

**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**UNAUDITED INTERIM CONSOLIDATED  
FINANCIAL STATEMENTS**

For the three-months and six-months period ended June 30, 2016



**KPMG Al Fozan & Partners**  
Certified Public Accountants  
Zahran Business Centre, Tower A, 9th Floor  
Prince Sultan Street  
PO Box 55078  
Jeddah 21534  
Kingdom of Saudi Arabia

Telephone +966 12 698 9595  
Fax +966 12 698 9494  
Internet www.kpmg.com.sa

License No. 46/11/323 issued 11/3/1992

## **REVIEW REPORT ON THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

The Shareholders  
Saudi Cable Company  
(A Joint Stock Company)  
Jeddah, Saudi Arabia

### **Scope of review**

We have reviewed the accompanying interim consolidated balance sheet of Saudi Cable Company (the "Company") and its subsidiaries (the "Group") as at June 30, 2016, the related interim consolidated statement of income for three –months and six- months periods then ended, the interim consolidated statements of cash flows and changes in equity for the six- months period then ended and notes 1 to 21 which form an integral part of these interim consolidated financial statements. These interim consolidated financial statements are the responsibility of the Group's management and have been prepared by them and submitted to us together with all the information and explanations which we required. Our responsibility is to express a conclusion on these interim consolidated financial statements based on our review.

We conducted our review in accordance with the Auditing Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). A review consists principally of applying analytical procedures to financial data and information and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

### **Observations resulting in qualified review conclusion**

- i) On February 23, 2016; the Group concluded the restructuring plan ("Restructuring Framework Agreement") with four main lenders ("the Participating Banks") for deferring overdue debt amounting to SR 789 million over next 7 years, subject to the fulfilment of various condition precedents (CPs) by April 23, 2016 and achieving certain performance milestones over two years (Note 12). At June 30, 2016 the Company could not fulfil some of these CPs and was in negotiations with the participating banks for extension in timelines. The negotiations were favorably concluded on July 20, 2016 when Company and the Participating Banks signed "Addendum Agreement" to the Restructuring framework agreement ("Initial Agreement") and accepted minor modifications to the securities and terms of repayment. The Participating Banks have further issued a "CP confirmation" confirming that all other terms of initial agreement signed on February 23, 2016, will remain effective. Accordingly, the reclassification of the debt was not impelled at the balance sheet date. Nevertheless, the Group is also required to comply with other requirements of the Restructuring agreement as disclosed in Note 12 to the financial statements. In addition to the above; the Group has suffered a net loss of SR 67.9 million during the six month period ended June 30, 2016 (June 30, 2015: SR 7.06 million) and it's current liabilities at the balance sheet date are in excess of current assets by SR 13 million (June 30, 2015: SR 680 million), accumulated losses have reached to SR 370.1 million (June 30, 2015: SR 374.4 million), representing 48.7% of the share capital (June 30, 2015: 49.26%).



These circumstances indicate the existence of material uncertainties that may cast doubt about the Group's ability to continue as a going concern.

Management has internal plans to support Group's ability to achieve its operational goals, provide sufficient resources for continuing the business for the foreseeable future, service its debt obligations and meet its working capital requirements and financial commitments as and when they fall due. In this regard, the Group has recently absorbed accumulated losses by transferring statutory reserves on June 6, 2016 amounting to SR 63.43 million; utilizing authorities of the shareholders under Article 126 of the Companies Law. However, the Group's interim consolidated financial statements do not sufficiently disclose the implications on Group's financial position, in case the Company fails to fulfill prospective requirements of restructuring framework agreement.

- ii) We were unable to obtain sufficient appropriate evidence in respect of the recoverability of unbilled revenues up to SR 41.64 million (June 30, 2015: SR 60.06 million) that is overdue for more than one year. This relates to one of the subsidiaries and represents revenue earned but not yet billed at June 30, 2016.
- iii) We were unable to obtain sufficient appropriate evidence in respect of the recoverability of development costs amounting to SR 62.07 million, in the absence of commercial and financial feasibility of specialized cables and accessories (June 30, 2015: SR 62.98 million).

#### Qualified review conclusion

Based on our review, except for the effects of matters described in the paragraphs mentioned above, we are not aware of any material modifications that should be made to the interim consolidated financial statements for them to be in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia.

#### For KPMG Al Fozan & Partners Certified Public Accountants

Ebrahim Oboud Baeshen  
License No. 382

Shawwal 23,1437H  
Corresponding to July 28, 2016



**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)**

As at June 30, 2016

(Expressed in thousands of Saudi Arabian Riyals)

|   | <u>Notes</u> | <u>June 30, 2016</u> | <u>June 30, 2015</u> |
|---|--------------|----------------------|----------------------|
| <b><u>ASSETS</u></b>                              |              |                      |                      |
| <b>Current assets:</b>                            |              |                      |                      |
| Cash and bank balances                            | 5            | 77,310               | 67,846               |
| Trade receivables                                 | 6            | 439,977              | 476,775              |
| Unbilled revenue                                  | 7            | 79,889               | 80,979               |
| Inventories                                       | 8            | 340,097              | 386,910              |
| Retentions receivable - current portion           |              | 98,953               | 80,524               |
| Prepayments and other current assets              |              | 137,960              | 125,079              |
| Assets classified as held for disposal            | 9            | 30,632               | --                   |
| <b>Total current assets</b>                       |              | <b>1,204,818</b>     | <b>1,218,113</b>     |
| <b>Non-current assets:</b>                        |              |                      |                      |
| Investments in securities                         |              | 661                  | 624                  |
| Investments in equity accounted investees         |              | 448,453              | 443,546              |
| Retentions receivable - non-current portion       |              | 57,491               | 107,908              |
| Investment properties                             |              | 29,284               | 30,242               |
| Property, plant and equipment                     | 10           | 620,642              | 709,223              |
| Deferred tax asset                                |              | 5,834                | 4,818                |
| Intangible assets                                 | 11           | 145,996              | 149,098              |
| <b>Total non-current assets</b>                   |              | <b>1,308,361</b>     | <b>1,445,459</b>     |
| <b>Total assets</b>                               |              | <b>2,513,179</b>     | <b>2,663,572</b>     |
| <b><u>LIABILITIES AND EQUITY</u></b>              |              |                      |                      |
| <b>Current liabilities:</b>                       |              |                      |                      |
| Short-term loans                                  | 12           | 189,255              | 758,710              |
| Long-term loans - current portion                 | 12           | 139,562              | 192,009              |
| Obligations under finance lease – current portion |              | 4,044                | 4,611                |
| Trade payables                                    |              | 436,723              | 385,109              |
| Due to related parties                            |              | 61,718               | 46,038               |
| Accrued expenses and other current liabilities    | 13           | 300,892              | 439,262              |
| Zakat and income-tax                              |              | 85,619               | 72,396               |
| <b>Total current liabilities</b>                  |              | <b>1,217,813</b>     | <b>1,898,135</b>     |
| <b>Non-current liabilities:</b>                   |              |                      |                      |
| Long-term loans                                   | 12           | 828,513              | 230,191              |
| Obligations under finance lease                   |              | 20,218               | 28,055               |
| Employees' end of service benefits                |              | 71,304               | 67,491               |
| <b>Total non-current liabilities</b>              |              | <b>920,035</b>       | <b>325,737</b>       |

The accompanying notes 1 through 21 form an integral part of these interim consolidated financial statements.

**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED) (continued)**

As at June 30, 2016

(Expressed in thousands of Saudi Arabian Riyals)

|   | <u>Notes</u> | <u>June 30, 2016</u> | <u>June 30, 2015</u> |
|---|--------------|----------------------|----------------------|
| <b><u>EQUITY</u></b>  |              |                      |                      |
| Share capital   | 14           | 760,000              | 760,000              |
| Statutory reserve   | 15           | --                   | 63,432               |
| Cumulative changes in fair values   |              | (5,269)              | (7,120)              |
| Foreign currency translation reserve  |              | (14,930)             | (9,143)              |
| Accumulated losses  |              | (370,147)            | (374,393)            |
| <b>Total equity attributable to the shareholders'<br/>of the Parent Company</b> |              | <b>369,654</b>       | <b>432,776</b>       |
| Non-controlling interests   |              | 5,677                | 6,924                |
| <b>Total equity</b>   |              | <b>375,331</b>       | <b>439,700</b>       |
| <b>Total liabilities and equity</b>   |              | <b>2,513,179</b>     | <b>2,663,572</b>     |

The accompanying notes 1 through 21 form an integral part of these interim consolidated financial statements.

**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)**

For the three-months and six-months period ended June 30, 2016

(Expressed in thousands of Saudi Arabian Riyals)

|   | Notes | For the three-months<br>period ended June 30, |           | For the six-months<br>period ended June 30, |           |
|---|-------|---|-----------|---|-----------|
|   |       | 2016  | 2015      | 2016  | 2015      |
| Revenue   | 17    | 474,841                                       | 475,700   | 861,505                                     | 974,050   |
| Costs of revenue  | 17    | (437,952)                                     | (454,449) | (829,444)                                   | (923,463) |
| <b>Gross profit</b>   |       | <b>36,889</b>                                 | 21,251    | <b>32,061</b>                               | 50,587    |
| Selling and distribution expenses   |       | (16,614)                                      | (13,535)  | (30,589)                                    | (28,452)  |
| General and administrative expenses   |       | (31,984)                                      | (24,350)  | (64,298)                                    | (54,567)  |
| <b>Loss from operations</b>   |       | <b>(11,709)</b>                               | (16,634)  | <b>(62,826)</b>                             | (32,432)  |
| Financial charges   |       | (14,836)                                      | (17,671)  | (29,035)                                    | (42,810)  |
| Share of profit from equity accounted investees   |       | 12,962  | 18,748    | 28,936                                      | 52,357    |
| Other income / expense - net  |       | (2,136)                                       | 20,341    | 13  | 23,403    |
| <b>Net (loss) / profit for the period before zakat and income-tax and non-controlling interests</b> |       | <b>(15,719)</b>                               | 4,784     | <b>(62,912)</b>                             | 518       |
| Zakat and income-tax  |       | (2,750)                                       | (4,024)   | (5,500)                                     | (8,070)   |
| <b>Net (loss) / profit for the period before non-controlling interests</b>                          |       | <b>(18,469)</b>                               | 760       | <b>(68,412)</b>                             | (7,552)   |
| Non-controlling interests   |       | 256   | 121       | 477   | 491       |
| <b>Net (loss) / profit for the period attributable to the Company's shareholders</b>                |       | <b>(18,213)</b>                               | 881       | <b>(67,935)</b>                             | (7,061)   |
| Loss per share from operations for the period (SR)  | 16    | (0.15)  | (0.22)    | (0.83)                                      | (0.43)    |
| (Loss) / earnings per share from net loss for the period (SR)                                       | 16    | (0.24)  | 0.01      | (0.89)                                      | (0.09)    |

The accompanying notes 1 through 21 form an integral part of these interim consolidated financial statements.

**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)**

For the six months period ended June 30, 2016

(Expressed in thousands of Saudi Arabian Riyals)

|   | <u>2016</u>     | <u>2015</u>     |
|---|-----------------|-----------------|
| <b>Cash flows from operating activities:</b>                                  |                 |                 |
| Net (loss) / profit before Zakat and income-tax and non-controlling interests | (62,912)        | 518             |
| <b>Adjustments for:</b>   |                 |                 |
| Depreciation of property, plant and equipment and investment properties       | 36,025          | 38,201          |
| Reversal for doubtful debts   | (250)           | (18,610)        |
| Provision / (reversal) for slow-moving inventories                            | 19,100          | (1,071)         |
| Gain on disposal of property, plant and equipment                             | (477)           | (5,805)         |
| Amortization of intangible assets   | 9,775           | 6,715           |
| Share of income from equity accounted investees                               | (28,936)        | (52,357)        |
| Provision for employees end of service benefits                               | 4,351           | 4,518           |
| Finance charges   | 24,317          | 46,691          |
| <b>Changes in operating assets and liabilities:</b>                           |                 |                 |
| Trade receivables   | 81,687          | (115,456)       |
| Retention receivables   | 4,242           | 48,666          |
| Prepayments and other current assets receivables                              | 18,270          | (26,000)        |
| Unbilled revenue  | (15,567)        | (3,898)         |
| Inventories   | (27,395)        | 33,039          |
| Trade payables  | (27,272)        | 33,923          |
| Accrued expenses and other current liabilities                                | (91,709)        | (23,348)        |
| Due to related parties  | (1,231)         | 4,468           |
|   | <u>(57,982)</u> | <u>(29,806)</u> |
| Zakat and income-tax paid   | (73)            | (414)           |
| Financial charges paid  | (10,303)        | (16,167)        |
| Employees' end of service benefits paid                                       | (2,489)         | (4,964)         |
| <b>Net cash used in operating activities</b>                                  | <u>(70,847)</u> | <u>(51,351)</u> |
| <b>Cash flows from investing activities</b>                                   |                 |                 |
| Additions to property, plant and equipment                                    | (8,475)         | (8,798)         |
| Proceeds from disposal of property, plant and equipment                       | 3,235           | 14,859          |
| Dividends received from an equity accounted investee                          | 39,327          | 75,000          |
| Additions to intangible assets  | (5,233)         | (2,168)         |
| <b>Net cash provided by investing activities</b>                              | <u>28,854</u>   | <u>78,893</u>   |
| <b>Cash flows from financing activities</b>                                   |                 |                 |
| Net movement in long-term and short-term loans                                | 64,527          | (27,196)        |
| Net movement in obligations under finance lease                               | (5,318)         | (6,149)         |
| Net movement in restricted cash against financing                             | (16,347)        | 26,779          |
| <b>Net cash provided by / (used in) financing activities</b>                  | <u>42,862</u>   | <u>(6,566)</u>  |
| Net movement in cash and cash equivalents                                     | 869             | 20,976          |
| Cash and cash equivalents at the beginning of the period                      | 33,479          | 35,172          |
| <b>Cash and cash equivalents at the end of the period</b>                     | <u>34,348</u>   | <u>56,148</u>   |
| <b>Supplemental schedule of non-cash information:</b>                         |                 |                 |
| Cumulative changes in fair value of derivative financial instruments          | 8,425           | 13,003          |
| Foreign currency translation movement   | <u>(5,787)</u>  | <u>(2,909)</u>  |

The accompanying notes 1 through 21 form an integral part of these interim consolidated financial statements.

**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)**

For the six months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

|  | Equity attributable to the shareholders' of the Parent Company |                   |                                   |                                      |                    |                | Total equity |                                 |
|--|--|-------------------|-----------------------------------|--------------------------------------|--------------------|----------------|--------------|---------------------------------|
|  | Share capital  | Statutory reserve | Cumulative changes in fair values | Foreign currency translation reserve | Accumulated losses | Total          |              | Non-controlling interests (NCI) |
| Balance at January 1, 2016   | 760,000  | 63,432            | (13,694)                          | (9,143)                              | (365,644)          | 434,951        | 6,154        | 441,105                         |
| Net loss for the period  | --   | --                | --                                | --                                   | (67,935)           | (67,935)       | (477)        | (68,412)                        |
| Fair value adjustments   | --   | --                | 8,425                             | --                                   | --                 | 8,425          | --           | 8,425                           |
| Absorption of accumulated losses through transfer of statutory reserve (note 15) | --   | (63,432)          | --                                | --                                   | 63,432             | --             | --           | --                              |
| Foreign currency translation reserve movement                                    | --   | --                | --                                | (5,787)                              | --                 | (5,787)        | --           | (5,787)                         |
| <b>Balance at June 30, 2016</b>  | <b>760,000</b>   | <b>--</b>         | <b>(5,269)</b>                    | <b>(14,930)</b>                      | <b>(370,147)</b>   | <b>369,654</b> | <b>5,677</b> | <b>375,331</b>                  |
| Balance at January 1, 2015   | 760,000  | 63,432            | (20,123)                          | (6,234)                              | (367,332)          | 429,743        | 7,415        | 437,158                         |
| Net loss for the period  | --   | --                | --                                | --                                   | (7,061)            | (7,061)        | (491)        | (7,552)                         |
| Fair value adjustments   | --   | --                | 13,003                            | --                                   | --                 | 13,003         | --           | 13,003                          |
| Foreign currency translation reserve movement                                    | --   | --                | --                                | (2,909)                              | --                 | (2,909)        | --           | (2,909)                         |
| Balance at June 30, 2015   | 760,000  | 63,432            | (7,120)                           | (9,143)                              | (374,393)          | 432,776        | 6,924        | 439,700                         |

The accompanying notes 1 through 21 form an integral part of these interim consolidated financial statements.



**SAUDI CABLE COMPANY**  
(A Saudi Joint Stock Company)

**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
For the three-months and six-months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

**1. THE COMPANY, SUBSIDIARIES AND ITS PRINCIPAL ACTIVITIES**

Saudi Cable Company (“the Company” or “the Parent Company”) is a Saudi joint stock company registered in the Kingdom of Saudi Arabia under Commercial Registration No. 4030009931 dated 27 Rabi Thani 1396H, corresponding to April 27, 1976.

The objectives of the Group (“Parent Company” and its following “subsidiaries”) are to manufacture and supply electrical and telecommunication cables, copper rod, PVC compounds, wooden reels and related products. The Group is also engaged in the contracting, trading, distribution and supply of cables, electronic products, information technology products and related accessories.

The registered office of the Company is located at the following address:

Saudi Cable Company  
P. O. Box 4403, Jeddah 21491  
Kingdom of Saudi Arabia

The accompanying interim consolidated financial statements include assets, liabilities and the results of the operations of the following subsidiaries:

| <u>Company's name</u>  | <u>Principal activities</u>                                 | <u>Country of incorporation</u> | <u>Effective % of ownership</u> |             |
|--|---|---------------------------------|---------------------------------|-------------|
|  |   |                                 | <u>2016</u>                     | <u>2015</u> |
| <b>Domestic:</b>   |   |                                 |                                 |             |
| Saudi Cable Company for Marketing Limited                    | Purchase and sale of electrical cables and related products | Saudi Arabia                    | 100%                            | 100%        |
| Mass Projects for Power and Telecommunications Limited       | Turnkey power and telecommunication projects                | Saudi Arabia                    | 100%                            | 100%        |
| Mass Centers for Distribution of Electrical Products Limited | Electrical and telecommunication distribution services      | Saudi Arabia                    | 100%                            | 100%        |
| <b>International:</b>  |   |                                 |                                 |             |
| Mass Kablo Yatirim Ve Ticaret Anonim Anonim Sirketi          | Holding Company (Previously Mass Holding Company)           | Turkey                          | 100%                            | 100%        |
| Demirer Kablo Tesisleri Sanayi Ve Ticaret Anonim Sirketi     | Manufacture, supply and trading of electrical cables        | Turkey                          | 100%                            | 100%        |
| Mass International Trading Company Limited (dormant)         | International trade   | Ireland                         | 100%                            | 100%        |
| Saudi Cable Company (U.A.E) L.L.C.                           | Sale of cables and related products                         | United Arab Emirates            | 100%                            | 100%        |
| Elimsan Salt Cihazlari ye Elektromekanik San ve Tic. A.S     | Manufacture and distribution of electronic gears and goods  | Turkey                          | 94%                             | 79%         |
| Elimsan Metalurji ve Makine San. Ve Tic. A.S.                | Manufacture and distribution of electronic gears and goods  | Turkey                          | 94%                             | 79%         |

**SAUDI CABLE COMPANY**  
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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
For the three-months and six-months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

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**1. THE COMPANY, SUBSIDIARIES AND ITS PRINCIPAL ACTIVITIES (continued)**

As at June 30, the Group has the following investments in equity accounted investees:

| <u>Company's name</u>                        | <u>Principal activities</u>                                    | <u>Country of incorporation</u> | <u>% of ownership</u> |             |
|--|--|---------------------------------|-----------------------|-------------|
|  |  |                                 | <u>2016</u>           | <u>2015</u> |
| Midal Cables W.L.L.                          | Conductors & related products<br>Implementation of information | Bahrain                         | 50%                   | 50%         |
| XECA International<br>Information Technology | Systems and network services                                   | Saudi Arabia                    | 25%                   | 25%         |

All subsidiaries and equity accounted investees have the same year -end as of the Parent Company.

**2. BASIS OF PREPARATION**

**(a) Statement of compliance**

The accompanying interim consolidated financial statements have been prepared in accordance with the accounting standards generally accepted in the Kingdom of Saudi Arabia and in accordance with Accounting Standards on Interim Financial Reporting, issued by Sandi Organization for Certified Public Accountants standard (SOCPA).

The interim results may not be an indicator of the annual results of the Group. The interim consolidated financial statements do not contain all information and disclosures required for full financial statements prepared in accordance with accounting standards generally accepted in the kingdom of Saudi Arabia and should be read in conjunction with the latest annual audited consolidated financial statements of the Group.

**(b) Basis of measurement**

The accompanying interim consolidated financial statements have been prepared under the historical cost basis, except for available-for-sale investments and derivative financial instruments which are stated at fair values, using the accrual basis of accounting and the going concern concept (Note 3).

**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
For the three-months and six-months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

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**2. BASIS OF PREPARATION (continued)**

**(c) Basis of consolidation**

These interim consolidated financial statements comprise the interim financial statements of the parent company and its subsidiaries, as explained in Note (1) above.

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the right to variability of return from its involvement with the investee and its ability to affect those returns through its power over the investee, is considered. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. All intra-group balances and financial transactions resulting from transactions between the Company and the subsidiaries and those arising between the subsidiaries are eliminated in preparing these consolidated financial statements. Any unrealized gains and losses arising from intra-group transactions are also eliminated on consolidating the interim consolidated financial statements.

Non-controlling interest

Non-controlling interest ("NCI") represents the interest in subsidiary companies, not held by the Company which are measured at their proportionate share in the subsidiary's identifiable net assets. Transactions with Non-controlling interest parties are treated as transactions with parties external to the Group.

**(d) Functional and presentation currency**

These interim consolidated financial statements have been presented in Saudi Arabian Riyals (SR) which is the Group's presentation currency and Parent Company's functional currency. All financial information presented in SR has been rounded to the nearest thousand, unless otherwise stated.

**(e) Use of estimates and judgments**

The preparation of the interim consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and 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 recognized in the period in which the estimates are revised and in future periods affected.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)  
For the three-months and six-months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

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2. **BASIS OF PREPARATION (continued)**

(e) **Use of estimates and judgments (continued)**

The key areas requiring significant management judgments are as follows:

- **Impairment of trade receivables**

A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the agreement. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators of objective evidence that the trade receivable is impaired. For significant individual amounts, assessment is made on an individual basis. Amounts which are not individually significant, but are overdue, are assessed collectively and a provision is recognized considering the length of time considering past recovery rates.

- **Impairment of slow moving and obsolete inventories**

The management makes a provision for slow moving and obsolete inventory items. Estimates of net realizable value of inventories are based on the most reliable evidence at the time the estimates are made. These estimates take into consideration fluctuations of price or cost directly related to events occurring subsequent to the balance sheet date to the extent that such events confirm conditions existing at the end of year.

- **Impairment of non-financial assets**

Non-current assets including goodwill are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss, if any, is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's or cash generating unit's (CGU) fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Non-current assets other than goodwill that suffered impairment are reviewed for possible reversal of impairment at each reporting date. Where an impairment loss subsequently reverses, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but the increased carrying amount should not exceed the carrying amount that would have been determined, had no impairment loss been recognized for the assets or cash-generating unit in prior years. A reversal of an impairment loss is recognized as income, immediately in the consolidated statement of income. Impairment losses recognized on goodwill are not reversible.

The company performs impairment reviews annually or if events or changes in circumstances indicate a potential impairment. Determination of the assets' recoverable amount on assets involves the use of estimates and can have a material impact on the respective values as at December 31, 2016 and ultimately the amount of any impairment.

**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)**  
For the three-months and six-months period ended June 30, 2016  
(Expressed in thousands of Saudi Arabian Riyals)

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**2. BASIS OF PREPARATION (continued)**

**(e) Use of estimates and judgments (continued)**

- Costs to complete the projects

As part of application of percentage of completion method on contract accounting, the cost to complete the project is estimated. These estimates include, amongst other items, the construction costs, variation orders by contractors and the cost of meeting other contractual obligations to the customers. Such estimates are reviewed at regular intervals. Any subsequent changes in the estimated costs to complete may affect the results of the subsequent periods.

Contract variations once confirmed are recognised as revenue to the extent that it is probable that they will result in revenue which can be reliably measured. This requires the exercise of judgment by management based on prior experience, application of contract terms and relationships with the contract owners and stage of negotiations reached.

- Contract claims

A claim is an amount that the contractor seeks to collect from the customer or another party as reimbursements for costs not included in the contract price. A claim may arise from, customer caused delays, prolongation costs, cost of acceleration of project, program errors in specification or design, and disputed variation in contract work. The measurement of the amounts of revenue arising from claims is subject to a high level of uncertainty and often depends on the outcome of negotiations. Therefore, claims are only included in contract revenue when the amount has been accepted by the customer and can be reliably measured.

- Useful lives of property and equipment

The management determines the estimated useful lives of property and equipment for calculating depreciation. This estimate is determined after considering expected usage of the assets and physical wear and tear. Management reviews the residual value and useful lives annually and change in depreciation charges, if any, are adjusted in current and future periods.

**3. ACCUMULATED LOSSES AND GOING CONCERN**

During the six-months period ended June 30, 2016, the Group has reported a net loss amounted to SR 67.9 million (June 30, 2015: SR 7.061 million) and its accumulated losses have reached to SR 370.1 million (June 30, 2015: SR 374.4 million) which is 48.7% (June 30, 2015: 49.2%) of the Company's share capital. Moreover as of the balance sheet date, the Group has a total debt obligation amounting to SR 1.16 billion. These circumstances indicate the existence of uncertainties that may cast doubt on the Group's ability to continue as a going concern. Management has made an internal assessment and comprehensive plans that supports the Group's ability to achieve its operational goals that provides adequate resources for continuing the business for the foreseeable future, with sufficient cash resources available to service its debt obligations and to meet its working capital requirements and financial commitments as and when they fall due. Accordingly, these consolidated financial statements have been prepared on a going concern basis.

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**3. ACCUMULATED LOSSES AND GOING CONCERN (continued)**

Furthermore, on February 23, 2016, upon signing of the financial restructuring agreements with four of its lenders; the Group managed to defer repayment of its debt amounting to SR 789 million over a period of 7 years culminating with a final payment at the end of December 2022 (Note 12). Consequently, this has reduced the required cash outflows from SR 789 million to SR 84 million during 2016 and SR 224 million during 2017 (Note 12).

**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies set out below have been applied consistently to all periods presented in the interim consolidated financial statements. Certain comparative amounts have been reclassified to conform to the current period's presentation.

**a) Cash and cash equivalents**

For the purposes of cash flow statement, cash and cash equivalents comprise cash in hand, cash at banks in current accounts and other short-term highly liquid investments with original maturities of three-month or less, if any, which are available to the Group without any restrictions.

**b) Trade receivables**

Trade receivables are stated at original invoice amount less provisions made for doubtful debts. A provision against doubtful debts is established when there is objective evidence that the Group will not be able to collect the amounts due according to the original terms of receivables. Bad debts are written off when identified, against its related provisions. The provisions are charged to interim consolidated statement of income and any subsequent recovery of receivable amounts previously written off are credited to consolidated statement of income.

**c) Inventories**

Inventories are measured at the lower of cost and net realisable value. Cost is determined using the weighted average method. Cost includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition.

In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value comprises estimated selling price in the ordinary course of business, less further production costs to completion and appropriate selling and distribution costs. Provision is made, where necessary, for non-metal components of obsolete, slow moving and defective stocks.

**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**d) Investments (continued)**

*i) Investment in equity accounted investees*

Investment in equity accounted investees in which the Group exercises significant influence are recorded using the equity method, under which the investment is stated initially at cost and adjusted thereafter for the post acquisition change in the Group's share of the net assets of the investee. These are referred to as associates or jointly controlled entities. The Group's share in the investees' net income for the period is included in the interim consolidated statement of income and its share in post-acquisition movement in reserves is recognized directly in the Group's statement of changes in equity. Dividends are recorded when the right to receive the dividend is established.

*ii) Investments in Securities (Available-for-sale)*

Investments purchased neither with the intention of being held to maturity nor for trading purposes are designated as available for sale investments and initially recorded at cost and subsequently measured at fair value. Unrealised gains and losses on subsequent measurement are reported as a separate component of equity until the investment is derecognized or the investment is determined to be impaired. On derecognition or impairment, the cumulative gain or loss previously reported in equity, is included in the interim consolidated statement of income for the period.

Fair value is determined by reference to the market value in the open market. If fair value is not available, cost is considered to be the most appropriate objective and reliable measurement of the fair value of investments.

Dividend income is recognized when the right to receive the dividend is established.

**e) Property, plant and equipment**

Property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment loss, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset. Finance costs on borrowings to finance the construction of the assets are capitalized during the period of time that is required to complete and prepare the asset for its intended use.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the item of property, plant and equipment. All other expenditure is recognized in the interim consolidated statement of income when incurred.

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4. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

e) **Property, plant and equipment (continued)**

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of individual item of property, plant and equipment. The estimated useful lives of assets over which the asset will be depreciated are as follows:

|                        | <u>Number of years</u> |
|------------------------|------------------------|
| Buildings              | 15 – 50                |
| Plant and machineries  | 4 – 20                 |
| Furniture and fixtures | 4 – 10                 |

*Capital work-in-progress*

Capital work-in-progress represents all costs relating directly and indirectly to the projects in progress and is capitalized as property and equipment when the project is completed.

f) **Investment properties**

Properties held for rental or capital appreciation purposes as well as those held for undetermined future use are classified as investment properties. Investment properties are carried at cost less accumulated depreciation and impairment losses, if applicable. The estimated useful lives over which the investment property is depreciated is 50 years.

Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is including in the interim consolidated statement of income in the period in which the investment property is derecognized.

g) **Deferred tax**

Deferred tax applicable on foreign operations, is recognized on differences between the carrying amounts of assets and liabilities in the financial statements of the subsidiary and the corresponding tax bases which are used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.



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4. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

h) **Intangibles**

i) *Goodwill*

Goodwill represents the excess of the investment over the Group's share in the fair value of the identifiable net assets of the investee company at the date of acquisition and is stated at cost less any impairment, if any. Goodwill is not amortized but is reviewed for impairment at least annually to determine whether any objective indicator of impairment exists unless an event or change in circumstances occur during the year indicating an impairment of the carrying value which requires a valuation of goodwill during the year.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the gain or loss on disposal.

ii) *Research and development costs*

Research costs are charged to the interim consolidated statement of income in the period in which they are incurred.

Development activities involve a conversion of the results of the research activities into a plan or design for new products, services and technological mechanism or for significant improvement on existing products, services or mechanisms, regardless of the purpose whether being for sale or use. Development costs are recorded when they occur as period costs and charged to interim consolidated statement of income. Development costs can only be capitalized if all of the following conditions are met:

- Clear identification of the product or the process, and the possibility of separating and measuring costs related to the product or the process in a reliable manner.
- The technological feasibility of the process or the product has been established.
- The intention of the Group to produce and market or use the product or the process.
- Existence of adequate resources, or ensuring that such resources could be made available to complete the development project and to market or use the product or process.

Existence of a market for the product or the process. If the product or process is used inside the Group, the Group's benefits from the use should be confirmed

i) **Non-current assets held for disposal**

Non-current assets that are classified as held for disposal are measured at the lower of their carrying amount and fair value less costs to sell. Assets are transferred to non-current assets held for disposal when it is expected that the carrying amount will be recovered principally through disposal rather than from continuing use.

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**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**j) Borrowings**

Borrowings are recognized at the proceeds received, net of transaction costs incurred. Borrowing costs that are directly attributable to the construction of a qualifying asset are capitalized up to stage when substantially all the activities necessary to prepare the qualifying asset for its intended use are completed and, otherwise, such costs are charged to the interim consolidated statement of income.

**k) Trade Payable and Accruals**

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

**l) Zakat and income-tax**

The Group is subject to zakat in accordance with the regulations of General Authority of Zakat and Income-tax ("GAZT"). Foreign subsidiaries are subject to the relevant income-tax regulations in their countries of domicile. Group's zakat and its share in the foreign subsidiaries income-tax are accrued and charged to the interim consolidated statement of income. Foreign income-tax attributable to the foreign subsidiaries' shareholders are charged to the minority shareholders in accompanying interim consolidated financial statements. Additional zakat and foreign income-tax liabilities, if any, related to prior years' assessments are accounted for in the period in which the final assessments are finalized.

The Group withholds taxes on Transactions with non-resident parties and on dividends paid to foreign shareholders in accordance with GAZT regulation

**m) Employees' end-of-service benefits**

Employees' end of service benefits, calculated in accordance with Saudi Arabian labour regulations, are accrued and charged to the consolidated interim statement of income. The liability is calculated at the current value of the vested benefits to which the employee is entitled, should his services be terminated at the balance sheet date.

The foreign subsidiaries' end of service liability is determined in accordance with the applicable laws of the country in which the subsidiaries' are registered.

**n) Revenue**

Revenue is recognized to the extent of the following recognition requirements:

- it is probable that the economic benefits will flow to the Group,
- it can be reliably measured, regardless of when the payment is being made,
- the cost incurred to date and expected future costs are identifiable and can be measured reliably.

**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**n) Revenue (continued)**

Revenue is measured at the fair value of the consideration received or receivable as per the contractually defined terms of payment. The specific recognition criteria described below must also be met before the revenue is recognized:

*Sales of goods*

Sales of goods are recognized when products are delivered or shipped to customers and when risks and rewards are transferred. Sales represent the invoiced value of the goods supplied during the period, net of discounts and returns.

*Contract Revenue*

Revenue on long-term contracts, where the outcome can be estimated reliably, is recognized under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by calculating the proportion that costs incurred to date bear to the estimated total costs of a contract. The percentage of completion is then applied to the total contract value to determine the revenue earned to date. When the current estimate of total contract costs and revenues indicate a loss, provision is made for the entire loss on the contract irrespective of the amount of work done. Revenue recognized in excess of amounts billed to customers are classified under current assets as unbilled revenue. Amounts billed to customers in excess of revenue recognized are classified under current liabilities as billings in excess of revenue.

**o) Expenses**

Selling and distribution expenses principally comprise of costs incurred in the distribution and sale of the Group's products. All other expenses excluding cost of sales and financial charges are classified as general and administrative expenses.

Allocations between cost of sales, selling and distribution expenses and general and administrative expenses, when required, are made on a consistent basis.

**p) Provisions**

A provision is recognized in the interim consolidated balance sheet when the Group has a legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions for restructuring costs are recognized when the Group has a detailed formal plan for the restructuring which has been notified to affected parties.

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**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**q) Offsetting**

Financial assets and liabilities are offset and reported net in the consolidated balance sheet when there is a legally enforceable right to set off the recognized amounts and when the Group intends to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**r) Segmental reporting**

*Operating Segment:*

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the Chief Operating Decision Maker in order to allocate resources to the segments and to assess its performance. An operating segment is a separately identifiable group of assets, operations or entities engaged in revenue producing activities, and its financial information is separately available.

*Geographical Segment:*

A geographical segment is a group of assets, operations or entities engaged in revenue producing activities within a particular economic environment that are subject to risks and returns different from those operating in other economic environments.

**s) Derivative financial instruments**

- i) The Group uses derivative financial instruments such as metal futures, to hedge the exposure against metal price changes risk on purchases and sale of goods.

Derivative financial instruments are initially recognized at fair value and subsequently re-measured at fair value. Derivatives are recognized as a financial asset if it has a positive fair value and as a financial liability if has a negative fair value.

The gain or loss on re-measurement to fair value is recognized immediately in the interim consolidated statement of income. However, changes in fair value of derivative financial instruments that qualify for cash flow hedges accounting are recorded as derivative financial instruments in the consolidated balance sheet and taken to other reserves in statement of changes in equity.

The derivative instruments used by the Group are designated as cash flow hedges.

When the hedging instrument matures or expires or the hedge ceases to be effective, any associated accumulated gain or loss in other reserves is reclassified to statement of income in the same period during which the hedged item affects statement of income.

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**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**s) Derivative financial instruments (continued)**

Changes in fair value of derivative financial instruments that do not qualify for hedge accounting are recognized in the interim consolidated statement of income as they arise. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, for forecast transactions, any cumulative gain or loss on the hedging instrument recognized in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in equity is transferred to the interim consolidated statement of income for the period.

**t) Foreign currencies**

*Foreign currency transactions*

Transactions in foreign currencies are recorded in Saudi Arabian Riyals at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the interim balance sheet date. All differences are taken to the interim consolidated statement of income. Non-monetary items measured at historical cost denominated in a foreign currency are translated at the exchange rate at the date of initial recognition.

*Foreign operations*

Assets and liabilities of foreign operations are converted into Saudi Arabian Riyals at the exchange rates in effect at the balance sheet date. The equity components of foreign subsidiaries with the exception of retained earnings are translated at the exchange rates in effect at the dates the related items originated. The elements of foreign subsidiaries' income statements are translated using the weighted-average exchange rate for the period. Adjustments resulting from the translation of foreign subsidiaries' financial statements into Saudi Arabian Riyals are reported as a separate component of equity (foreign currency translation reserve) attributable to shareholders of the Company in the interim consolidated financial statements.

**u) Leasing**

Leases are classified as capital leases whenever the terms of the lease transfer substantially all of the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Assets held under capital leases are recognized as assets of the Group at the lower of the present value of the minimum lease payments or the fair market value of the assets at the inception of the lease.

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**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

**u) Leasing (continued)**

Finance costs, which represent the difference between the total leasing commitments and the lower of the present value of the minimum lease payments or the fair market value of the assets at the inception of the lease, are charged to the interim consolidated statement of income over the term of the relevant lease in order to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting year.

Rentals payable under operating leases are charged to interim consolidated statement of income on a straight line basis over the term of the operating lease.

**5. CASH AND BANK BALANCES**

Cash and cash equivalents at 30 June, comprise the following:

|  | <u>2016</u><br>(SR '000) | <u>2015</u><br>(SR '000) |
|--|--------------------------|--------------------------|
| Cash in hand   | 538                      | 496                      |
| Cash at bank-unrestricted                                  | 33,810                   | 55,652                   |
| Cash and cash equivalents for cash flow statement purposes | <u>34,348</u>            | <u>56,148</u>            |
| Restricted cash  | <u>42,962</u>            | <u>11,698</u>            |
| Cash and bank balances                                     | <u>77,310</u>            | <u>67,846</u>            |

- 5.1 Restricted cash represents the cash held in current accounts, under lien, not available to the Group for its operations.

**6. TRADE RECEIVABLES**

Trade receivables as at June 30, comprise the following:

|                                    | <u>2016</u><br>(SR '000) | <u>2015</u><br>(SR '000) |
|------------------------------------|--------------------------|--------------------------|
| Third party customers              | 609,660                  | 667,441                  |
| Related parties                    | 216                      | 821                      |
|                                    | <u>609,876</u>           | <u>668,262</u>           |
| Less: provision for doubtful debts | <u>(169,899)</u>         | <u>(191,487)</u>         |
|                                    | <u>439,977</u>           | <u>476,775</u>           |

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**7. UNBILLED REVENUE**

Unbilled revenue represents project related revenue recognised, using the percentage of completion method, but not yet billed as at June 30, 2016. This also includes an amount of SR 41.64 million (June 30, 2015: SR 60.06 million) which remains overdue for billing for more than one year. The management believes that this amount will be invoiced and collected during 2016.

**8. INVENTORIES**

Inventories as at June 30, comprise the following:

|  | <u>2016</u><br>(SR '000) | <u>2015</u><br>(SR '000) |
|--|--------------------------|--------------------------|
| Raw materials  | 172,482                  | 173,115                  |
| Finished goods   | 141,733                  | 176,286                  |
| Work in process  | 96,536                   | 82,182                   |
| Spare parts and wooden reels                             | 32,346                   | 27,886                   |
|  | <u>443,097</u>           | <u>459,469</u>           |
| Less: allowance for slow-moving and obsolete inventories | <u>(103,000)</u>         | <u>(72,559)</u>          |
|  | <u>340,097</u>           | <u>386,910</u>           |

**9. ASSETS CLASSIFIED AS HELD FOR DISPOSAL**

As part of the restructuring agreement, the Group has agreed to dispose certain domestic and international real estate properties and utilize its proceeds for repayment of the loans (Note 12).

However, during the quarter ended June 30, 2016, the Company replaced certain assets previously classified as held for sale with alternates, previously classified under Property, plant and equipment with written consent of all participating financial institutions, in the form of amendments to the restructuring agreement. As at June 30, 2016, the carrying value of assets held for disposal amounted to SR 30.63 million (June 30, 2015: SR Nil). Subsequent to the quarter ended June 30, 2016, these assets have been sold to Al Rajhi Development Company Limited for SR 72.11 million.

**10. PROPERTY PLANT AND EQUIPMENT**

- 10.1 Certain machinery and equipment at June 30, 2016 having cost of SR 45.05 million (June 30, 2015: SR 43.25 million) and net book value of SR 27.29 million (June 30, 2015: SR 28.6 million) have been acquired under finance lease arrangement.
- 10.2 As per the restructuring framework agreement, the Group shall not create charge, mortgage, lien, pledge or other encumbrance on any of the Group's property, revenue or assets without obtaining the consent of DFI (Note 12).
- 10.3 At June 30, 2016 certain assets with a net book value of SR 228.06 million (June 30, 2015: SR 232.58 million) were pledged as collateral against certain credit facilities.

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**11. INTANGIBLE ASSETS**

Intangible assets as at June 30, comprise the following:

|                      | <u>2016</u><br>(SR '000) | <u>2015</u><br>(SR '000) |
|----------------------|--------------------------|--------------------------|
| Goodwill (note 11.1) | 74,216                   | 74,216                   |
| Development cost     | 62,066                   | 62,980                   |
| Rights and Licenses  | 9,714                    | 11,902                   |
|                      | <u>145,996</u>           | <u>149,098</u>           |

- 11.1 On July 31, 2009, the Group acquired 79% of the issued share capital of Elimsan Salt Cihazlari ye Elektromekanik San ve Tic. A.S. (group of companies) for a consideration of SR 128.34 million that resulted in goodwill amounting to SR 86.56 million.

Goodwill is tested at least annually for impairment in accordance with the accounting policy for good will set out in note 4(h). For the year ending December 31, 2016, detailed impairment assessment of goodwill will be carried out by an independent consultant.

**12. BANK BORROWINGS AND FINANCIAL RESTRUCTURING**

The Group has several financing arrangements with local and foreign banks and development financial institutions (DFI) with short and long term maturity to finance its working capital and capital expenditure requirements. All these loans are obtained at prevailing commercial rates.

Short-term loans are secured by assignment of Group's receivables and has contractual maturity within one year, whereas the loans relating to subsidiaries' are secured by the Company's guarantee. As on June 30, short term loans comprise the following:

|  | <u>2016</u>    | <u>2015</u>    |
|--|----------------|----------------|
| BNP Paribas                                    | --             | 69,561         |
| Saudi British Bank                             | 39,496         | 27,419         |
| National Commercial Bank                       | --             | 220,442        |
| Al Rajhi Bank                                  | --             | 92,141         |
| Bank Al Bilad                                  | 21,552         | 85,962         |
| Lenders of subsidiaries (outside Saudi Arabia) | 128,207        | 263,185        |
|  | <u>189,255</u> | <u>758,710</u> |



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**12. BANK BORROWINGS AND FINANCIAL RESTRUCTURING (continued)**

Long-term loans as at June 30, comprise the following:

|  | <u>2016</u>      | <u>2015</u>      |
|--|------------------|------------------|
| Restructured Loans from commercial banks | 855,115          | 309,240          |
| Restructured Loan from a DFI             | 112,960          | 112,960          |
| Total                                    | <u>968,075</u>   | <u>422,200</u>   |
| Less: current portion of long-term loans | <u>(139,562)</u> | <u>(192,009)</u> |
| Non-current portion of long-term loans   | <u>828,513</u>   | <u>230,191</u>   |

On February 23, 2016, the Group secured financial restructuring agreements with its four main lenders which, requires the Group to comply with additional covenants and allows the Group to reschedule repayment of its debts over a period of 7 years, culminating with a final payment at the end of December 2022 subject to certain additional requirements to be completed within sixty days.

Until June 30, 2016, as some of the condition precedents were not completed, the Company, therefore sought an extension from the participating financial institutions. Subsequent to the period ended, on July 20, 2016, these requirements were completed and all the participating financial institutions have issued a certificate acknowledging the continuation of terms signed on February 23, 2016 with slight modification to the prospective repayment terms.

The amount of total debt restructured is SR 789 million including accumulated financing costs of SR 85 million. Following are the revised terms and conditions:

- Total repayment of debt by 2022, beginning from August 31, 2016
- Disposal of certain real estate properties having carrying values of SR 30 million to Al Rajhi Development Company Limited (Refer Note 9) for a total consideration of SR 72.11 million.
- Rights issue of Company's shares to take place before December 31, 2017
- Maintaining financial covenants, throughout the financing period including leverage ratios, minimum cash cover and minimum cash balance requirements.
- Assignment of all the dividends, commission, income, distributions and other proceeds, whether in cash or otherwise, including the proceeds arising out of the liquidation of investments from the equity accounted investee.
- Pledge of bank accounts for amounts not exceeding SR 15.5 million.

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**12. BANK BORROWINGS AND FINANCIAL RESTRUCTURING (continued)**

In line with the revised term of the repayment, the principal amounts including the mark-up, payable are as follows:

|  | Repayment<br>amount for<br>Restructured<br><u>Loan</u> | <u>DFI</u>     | Total<br><u>Repayments</u> |
|--|--|----------------|----------------------------|
| Within one year                          | 131,171  | 8,471          | 139,642                    |
| Between one to two years                 | 203,075  | 35,421         | 238,496                    |
| Between two to five years                | 281,839  | 46,203         | 328,042                    |
| After five years until December 31, 2022 | 172,571  | 22,865         | 195,436                    |
|  | <u>788,656</u>   | <u>112,960</u> | <u>901,616</u>             |

**13. ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES**

Accrued expenses and other current liabilities as at June 30, comprise the following:

|                                       | <u>2016</u>    | <u>2015</u>    |
|---------------------------------------|----------------|----------------|
| Accrued expenses                      | 152,511        | 149,188        |
| Advances from customers               | 101,167        | 122,429        |
| Billing in excess of contract revenue | 34,135         | 32,754         |
| Accrued financial charges             | 13,079         | 134,891        |
|                                       | <u>300,892</u> | <u>439,262</u> |

**14. SHARE CAPITAL**

The share capital consists of 76,000,000 shares of Saudi Arabian Riyals 10 each as at June 30, 2016 and June 30, 2015

**15. STATUTORY RESERVE**

In accordance with its by-laws, the Company had established a statutory reserve by appropriation of 10% of net income until the reserve equaled 50% of the share capital. This reserve is not available for dividend distribution.

In the Annual General Meeting held on June 2, 2016, shareholders have approved the absorption of accumulated losses by transferring of statutory reserve under Article 126 of the Regulation for companies. Accordingly, the statutory reserve as on June 30, 2016 has been reduced to NIL (June 30, 2015: SR 63.432 million). As the Company is in losses, therefore no amount has been transferred to statutory reserve during the current period.

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**16. (LOSS) / EARNINGS PER SHARE**

(Loss) / earnings per share from operations for the period is calculated by dividing (loss) / income from operations by the weighted average number of outstanding shares during the period. Earnings per share has been calculated on (loss) / profit from operations attributable to the Group (including non-controlling interests).

(Loss)/earnings per share from net (loss) / profit for the period is calculated by dividing the net (loss)/profit attributable to the equity holders of the Company for the period by the weighted average number of outstanding shares during the period.

The calculation of diluted earnings per share is not applicable to the Company.

**17. SEGMENTAL INFORMATION**

*Operating Segment:*

The Group has the following main business segments:

- Sale of manufactured goods
- Turnkey power and telecommunication projects (based on the contracts)

These form the basis of internal management reporting of main business segments

|                                    | <u>Sale of goods</u> |             | <u>Contract revenue</u> |             | <u>Total</u>    |             |
|------------------------------------|----------------------|-------------|-------------------------|-------------|-----------------|-------------|
|                                    | <u>2016</u>          | <u>2015</u> | <u>2016</u>             | <u>2015</u> | <u>2016</u>     | <u>2015</u> |
| Revenue                            | <b>824,822</b>       | 933,528     | <b>36,683</b>           | 40,522      | <b>861,505</b>  | 974,050     |
| Costs of revenue                   | <b>774,864</b>       | 893,219     | <b>54,580</b>           | 30,244      | <b>829,444</b>  | 923,463     |
| Net (loss) / income                | <b>(66,257)</b>      | (7,510)     | <b>(1,678)</b>          | 449         | <b>(67,935)</b> | (7,061)     |
| Trade receivables                  | <b>218,481</b>       | 344,054     | <b>221,496</b>          | 132,721     | <b>439,977</b>  | 476,775     |
| Property, plant and equipment, net | <b>616,476</b>       | 703,322     | <b>4,166</b>            | 5,901       | <b>620,642</b>  | 709,223     |
| Short-term loans                   | <b>189,255</b>       | 685,963     | —                       | 72,747      | <b>189,255</b>  | 758,710     |
| Long term loans                    | <b>795,582</b>       | 326,736     | <b>172,493</b>          | 95,464      | <b>968,075</b>  | 422,200     |

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**17. SEGMENTAL INFORMATION (continued)**

*Geographic Information:*

The Group's operations are conducted in Saudi Arabia, UAE and Turkey. Selected financial information for the six-month period ended June 30, and financial position as of June 30, 2016 and June 30, 2015, summarized by geographic area, is as follows:

|                                    | <u>Saudi Arabia</u> | <u>UAE</u> | <u>Turkey</u> | <u>Total</u> |
|------------------------------------|---------------------|------------|---------------|--------------|
| <b><u>2016 (Unaudited)</u></b>     |                     |            |               |              |
| Revenue                            | 569,910             | 71,949     | 219,646       | 861,505      |
| Costs of revenue                   | 559,783             | 68,143     | 201,518       | 829,444      |
| Net (loss) / income                | (51,101)            | 918        | (17,752)      | (67,935)     |
| Trade receivables                  | 278,379             | 42,191     | 119,407       | 439,977      |
| Property, plant and equipment, net | 232,077             | 27         | 388,538       | 620,642      |
| Short-term loans                   | 61,048              | --         | 128,207       | 189,255      |
| Long-term loans                    | 900,770             | --         | 67,305        | 968,075      |
|                                    | <u>Saudi Arabia</u> | <u>UAE</u> | <u>Turkey</u> | <u>Total</u> |
| <b><u>2015 (Unaudited)</u></b>     |                     |            |               |              |
| Revenue                            | 707,313             | 31,399     | 235,338       | 974,050      |
| Costs of revenue                   | 672,123             | 29,714     | 221,626       | 923,463      |
| Net income / (loss)                | 9,237               | 3          | (16,301)      | (7,061)      |
| Trade receivables                  | 343,154             | 19,267     | 114,354       | 476,775      |
| Property, plant and equipment, net | 352,828             | 59         | 356,336       | 709,223      |
| Short-term loans                   | 646,695             | --         | 112,015       | 758,710      |
| Long-term loans                    | 290,169             | --         | 132,031       | 422,200      |

**18. ZAKAT AND INCOME TAX**

Below is the status of zakat and income tax for the Companies in the Group:

***Saudi Cable Company***

The General Authority of Zakat and Income Tax (GAZT) has assessed additional Zakat liability amounting to Saudi Riyals 50.70 million on the Company for the years 1993 to 2004. The Company objected against part of the additional liabilities, which is still under an appeal at various levels between GAZT and Board of grievances (BOG).

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**18. ZAKAT AND INCOME TAX (continued)**

GAZT issued the assessment for the years 2005 to 2007 and claimed additional zakat and withholding tax liability of SR 35.69 million. The Company objected against the said assessment, which was transferred to Preliminary Appeal Committee (PAC) for the review and decision. PAC approved the

GAZT point of view. Accordingly, the Company filed an appeal against PAC's decision with Higher Appeal Committee (HAC) which is under review by the HAC.

The GAZT has raised assessment for the years 2008 and 2009 with additional liability of 32.9 million. The company has filed an appeal against the GAZT's assessment with the Preliminary Appeal Committee (PAC).

The GAZT issued the assessment for the years from 2010 to 2012 and claimed additional Zakat liability of SR 72.22 million. The Company objected against the said assessment, which is still under review by the GAZT till to date.

The Company booked a provision of Saudi Riyals 85 million against current and above mentioned assessment years by the GAZT. The Company filed its Zakat returns for the year 2013 and 2014 and has obtained the restricted Zakat certificates.

***Mass Centers for Distribution of Electrical Products Limited***

The GAZT issued the Zakat assessments for the years from 1998 to 2007, which showed Zakat liability of Saudi Riyals 1 million. The Company filed an appeal with the Higher Appeal Committee (HAC) against the said assessments and is confident of favorable outcome. The Company filed its Zakat returns for the years ended December 31, 2008 to 2010. The GAZT did not issue the final Zakat assessments for the said years till to date. Although, the Company is essentially dormant but is in the process to file the Zakat returns for the years from 2011 to 2015.

***Mass Projects for Power & Telecommunications Limited***

The Company filed its Zakat returns for the years from 1999 to 2014, The GAZT issue its final Zakat Assessments for the years 1999 to 2004 and claimed additional Zakat differences of Saudi Riyals 3 million. The Company filed an objection against the GAZT assessment, which is still under review by GAZT. Final assessments for the years 2005 to 2014 were not issued by the GAZT till to date.

***Saudi Cable Company for Marketing Limited***

The GAZT issued the final assessment for the years 1996 to 2004, and claimed Zakat differences of Saudi Riyals 17 million. The Company filed its objection against the said Zakat differences and is confident of favorable outcome. The Company filed its Zakat returns for the years 2005 to 2007. The GAZT did not issue the final Zakat assessment for the said years till to date. Although, the Company is essentially dormant but is in the process to file the Zakat returns for the years up to 2014.

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**19. COMMITMENTS AND CONTINGENCIES**

In addition to the note 3, 12 and 18 following are the commitments and contingencies

|  | <u>2016</u>    | <u>2015</u>    |
|--|----------------|----------------|
| Outstanding forward metal contracts                            | <u>112,783</u> | <u>126,461</u> |
| Contingent liabilities in respect of performance and bid bonds | <u>110,128</u> | <u>138,315</u> |
| Authorized and contracted for capital expenditure commitments  | <u>2,298</u>   | <u>3,218</u>   |
| Corporate guarantees issued                                    | <u>55,472</u>  | <u>85,061</u>  |

In addition to providing guarantees in respect of bank facilities available to certain subsidiaries, the parent company has also provided undertakings to support such subsidiaries in meeting their liabilities as they fall due.

**20. SUBSEQUENT EVENT:**

As fully explained in note 12 to the financial statements, on July 20, 2016 the Group managed to fulfill all condition precedents required under the Restructuring Framework Agreement dated February 23, 2016 and obtain acknowledgment of the Participating Banks. This has further resulted in disposal of properties classified as held for sale amounting to SR 30.63 million at June 30, 2016 (see note 9) and slight modification in the terms of repayment.

**21. APPROVAL OF THE FINANCIAL STATEMENTS**

These interim consolidated financial statements were approved for issuance by the management on behalf of the Board of Directors on Shawwal 23,1437H, corresponding to July 28, 2016.