolidated financial statements for the year ended 30 September 2018.

Standards issued but not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the group's interim condensed consolidated financial information are disclosed below. The group intends to adopt these standards, if applicable, when they become effective.

IFRS 9 Financial Instruments

In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments which reflects all phases of the financial instruments project and replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. The standard introduces new requirements for classification and measurement, impairment, and hedge accounting. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. This standard does not have any impact on the group.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 was issued in May 2014 and establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under IFRS. Either a full retrospective application or a modified retrospective application is required for annual periods beginning on or after 1 January 2018. Early adoption is permitted. This standard does not have any impact on the group.

IFRS 16 Leases

IFRS 16 was issued in January 2016 and it replaces IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases-Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the finance cost on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under IFRS 16 is substantially unchanged from today's accounting under IAS 17. Lessors will continue to classify all leases using the same classification principle as in IAS 17 and distinguish between two types of leases: operating and finance leases.

IFRS 16 also requires lessees and lessors to make more extensive disclosures than under IAS 17.

IFRS 16 is effective for annual periods beginning on or after 1 January 2019. Early application is permitted, but not before an entity applies IFRS 15. A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach. The standard's transition provisions permit certain reliefs. The group is in the process of assessing the impact of IFRS 16 on its consolidated financial statements.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the year ended 31 December 2017

3 EARNINGS PER SHARE

Basic and diluted earnings per share are calculated by dividing profit for the period by the weighted average number of ordinary shares outstanding during the period as follows:

	Three months ended 31 December		
	2017	2016	
Profit for the period (KD)	7,775,907	5,194,541	
Weighted average number of ordinary shares	952,093,482	952,093,482	
Basic and diluted earnings per share	8.17 fils	5.46 fils	

As there are no dilutive instruments outstanding, basic and diluted earnings per share are identical.

4 AIRCRAFT, ENGINES AND EQUIPMENT

	Aircraft and engines KD	Furniture and fixtures KD	Office equipment KD	Total KD
Cost				
At 1 October 2017	1,102,923,208	330,906	154,831	1,103,408,945
Additions	55,694,172	1982	2,227	55,696,399
Disposal	(27,131,980)	2.0	-	(27,131,980)
Foreign currency adjustment	(1,459,859)	(438)	(205)	(1,460,502)
At 31 December 2017	1,130,025,541	330,468	156,853	1,130,512,862
Depreciation and impairment				
At 1 October 2017	219,510,343	265,856	84,776	219,860,975
Depreciation charge for the period	11,687,936	5,893	6,295	11,700,124
Disposal	(9,173,003)	320	-	(9,173,003)
Foreign currency adjustment	(303,318)	(358)	(119)	(303,795)
At 31 December 2017	221,721,958	271,391	90,952	222,084,301
Net carrying amount	· · · · · · · · · · · · · · · · · · ·			
At 31 December 2017	908,303,583	59,077	65,901	908,428,561
At 30 September 2017 (Audited)	883,412,865	65,050	70,055	883,547,970
At 31 December 2016	701,440,556	82,682	89,905	701,613,143

Aircraft with carrying value of KD 908,303,583 (30 September 2017: KD 883,412,865 and 31 December 2016: KD 700,579,819) are under finance lease arrangements and are mortgaged against the financing facilities and registered in the name of the lenders.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the year ended 31 December 2017

5 SHARE CAPITAL AND ANNUAL GENERAL ASSEMBLY

The authorised, issued and fully paid share capital as at 31 December 2017 comprises 952,093,482 ordinary shares (30 September 2017: 952,093,482 ordinary shares, 31 December 2016: 952,093,482 ordinary shares) of 100 fils each, fully paid in cash.

On 25 December 2017, the shareholders at the annual general assembly of the parent company approved the consolidated financial statements for the year ended 30 September 2017 and approved a cash dividend of 10% for the year ended 30 September 2016; 5%) of par value of each share being 10 fils per share (30 September 2016; 5 fils per share) amounting to KD 9,520,935 (30 September 2016; KD 4,760,486), which is payable as at the reporting date and included in other liabilities.

On 25 December 2017, the shareholders at the annual general assembly of the parent company approved directors' remuneration of KD 180,000 for the year ended 30 September 2017 (30 September 2016: KD 138,500).

6 CAPITAL COMMITMENTS

Capital commitments in respect of purchase of aircraft and engines amount to KD 1,849,151,235 (30 September 2017: KD 1,653,630,845 and 31 December 2016: KD 1,749,451,539).

7 CONTINGENT LIABILITIES

As at 31 December 2017, the group has contingent liabilities amounting to KD 18,527,506 (30 September 2017: KD 8,869,906 and 31 December 2016: KD 8,869,906) in respect of letters of credit arising in the ordinary course of business from which it is anticipated that no material liabilities will arise.

8 RELATED PARTY TRANSACTIONS

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

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

Interim condensed consolidated statement of income:

	Three months ended 31 December		
	2017		
	KD	$K\!D$	
Murabaha income			
Bank	566	-	
Other related parties*	115,859	175,909	
	116,425	175,909	
Finance costs			
- Bank	1,124,352		
	1,124,352	-	
Key management compensation:			
Salaries and other short-term benefits	306,344	317,461	
End of service benefits	39,925	38,877	
	346,269	356,338	

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the year ended 31 December 2017

RELATED PARTY TRANSACTIONS (continued)

Interim condensed consolidated statement of financial position:

F	-	Other related	
	Bank	parties*	Total
	$K\!D$	$K\!D$	KD
31 December 2017			
Capital advances	-	320,663	320,663
Receivables **	-	2,405	2,405
Cash and cash equivalents	27,948,201	22,274,380	50,222,581
Due to financial institutions	139,250,520	-	139,250,520
Other liabilities***	318,887	-	318,887
30 September 2017 (Audited)			
Capital advances		321,088	321,088
Receivables **		33,589	33,589
Cash and cash equivalents	9,863,309	51,010,654	60,873,963
Due to financial institutions	131,880,080	-	131,880,080
Other liabilities***	297,568	=	297,568
31 December 2016			
Receivables **		55,365	55,365
Cash and cash equivalents	1,387,065	49,940,700	51,327,765

^{*} Other related parties represent subsidiaries of the Bank.

The parent company is an associate of Kuwait Finance House K.S.C.P. ("the Bank").

9 SEGMENT INFORMATION

The group is engaged primarily in only one business segment, aircraft leasing segment. However, for management purposes, the group is organized into five geographical segments.

31 December 2017:

or becomes zerr.	Middle East KD	Asia KD	Europe <u>K</u> D	America KD	Africa KD	Total KD
Segment revenue	8,037,753	12,677,697	4,233,211	351,820	803,644	26,104,125
Segment results before taxations	1,873,121	3,672,079	2,183,622	149,417	255,555	8,133,794
Total assets	366,473,961	483,510,488	176,017,795	49,520,689	29,281,474	1,104,804,407
Total liabilities	321,080,749	397,687,247	64,890,781	10,708,159	25,828,273	820,195,209
Other segmental information: Depreciation	4,075,218	5,677,369	1,390,076	143,426	414,035	11,700,124
Provision for doubtful debts	((-)			(=	-	*
Capital expenditure	2,227	55,694,172	-	14	-	55,696,399

^{**} Receivable represents accrued murabaha income.

^{***} Other liabilities represent accrued finance cost on Islamic finance facility obtained from Bank.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED) As at and for the year ended 31 December 2017

SEGMENT INFORMATION (continued)

31 December 2016:

	Middle East KD	Asia KD	Europe KD	America KD	Africa KD	Total KD
Segment revenue	3,970,066	10,504,852	3,759,329	354,032	896,280	19,484,559
Segment results before taxations	1,011,073	3,139,377	842,878	136,066	304,227	5,433,621
Total assets	193,354,671	385,569,303	217,633,990	19,046,498	31,363,373	846,967,835
Total liabilities	119,696,814	319,395,349	106,993,350	10,473,804	27,794,829	584,354,146
Other segmental information: Depreciation	1,967,797	4,696,155	2,008,680	144,328	416,639	9,233,599
Provision for doubtful debts		76,570	_	3.		76,570
Capital expenditure	1,474	<u> </u>	-		3	1,474