

**B Investments Holding**  
**"S.A.E."**  
**Separate Condensed Interim Financial Statements**  
**For the nine months ended September 30, 2019**  
**Together with Limited Review Report**

*Translation of Review  
Report Originally Issued in Arabic*

**Limited review report of periodic financial statements**

**To: The Board of Directors of B Investments Holding "S.A.E."**

**Introduction**

We have reviewed the accompanying separate condensed interim financial statements of B Investments Holding – S.A.E which comprise the separate condensed interim statement of financial position as of September 30, 2019 and the related separate interim statements of income, comprehensive income, changes in equity and cash flows for the nine months' period then ended, and a summary of significant accounting policies and other explanatory notes. Management is responsible for the preparation and fair presentation of the separate condensed interim financial statements in accordance with Egyptian Accounting Standard No. (30) "Interim financial statements". Our responsibility is to express a conclusion on these separate condensed interim financial statements based on our review.

**Scope of Review**

We conducted our review in accordance with Egyptian Standard on Review Engagements (2410) "Review of Interim Financial Statement Performed by the Independent Auditor of the Entity". Review of separate condensed interim financial statements 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 Egyptian 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 on separate condensed interim financial statements.

**Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying separate condensed interim financial statements do not present fairly in all material respects the separate financial position of the entity as at September 30, 2019, and of its separate financial performance and its separate cash flows for the nine months' period then ended in accordance with Egyptian Accounting Standard No. (30) "Interim financial statements".

Cairo 14 November, 2019

*Samy*  
Samy Habib Reif, ACCA  
F.E.S.A.A (R.A.A. 13485)



**B Investments Holding S.A.E.**  
**Separate Condensed Interim Statement of Financial Position**  
**as of September 30, 2019**

	<u>Note</u>	<u>September 30, 2019</u>	<u>December 31, 2018</u>
		<u>EGP</u>	<u>EGP</u>
<b><u>Assets</u></b>			
<b><u>Non-current assets</u></b>			
Investments in subsidiaries (net)		9 453 732	9 453 732
Investments in joint ventures (net)	(4)	322 585 489	258 762 025
Investments in associates (net)		153 856 436	153 856 436
Available for sale investments		141 262 077	141 262 077
Investment properties (net)	(5)	66 621 936	113 283 717
Loans to associates	(6)	102 774 824	105 294 533
Project under construction	(7)	24 245 504	7 893 989
<b>Total-non current assets</b>		<b>820 799 998</b>	<b>789 806 509</b>
<b><u>Current assets</u></b>			
Debtors from selling investment properties	(8)	19 200 000	-
Treasury bills	(9)	336 643 372	416 658 384
Due from related party (net)	(10)	2 072 406	6 000
Other debit balances (net)	(11)	30 503 438	15 502 601
Cash at banks	(12)	71 821 545	87 564 146
<b>Total current assets</b>		<b>460 240 761</b>	<b>519 731 131</b>
<b>Total assets</b>		<b>1 281 040 759</b>	<b>1 309 537 640</b>
<b><u>Equity and liabilities</u></b>			
<b><u>Equity</u></b>			
Issued and paid-up capital	(15)	800 122 080	800 122 080
Reserves		254 876 193	251 345 904
Retained earnings		132 739 271	147 029 450
Net profit for the period /year		63 518 871	70 605 783
<b>Total equity</b>		<b>1 251 256 415</b>	<b>1 269 103 217</b>
<b><u>Non-Current liabilities</u></b>			
Deferred tax liabilities		4 928 702	9 437 090
<b>Total-non current liabilities</b>		<b>4 928 702</b>	<b>9 437 090</b>
<b><u>Current liabilities</u></b>			
Due to related parties	(13)	4 691 392	5 016 014
Accounts payable and other credit balances		4 197 745	5 980 742
Current income tax		12 341 608	13 192 988
Provisions	(14)	3 624 897	6 807 589
<b>Total current liabilities</b>		<b>24 855 642</b>	<b>30 997 333</b>
<b>Total equity and liabilities</b>		<b>1 281 040 759</b>	<b>1 309 537 640</b>

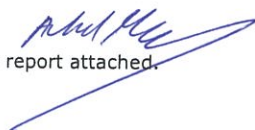
- The attached notes form an integral part of the separate condensed interim financial statements , and to be read therewith.

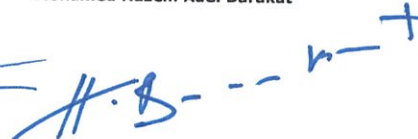
Chief Financial Officer  
Ahmed Abdel Monem Madbouly

Chief Executive Officer  
Dr. Mohamed Abdel Monem Omran

Chairman  
Mohamed Hazem Adel Barakat

- Review report attached.





**B Investments Holding S.A.E.**  
**Separate Condensed Interim Income Statement**  
**for the nine months ended on September 30, 2019**


	Note	Nine months ended		Three months ended	
		September 30, 2019	September 30, 2018	September 30, 2019	September 30, 2018
		EGP	EGP	EGP	EGP
<b>Income and profits</b>					
Dividends income from available for sale investments	(18)	27 692 942	26 207 722	-	-
Dividends income from joint ventures investments	(19)	16 816 724	-	16 816 724	-
Company's remuneration for membership in the BOD of associates		-	1 065 806	-	-
Rental income		-	2 700 000	-	-
Reversal of provisions no longer required		-	2 500 000	-	-
Foreign currency exchange differences		-	1 876 733	-	-
Finance income	(20)	60 682 041	61 189 076	17 674 513	322 745
Gain from selling investment on property	(5)	1 613 372	-	1 613 372	26 809 570
		<b>106 805 079</b>	<b>95 539 337</b>	<b>36 104 609</b>	<b>27 132 315</b>
<b>Expenses and losses</b>					
Depreciation of investment properties		( 275 154)	( 238 734)	( 91 718)	( 79 578)
Management fees		(13 921 205)	(11 620 408)	(4 691 395)	(4 654 281)
Consulting fees and other expenses	(21)	( 4 456 600)	(12 589 193)	(1 511 658)	(2 407 933)
Board of directors allowances		( 104 244)	( 239 553)	( 20 700)	( 26 700)
Impairment loss on other debit balances		-	( 2 954 500)	-	(2 954 500)
Foreign currency exchange differences		( 16 733 238)	-	(4 478 975)	-
<b>Net profit for the period before income tax</b>		<b>71 314 638</b>	<b>67 896 949</b>	<b>25 310 163</b>	<b>17 009 323</b>
Current income tax		(12 304 160)	(11 046 749)	(3 732 598)	(4 804 269)
Deferred tax		4 508 393	( 423 792)	1 313 610	( 23 963)
<b>Net profit for the period</b>		<b>63 518 871</b>	<b>56 426 408</b>	<b>22 891 175</b>	<b>12 181 091</b>
Basic and diluted earnings per share (EGP/share)	(16)	<b>0.40</b>	<b>0.35</b>	<b>0.14</b>	<b>0.08</b>

- The attached notes form an integral part of these separate condensed interim financial statements, and to be read therewith.

Chief Financial Officer  
Ahmed Abdel Monem Madbouly



Chief Executive Officer  
Dr. Mohamed AbdEl Monem Omran



Chairman  
Mohamed Hazem Adel Barakat



**B Investments Holding S.A.E.**  
**Separate Condensed Interim statement of Comprehensive Income for the nine months ended on September 30, 2019**  
**for the nine months ended on September 30, 2019**

	<u>Nine months ended</u>		<u>Three months ended</u>	
	<u>September 30, 2019</u>	<u>September 30, 2018</u>	<u>September 30, 2019</u>	<u>September 30, 2018</u>
<b>Net profit for the period</b>	EGP 63 518 871	EGP 56 426 408	EGP 22 891 175	EGP 12 181 091
Other comprehensive income	-	-	-	-
<b>Total other comprehensive income for the period</b>	-	-	-	-
<b>Total comprehensive income for the period</b>	<b>63 518 871</b>	<b>56 426 408</b>	<b>22 891 175</b>	<b>12 181 091</b>

- The attached notes form an integral part of these separate condensed interim financial statements, and to be read therewith.

**Chief Financial Officer**  
**Ahmed Abdel Monem Madbouly**



**Chief Executive Officer**

**Dr. Mohamed Abdel Monem Omran**



**Chairman**

**Mohamed Hazem Adel Barakat**



**B Investments Holding S.A.E.**  
**Separate Condensed Interim Statement of Changes in Equity**  
**for the nine months ended September 30, 2019**

	<u>Issued and paid-up capital</u>	<u>Legal reserve</u>	<u>Capital issuance costs</u>	<u>Retained earnings</u>	<u>Net profit for the period</u>	<u>Total equity</u>
	EGP	EGP	EGP	EGP	EGP	EGP
<b>Balance as of January 1, 2018</b>	584 464 310	10 577 468	-	104 004 637	45 289 276	744 335 691
<b>Items of other comprehensive income</b>						
Net profit for the period	-	-	-	-	56 426 408	56 426 408
Other comprehensive income	-	-	-	-	-	-
<b>Total Other Comprehensive income</b>	-	-	-	-	56 426 408	56 426 408
<b>The company's shareholders transactions</b>						
Capital increase	215 657 770	242 614 991	(4 111 018)	-	-	454 161 743
Transferred to legal reserve	-	2 264 463	-	(2 264 463)	-	-
Transferred to retained earnings	-	-	-	45 289 276	(45 289 276)	-
<b>Total company's shareholders transactions</b>	215 657 770	244 879 454	(4 111 018)	43 024 813	(45 289 276)	454 161 743
<b>Balance as of September 30, 2018</b>	800 122 080	255 456 922	(4 111 018)	147 029 450	56 426 408	1 254 923 842
<b>Balance as of January 1, 2019</b>	800 122 080	255 456 922	(4 111 018)	147 029 450	70 605 783	1 269 103 217
<b>Items of other comprehensive income</b>						
Net profit for the period	-	-	-	-	63 518 871	63 518 871
Other comprehensive income	-	-	-	-	-	-
<b>Total Other Comprehensive income</b>	-	-	-	-	63 518 871	63 518 871
<b>The company's shareholders transactions</b>						
Transferred to legal reserve	-	3 530 289	-	(3 530 289)	-	-
Transferred to retained earnings	-	-	-	70 605 783	(70 605 783)	-
Dividends distributions	-	-	-	(81 365 673)	-	(81 365 673)
<b>Total company's shareholders transactions</b>	-	3 530 289	-	(14 290 179)	(70 605 783)	(81 365 673)
<b>Balance as of September 30, 2019</b>	800 122 080	258 987 211	(4 111 018)	132 739 271	63 518 871	1 251 256 415

- The attached notes form an integral part of these separate condensed interim financial statements, and to be read therewith.

**B Investments Holding S.A.E.**

**Separate Condensed Interim Statement of Cash Flows for the nine months ended September 30, 2019**

	<b><u>Note</u></b>	<b><u>September 30, 2019</u></b>	<b><u>September 30, 2018</u></b>
		<b><u>EGP</u></b>	<b><u>EGP</u></b>
<b><u>Cash flows from operating activities</u></b>			
Net profit for the period before income tax		71 314 638	67 896 949
<b><u>Adjusted by :</u></b>			
Foreign currency exchange differences		16 435 236	(1 876 733)
Provisions used		(3 182 692)	-
Credit interest - treasury bills		(50 509 915)	(41 545 360)
Credit interest		(10 172 126)	(19 643 716)
Impairment losses on other debit balances		-	2 954 500
Provisions no longer required		-	(2 500 000)
Capital gain		(1 613 372)	-
Depreciation of investment properties		275 154	238 734
<b>Operating profit before changes in working capital</b>		<b>22 546 923</b>	<b>5 524 374</b>
Increase in due from related parties		(2 066 406)	-
Increase in Debtors from selling investment properties		(19 200 000)	-
Increase in other debit balances		(26 522 460)	(4 460 540)
(Decrease) Increase in due to related parties		( 324 622)	1 862 397
Decrease in accounts payable and other credit balances		(1 782 997)	(1 416 708)
Income tax Paid during the period		(1 000 043)	(18 355 176)
<b>Net Cash flows (used in) operating activities</b>		<b>(28 349 605)</b>	<b>(16 845 653)</b>
<b><u>Cash flows from investment activities</u></b>			
Proceeds from credit interest		50 635 720	10 434 461
Payments to acquire investments in joint ventures		(63 823 464)	(60 850 200)
Payments to acquire investment properties		-	( 145 680)
Net proceeds from sale investment properties		28 512 000	-
Payments for acquisition of investments		-	(65 100 941)
Payments for project under construction		(16 351 515)	-
Change in long term deposits		5 615 878	(2 010 128)
Payments for acquisition treasury bills		(370 526 335)	(414 475 492)
Proceeds from redemption of treasury bills		83 558 968	246 349 706
<b>Net cash flows (used in) investment activities</b>		<b>(282 378 748)</b>	<b>(285 798 274)</b>
<b><u>Cash flows from financing activities</u></b>			
Proceeds from capital increase		-	463 664 205
Payment for new shares issuance cost		-	(10 695 983)
Dividends Paid		(81 365 673)	-
<b>Net cash flows (used in) generated by financing activities</b>		<b>(81 365 673)</b>	<b>452 968 222</b>
Net change in cash and cash equivalents during the period		(392 094 026)	150 324 295
<b>Cash and cash equivalents at the beginning of the period</b>		<b>431 286 479</b>	<b>26 461 610</b>
Effects of changes in foreign currency exchange rate		298 002	22 852
<b>Cash and cash equivalents at the end of the period</b>	(12)	<b>39 490 455</b>	<b>176 808 757</b>

- The attached notes form an integral part of these separate condensed interim financial statements, and to be read therewith.

**1. General information**

B Investments Holding "S.A.E." (BPE Holding for Financial investments -formerly) "The Company" was established under the provisions of Law No 95 for 1992 and its executive regulations. The Company was registered on December 31, 2005 under No 52455 at South Cairo Commercial Register pursuant to the Capital Market Authority License No. 348 dated April 11, 2006. Then The Company registered on October 24, 2012 under No 63264 at South Cairo Commercial Register.

The Company's purpose is to participate in incorporation of other entities, which issue securities, or increase their capital. The Company may have interest or participate in any form with corporate companies pursuing similar activities, or which may assist it in realizing its purpose in Egypt or abroad. The Company may also merge, purchase or become a subsidiary to companies according to the provisions of law and its executive regulation. The Company's duration is 20 years commencing from the Commercial Register date.

The Company's principle business activity is investment in other entities, in accordance with its established investment policy. The Company aims to identify, research, negotiate, make and monitor the progress of and sell, realize and exchange investments and distribute proceeds of such investments with the principle objective of providing shareholders with a high relative overall rate of return by means of both income, capital growth and exit.

On January 11, 2016 the Company's extraordinary general assembly decided to change the Company name to be BPE Holding for Financial Investments, the change was registered in the Company's commercial register on February 24, 2016.

On May 8, 2018 the Company's extraordinary general assembly decided to change the Company name to be B Investments Holding, the change was registered in the Company's commercial register on July 8, 2018.

The Board of Directors authorized the issuance of the separate condensed interim financial statements on November 14, 2019.

**2. Statement of compliance**

The separate condensed interim financial statements have been prepared in accordance to the Egyptian Accounting Standard No. (30)" Interim financial statements".

**3. Separate financial statements' basis of preparation**

The separate condensed interim financial statements have been prepared using the same accounting policies applied in the last year. The condensed interim financial statements are to be read in conjunction with separate financial statements issued for the year ended December 31, 2018.



B Investments Holding "S.A.E"  
Notes to the separate condensed interim financial statements  
For the nine months ended September 30, 2019

**4. Investments in joint ventures (net)**

<u>Company name</u>	<u>No. of</u>	<u>Ownership</u>	<u>September 30,</u>	<u>December 31,</u>
	<u>Shares</u>	<u>%</u>	<u>2019</u>	<u>2018</u>
			<u>EGP</u>	<u>EGP</u>
Inergia Technologies for Information Systems S.A.E "Inergia"	5 532 124	%68.04	55 321 240	55 321 240
Ebtikar for Financial Investment	1 129 656	%20.39	140 933 164	77 109 700
Gourmet Egypt.Com Foods S.A.E.	3 127 950	%52.9	92 627 255	92 627 255
Payments under capital increase in Gourmet Egypt.Com Foods S.A.E.	--	--	33 703 830	33 703 830
Red Sea Venture for Solar Energy	7 425	%49.5	5 727 150	5 727 150
<b>Less:</b> Impairment in Red Sea Venture for Solar Energy			(5 727 150)	(5 727 150)
			<b>322 585 489</b>	<b>258 762 025</b>

The increase in the balance is due to the payment of the Company's share in the capital increase of "Ebtikar for Financial Investments" during the period by an amount of EGP 63 823 464.

**5. Investment properties (Net)**

<u>Cost</u>	<u>Mohandseen Administration</u>		<u>Maadi</u>		<u>Total</u>
	<u>Building</u>		<u>Administration Building</u>		<u>EGP</u>
	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>	
	<u>Land</u>	<u>Building</u>	<u>Land</u>	<u>Building</u>	
<b>On January 1, 2019</b>	<b>40 585 000</b>	<b>6 410 639</b>	<b>57 922 825</b>	<b>9 650 639</b>	<b>114 569 103</b>
Disposal during the period*	( 40 585 000)	(6 410 639)	--	--	(46 995 639)
<b>On September 30, 2019</b>	<b>--</b>	<b>--</b>	<b>57 922 825</b>	<b>9 650 639</b>	<b>67 573 464</b>
<b>Accumulated depreciation</b>					
<b>On January 1, 2019</b>	--	<b>512 852</b>	--	<b>772 534</b>	<b>1 285 386</b>
Depreciation during the period	--	96 160	--	178 994	275 154
Accumulated depreciation of disposals during the period	--	<b>(609 012)</b>	--	--	<b>(609 012)</b>
<b>On September 30, 2019</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>951 528</b>	<b>951 528</b>
<b>Netbook value</b>					
<b>As of September 30, 2019</b>	<b>--</b>	<b>--</b>	<b>57 922 825</b>	<b>8 699 111</b>	<b>66 621 936</b>
<b>As of December 31, 2018</b>	<b>40 585 000</b>	<b>5 897 787</b>	<b>57 922 825</b>	<b>8 878 105</b>	<b>113 283 717</b>

B Investments Holding "S.A.E"  
Notes to the separate condensed interim financial statements  
For the nine months ended September 30, 2019

\*On September 24, 2019 the company sold Mohandseen administration building by an amount EGP 48 M to Export Development Bank of Egypt (EDBE) and recognized gain from selling of investment property in the income statement by an amount of EGP 1 613,372 ( note 8) .

**6. Loans to associates**

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Infinity Solar B.V 1	30 665 746	31 417 578
Infinity Solar B.V 2	51 448 548	52 709 895
Infinity Solar B.V 3	20 660 530	21 167 060
	<u><b>102 774 824</b></u>	<u><b>105 294 533</b></u>

The decrease in the account balance is due to the foreign currency exchange loss by an amount of EGP 9 987 437, in addition to the accrual of interest income by an amount of EGP 7 467 728.

**7. Project under construction**

Project under construction represents the amounts paid for decorations and fixtures work for the administrative building located in Maadi area with the aim of leasing the building in the future. On April 15, 2018 a lease agreement for the building was signed for three years that will start from the delivery date after completion of the decorations and facilities. The building has not been delivered, till the date of the condensed interim financial statements.

**8. Debtors from selling investment properties**

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Export Development Bank of Egypt (EDBE)	19 200 000	--
	<u><b>19 200 000</b></u>	<u><b>--</b></u>

On September 24, 2019, the company sold Mohandseen administrative building by an amount of EGP 48 M to the Egyptian Export Development Bank according to the Board of Director's resolution on August 8, 2019. An amount of EGP 28,800,000 representing 60% of the value of the contract was collected and an amount of EGP 19,200,000, which represents 40% of the value of the contract, was deferred upon completion of the process of registration and transfer of ownership to the Egyptian Export Development Bank.

**9. Treasury bills**

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Treasury bills – more than three months	352 875 000	--
Treasury bills – less than three months	29 500 000	432 125 000
<b>Less:</b> unrealized interest	(45 731 628)	(15 466 616)
	<u><b>336 643 372</b></u>	<u><b>416 658 384</b></u>

B Investments Holding "S.A.E"  
Notes to the separate condensed interim financial statements  
For the nine months ended September 30, 2019

**10. Due from related party (net )**

	<u>Relationship nature</u>	<u>Account nature</u>	<u>September 30, 2019 EGP</u>	<u>December 31, 2018 EGP</u>
Red Sea venture for solar energy	Joint venture	Current acc.	1 149 958	1 149 958
Infinity Solar B.V 1	Associate	Current acc.	688 356	--
Infinity Solar B.V 2	Associate	Current acc.	701 959	--
Infinity Solar B.V 3	Associate	Current acc.	676 091	--
<b>Less:</b> Impairment in due from related party			(1 143 958)	(1 143 958)
			<b>2 072 406</b>	<b>6 000</b>

The increase in the balance is mainly due to increase in accrued balances during, the period due from Infinity Solar B.V 1, Infinity Solar B.V 2 and Infinity Solar B.V 3 which are related to the transactions charged to the current account (note 17).

**11. Other debit balances (Net)**

	<u>September 30,2019 EGP</u>	<u>December 31, 2018 EGP</u>
Deposits held with others	46 795	46 795
Accrued interest	2 516 060	932 930
Accrued rental income	2 954 500	3 404 500
Accrued dividends income	16 816 724	2 207 002
Prepaid expenses	317 447	128 308
Debit income tax	47 852	47 852
Debit withholding tax	297 000	9 000
Withholding tax on treasury bills	9 935 201	11 332 271
Advance payment to suppliers	526 359	348 443
<b>Less:</b> Impairment in other debit balances	(2 954 500)	(2 954 500)
	<b>30 503 438</b>	<b>15 502 801</b>

The increase in other debit balances is mainly due to accrued dividends income from investment in joint venture by an amount EGP 16 816 724,taking into consideration collection of the beginning balance of the accrued dividends of EGP 2 207 002.

B Investments Holding "S.A.E"  
Notes to the separate condensed interim financial statements  
For the nine months ended September 30, 2019

**12. Cash at banks**

	<u>September 30, 2019</u>	<u>December 31, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Current accounts - local currency	10 808 132	14 604 697
Current accounts - foreign currency	134 150	23 398
Time deposits - foreign currency	60 879 263	72 936 051
	<u>71 821 545</u>	<u>87 564 146</u>

For the purpose of preparing separate condensed cash flow statement, the cash and cash equivalents are comprised of the following:

	<u>September 30, 2019</u>	<u>September 30, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Cash at banks	71 821 545	148 939 203
Treasury bills – less than three months	28 548 173	99 004 282
<b>Less:</b> Time Deposits – More than three months	(60 879 263 )	(71 134 728)
	<u>39 490 455</u>	<u>176 808 757</u>

**13. Due to related parties**

	<u>Relationship</u>	<u>Account nature</u>	<u>September 30,</u>	<u>December 31,</u>
	<u>nature</u>		<u>2019</u>	<u>2018</u>
			<u>EGP</u>	<u>EGP</u>
BPE Partners S.A.E	Management company	Management fees and other expenses	4 691 392	5 016 014
			<u>4 691 392</u>	<u>5 016 014</u>

**14. Provisions**

	<u>December 31, 2018</u>	<u>Used during the</u>	<u>September 30, 2019</u>
	<u>EGP</u>	<u>period</u>	<u>EGP</u>
		<u>EGP</u>	<u>EGP</u>
Provision for claims	6 807 589	(3 182 692)	3 624 897
	<u>6 807 589</u>	<u>(3 182 692 )</u>	<u>3 624 897</u>

The provisions are relate to claims with external parties arising from the ordinary course of business. Management reviews these provisions on regular basis and revise the amounts based on the latest negotiations held and agreements formed with those parties.

B Investments Holding "S.A.E"

Notes to the separate condensed interim financial statements

For the nine months ended September 30, 2019

The company has not disclosed all information relating to the provisions according to the Egyptian Accounting Standards due to its belief that the disclosure of such information could highly impact the results of the negotiations with those parties.

**15. Capital**

The Company's authorized capital amounted to EGP 2.4 billion, and the issued and paid-up capital amounted to EGP 800 122 080 divided into 160 024 416 shares of EGP 5 par value each.

**16. Basic and diluted profits per share**

**Basic:** Basic earnings per share is calculated by dividing the net profit attributable to shareholders' of the Company by the weighted average number of ordinary shares outstanding during the year.

**Diluted:** Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding assuming conversion of all convertible financial instruments and share options. The net profit is adjusted by omission of the cost of convertible debt instruments taking tax effect into consideration. As there are no debt instruments that are convertible to shares, so diluted and basic earnings per share are equal.

	<u>September 30, 2019</u>	<u>September 30, 2018</u>
	<u>EGP</u>	<u>EGP</u>
Net profit for the period	63 518 871	56 426 408
Weighted average number of shares	160 024 416	160 024 416
<b>Basic and diluted earnings per share</b>	<b>.040</b>	<b>0.35</b>

**17. Significant related parties' transactions**

Related parties transactions occurred during financial period on current accounts nature represented mainly in management fees and the expenses related to the company or expenses the company paid on behalf related parties

<u>Company name</u>	<u>Type of relationship</u>	<u>Type of transactions</u>	<u>Value of transactions</u>
BPE Partners S.A.E.	Management company	Management fees	(13 921 205)
		Expenses paid on behalf of the company	(1 315 591)
Infinity Solar B.V 1	Associate	Credit interest	2 228 206
		Cash transfer to related party	688 356
Infinity Solar B.V 2	Associate	Credit interest	3 738 306
		Cash transfer to related party	701 959
Infinity Solar B.V 3	Associate	Credit interest	1 501 216
		Cash transfer to related party	676 091

**18. Dividends income from available for sale investments**

	<b><u>September 30, 2019</u></b>	<b><u>September 30, 2018</u></b>
	<b><u>EGP</u></b>	<b><u>EGP</u></b>
Dividends from Total Egypt Co.	27 692 942	26 207 722
	<b><u>27 692 942</u></b>	<b><u>26 207 722</u></b>

**19. Dividends income from investment in joint ventures**

	<b><u>September 30, 2019</u></b>	<b><u>September 30, 2018</u></b>
	<b><u>EGP</u></b>	<b><u>EGP</u></b>
Inergia technologies for information systems	16 816 724	--
	<b><u>16 816 724</u></b>	<b><u>--</u></b>

**20. Finance income**

	<b><u>September 30, 2019</u></b>	<b><u>September 30, 2018</u></b>
	<b><u>EGP</u></b>	<b><u>EGP</u></b>
Interest credit on time deposits and bank current accounts	2 704 398	12 515 220
Credit interest for loans to associates	7 467 728	7 128 496
Interest on treasury bills	50 509 915	41 545 360
	<b><u>60 682 041</u></b>	<b><u>61 189 076</u></b>

The decrease in finance income during the period is mainly due to the decrease in the credit interest on time deposits and current accounts by an amount of EGP 9.8 M, taking into consideration the increase of interest on treasury bills by an amount of EGP 8.9 M.

**21. Management agreement**

On 19 July 2017, The Company signed a new management agreement with BPE Partners SAE, the new management agreement became effective on the date of completion of listing the Company's shares on the EGX. The trading on the Company's shares started on March 29, 2018. Pursuant to the terms of the new management agreement, the management company is entitled to a management fees of 2% of the company's paid up capital up to EGP 600 million and 1.5% of any capital increase (included share premium) of more than EGP 600 million Up to EGP 1.2 billion and 1% on any capital increase of more than EGP 1.2 billion.

Additionally, the management company is entitled to a performance fee, the performance fee will be due to the management company only on the exit of investments entered into by the Company. Performance fees for existing investments are accrued for the management company and calculated as the difference between cash proceeds net of taxes and fees received from the disposal and distribution (dividend, interest, or rent) of the investment and the adjusted cost of the existing investment. The adjusted cost is the historical cost of the investment accumulated at an acceptable rate of return on investment (10% annually) for each year following the acquisition date of the investment until the date on which the new management agreement takes effect.

Performance fees on new investments entered into by the Company starting from the date on which the new management agreement takes effect will be 15% of the gain on the investment calculated as the difference between the cash proceeds net of taxes and fees received from the disposal and distribution (dividend, interest, or rent) of the investment and the aggregate cost of such investment.

## **22. Contingent liabilities**

Pursuant to the Purchase Agreement dated September 18, 2018, if Gourmet Egypt.com Foods recognized profits exceeds certain level of profits for the financial year ended 31 December 2019, B Investments Holding shall pay price difference for the old shareholders up to 60 M EGP.

## **23. Significant Events during the period**

- On March 28, 2019, the Minister of Investment and International cooperation issued Decision No. 96 of 2019 amending some of Egyptian Accounting standards and published three accounting standards, The Egyptian Accounting standard no. (47) for financial instruments , The Egyptian Accounting standard No.(48) for revenue from contracts with customers and the Egyptian Accounting standard No (49) for leasing contracts in implementation of the financial leasing and Allocation Act No.176 of 2018.
- On May 13, 2019, The general assembly meeting approved cash distributions by an amount of EGP 80 012 204 equivalent to 50 piasters per share for the shareholders and an amount of EGP 1 353 469 for the Board of Directors members .

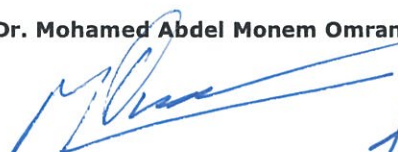
**Chief Financial Officer**

**Ahmed Abdel Monem Madbouly**



**Chief Executive Officer**

**Dr. Mohamed Abdel Monem Omran**



**Chairman**

**Mohamed Hazem Adel Barakat**

