

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX-MONTH PERIOD ENDED 30 JUNE 2025

Binghatti Holding Limited and its Subsidiaries

Table of contents	<u>Pages</u>
Report on review of interim condensed consolidated financial statements	1
Interim condensed consolidated statement of profit or loss and other comprehensive income	2
Interim condensed consolidated statement of financial position	3-4
Interim condensed consolidated statement of changes in equity	5
Interim condensed consolidated statement of cash flows	6-7
Notes to the interim condensed consolidated financial statements	8-28

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

To the Shareholder
Binghatti Holding Limited
Dubai
United Arab Emirates

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of **Binghatti Holding Limited** (the “Company”) and its subsidiaries (together referred to as the “Group”) as at 30 June 2025 and the related interim condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of material accounting policy information and other explanatory notes. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard 34: *Interim Financial Reporting* (“IAS 34”). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410: “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”. A review of interim condensed consolidated 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 International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Other matter

The consolidated financial statements of the Group for the year ended 31 December 2024 were audited by another auditor who expressed an unmodified opinion on those statements on 15 February 2025. The interim condensed consolidated financial statements of the Group for the six-month period ended 30 June 2024 was reviewed by another auditor who expressed an unmodified conclusion on 26 August 2024.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements is not prepared, in all material respects in accordance with IAS 34.

Deloitte & Touche (M.E.)

Deloitte & Touche

18 July 2025
Dubai
United Arab Emirates

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six-month period ended 30 June 2025

	Notes	<i>Six-month period ended 30 June</i>	
		2025 AED (Unaudited)	2024 AED (Unaudited)
Revenue from contract with customers	3	6,322,676,531	2,185,894,309
Cost of sales	4	(3,723,919,690)	(1,254,629,897)
GROSS PROFIT		2,598,756,841	931,264,412
Gain on bargain purchase	5	-	41,336,169
Other income	6	23,728,236	29,363,684
Finance income		45,746,259	34,839,855
Selling, general and administrative expenses	7	(499,919,681)	(220,721,121)
Finance costs	8	(169,641,579)	(82,557,374)
PROFIT BEFORE TAX FOR THE PERIOD		1,998,670,076	733,525,625
Income tax expense	25	(180,873,134)	(65,983,556)
PROFIT FOR THE PERIOD		1,817,796,942	667,542,069
OTHER COMPREHENSIVE INCOME			
<i>Other comprehensive income that may be reclassified to profit or loss in subsequent periods:</i>			
Exchange differences on translation of foreign operations		6,523	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		1,817,803,465	667,542,069

The accompanying notes 1 to 27 form part of these interim condensed consolidated financial statements.

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
ASSETS			
Non-current assets			
Property, plant and equipment	9	415,854,286	474,962,552
Investment property		274,899,200	274,899,200
Intangible assets	10	61,627,740	17,742,631
Right of use assets	11	156,454,992	86,325,089
Financial investments	16	1,736,705,383	-
Total non-current assets		2,645,541,601	853,929,472
Current assets			
Development properties	12	5,568,827,843	5,383,598,791
Inventories	13	81,032,306	41,282,677
Trade and other receivables	14	3,957,947,044	2,655,864,684
Wakala deposits	15.2	3,382,647	3,382,647
Bank balances and cash	15.1	5,673,653,206	3,765,768,928
Total current assets		15,284,843,046	11,849,897,727
TOTAL ASSETS		17,930,384,647	12,703,827,199
EQUITY AND LIABILITIES			
Equity			
Share capital	17	3,675,000	3,675,000
Statutory reserve	18	10,012,641	10,012,641
Retained earnings		4,982,657,356	3,164,860,414
Foreign currency translation reserve		46,817	40,294
Total equity		4,996,391,814	3,178,588,349
Liabilities			
Non-current liabilities			
Employees' end of service benefits	19	45,683,225	27,333,254
Loans and borrowings	22	3,871,534,471	2,357,487,197
Accounts payable and accruals	20	343,348,928	634,296,940
Lease liabilities	11	100,935,201	52,347,518
Total non-current liabilities		4,361,501,825	3,071,464,909

The accompanying notes 1 to 27 form part of these interim condensed consolidated financial statements.

Binghatti Holding Limited and its Subsidiaries


INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025 (continued)

	Notes	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Current liabilities			
Loans and borrowings	22	377,421,709	992,426,963
Accounts payable and accruals	20	3,560,914,749	2,618,855,622
Contract liabilities	21	4,174,493,097	2,590,740,153
Due to related parties	24	39,270,752	35,040,605
Lease liabilities	11	57,411,948	34,604,979
Income tax provisions	25	362,978,753	182,105,619
Total current liabilities		8,572,491,008	6,453,773,941
Total liabilities		12,933,992,833	9,525,238,850
TOTAL EQUITY AND LIABILITIES		17,930,384,647	12,703,827,199

The interim condensed consolidated financial statements were approved and authorised by the Board of Directors on 18 July 2025 and were signed on its behalf by:


 Shehzad Janab
 Chief Financial Officer


 Katralnada Hussain Al Jbori
 Chief Executive Officer

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six-month period ended 30 June 2025

	Share capital AED	Statutory reserve AED	Retained earnings AED	Foreign currency translation reserve AED	Total AED
Balance at 1 January 2024 (audited)	3,675,000	10,012,641	1,336,834,456	-	1,350,522,097
Profit for the period	-	-	667,542,069	-	667,542,069
Other comprehensive income for the period	-	-	-	-	-
Total comprehensive income for the period	-	-	667,542,069	-	667,542,069
Balance at 30 June 2024 (unaudited)	3,675,000	10,012,641	2,004,376,525	-	2,018,064,166
Balance at 1 January 2025 (audited)	3,675,000	10,012,641	3,164,860,414	40,294	3,178,588,349
Profit for the period	-	-	1,817,796,942	-	1,817,796,942
Other comprehensive income for the period	-	-	-	6,523	6,523
Total comprehensive income for the period	-	-	1,817,796,942	6,523	1,817,803,465
Balance at 30 June 2025 (unaudited)	3,675,000	10,012,641	4,982,657,356	46,817	4,996,391,814

The accompanying notes 1 to 27 form part of these interim condensed consolidated financial statements.

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six-month period ended 30 June 2025

		Six-month period ended 30 June	
	Notes	2025 AED (Unaudited)	2024 AED (Unaudited)
OPERATING ACTIVITIES			
Profit before tax for the period		1,998,670,076	733,525,625
Adjustments for:			
Depreciation of property, plant and equipment	9	60,963,538	27,040,693
Depreciation of right-of-use-assets	11	35,019,086	11,339,304
Interest on lease liabilities	8	6,511,627	2,465,520
Finance costs excluding interest on lease liabilities	8	159,092,774	80,091,854
Provision for employees' end of service benefits	19	19,526,969	6,905,261
Amortisation of intangible assets	10	114,812	113,806
Finance income		(45,746,259)	(34,839,855)
Gain on bargain purchase	5	-	(41,336,169)
EIR amortisation on payable to investors	20(a)	4,037,180	-
Sukuk premium amortisation, net		3,988,616	-
Loss on disposal of property, plant and equipment		7,322	-
Loss on disposal of intangible assets		377,440	-
		2,242,563,181	785,306,039
Working capital changes:			
Development properties		(1,560,735,932)	(1,297,623,181)
Inventories		(39,749,629)	(20,567,528)
Trade receivables and prepayments		(1,302,082,360)	(1,090,230,352)
Accounts payable and accruals		377,695,998	790,583,004
Contract liabilities		1,583,752,944	1,747,140,500
Due to related parties		4,230,154	-
		1,305,674,356	914,608,482
Cash generated from operations		1,305,674,356	914,608,482
Finance cost paid		(159,092,774)	(38,025,851)
Employees' end of service benefits paid	19	(1,176,999)	(986,466)
		1,145,404,583	875,596,165
Net cash from operating activities		1,145,404,583	875,596,165
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	9	(183,123,954)	(320,696,926)
Proceeds from sale of property, plant and equipment		62,858	-
Acquisition of intangible assets	10	(44,377,361)	(80,421)
Acquisition of a subsidiary, net of cash acquired	5	-	(11,795,510)
Movement in restricted escrow account		(1,188,715,067)	(991,809,191)
Interest received		45,746,259	34,839,855
Movement in Wakala Deposits	15.2	-	(3,300,000)
		(1,370,407,265)	(1,292,842,193)
Net cash used in investing activities		(1,370,407,265)	(1,292,842,193)
FINANCING ACTIVITIES			
Proceeds from payable to investors, net		89,377,933	1,083,927,103
Proceeds from loans and borrowings	22	1,784,125,639	305,050,625
Repayment of loans and borrowings	22	(889,072,236)	(296,659,723)
Repayment of lease liabilities	11	(40,265,966)	(15,277,701)
		944,165,370	1,077,040,304
Net cash generated from financing activities		944,165,370	1,077,040,304

The accompanying notes 1 to 27 form part of these interim condensed consolidated financial statements.

Binghatti Holding Limited and its Subsidiaries

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six-month period ended 30 June 2025

		<i>Six-month period ended 30 June</i>	
		2025	2024
		AED	AED
		(Unaudited)	(Unaudited)
NET INCREASE IN CASH AND CASH EQUIVALENTS		719,162,688	659,794,276
Net foreign exchange difference		6,523	-
Cash and cash equivalents at 1 January	15.1	1,538,853,229	950,234,583
CASH AND CASH EQUIVALENTS AT THE END OF PERIOD		2,258,022,440	1,610,028,859

Non-cash transactions:

- Development properties amounting to AED 1,736,705,383 was transferred to real estate funds classified under financial investments, as in-kind contribution of the Group to those funds.
- Transfer of property, plant and equipment amounting AED 181,198,503 to development property.
- Accounts payable and accruals amounting AED 180,000,000 payable for power grid against purchase of land parcel under development property.

The accompanying notes 1 to 27 form part of these interim condensed consolidated financial statements.

1 BACKGROUND

1.1 Corporate information

Binghatti Holding Limited (“BHL”) (the “Company” or “Parent Company”) is a limited liability company registered and incorporated in the Dubai International Financial Centre (“DIFC”). The Parent Company has the status of a company limited by shares in and under the laws promulgated by the DIFC. The shares are 100% owned by Dr. Hussain Ghatai Ghaib Al Jbori, shareholder of the Company.

The principal activities of the Parent Company are to consolidate the family businesses of the Al Jbori family, create an institution through which correct family business governance can be exercised. The address of the Parent Company's registered office is Unit L19-04A, Level 19, ICD Brookfield Place, DIFC, Dubai, UAE.

The Parent Company through its subsidiaries (collectively the “Group”) are under common management and control of Parent Company.

The subsidiaries consolidated in the interim condensed consolidated financial statements of the Group as of and for the period ended 30 June 2025 are consistent with those presented in the Group's annual consolidated financial statements for the year ended 31 December 2024.

2 MATERIAL ACCOUNTING POLICY INFORMATION

2.1 BASIS OF PREPARATION

The interim condensed consolidated financial statements are prepared under the historical cost basis except for development properties which are measured at lower of cost or net realisable value and financial investments which are measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The interim condensed consolidated financial statements have been presented in United Arab Emirates Dirhams (“AED”) being the presentation currency of the Group and functional currency of the Company. The Group has prepared the interim condensed consolidated financial statements on the basis that it will continue as a going concern.

2.2 STATEMENT OF COMPLIANCE

The interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard (IAS) 34 *Interim Financial Reporting* issued by the International Accounting Standards Board and also comply, in all material aspects, with the applicable provisions of the Companies Law pursuant to DIFC Law No. 5 of 2018. Accordingly, these interim condensed consolidated financial statements do not include all of the information required for full annual consolidated financial statements and should be read in conjunction with the Group's audited consolidated financial statements for the year ended 31 December 2024. In addition, results for the six months ended 30 June 2025 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2025.

The accounting policies applied by the Group in the interim condensed consolidated financial statements are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2024.

2.3 CHANGES IN MATERIAL ACCOUNTING POLICY INFORMATION AND DISCLOSURES

The material accounting policy information adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2024, except for the adoption of new and amended standards, that became effective in the current period as set out below.

New and amended IFRS Accounting Standards that are effective for current period

In the current period, the Group has applied a number of amendments to IFRS Accounting Standards and interpretations issued by the International Accounting Standards Board (“IASB”) that are effective for an annual period that begins on or after 1 January 2025. Their adoption has not had any material impact on the disclosures or on the amounts reported in the interim condensed consolidated financial statements of the Group.

2 MATERIAL ACCOUNTING POLICY INFORMATION (continued)

New and amended IFRS Accounting Standards in issue but not yet effective and not early adopted

Certain new accounting standards and interpretations have been published that are not mandatory for the interim condensed consolidated financial statements of the Group and have not been early adopted by the Group. None of these are expected to have a significant effect on the interim condensed consolidated financial statements of the Group.

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

2.4 SUMMARY OF MATERIAL ACCOUNTING POLICIES

Financial Assets

All recognised financial assets that are within the scope of IFRS 9 are required to be subsequently measured at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

- debt instruments that are held within a business model whose objective is to collect the contractual cash flows from payments of principal and interest on the outstanding principal, are subsequently measured at amortised cost;
- debt instruments that are held within a business model whose objective is both to collect the contractual cash flows and to sell the debt instruments, are subsequently measured at FVTOCI;
- all other debt instruments such as debt instruments managed on a fair value basis or held for sale and equity investments are subsequently measured at FVTPL. However, the Group may make the following irrevocable designation at initial recognition of a financial asset on an asset-by-asset basis:
 - the Group may irrevocably elect to present subsequent changes in fair value of an equity investment that is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which IFRS 3 applies, in other comprehensive income (OCI); and
 - the Group may irrevocably designate a debt instrument that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch (referred to as the fair value option).

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term;
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Financial assets that are held for trading or managed and whose performance is evaluated on a fair value basis are measured at FVTPL because they are neither held to collect contractual cash flows nor held both to collect contractual cash flows and to sell financial assets.

2.5 CHANGES IN JUDGEMENTS AND ESTIMATION UNCERTAINTY

The critical judgements and estimates used in the preparation of these interim condensed consolidated financial statements are consistent with those used in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2024.

2.6 FINANCIAL RISK MANAGEMENT

The Group's financial risk management objectives and policies are consistent with those disclosed in the consolidated financial statements for the year ended 31 December 2024.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

3 REVENUE FROM CONTRACT WITH CUSTOMERS

3.1 Disaggregated revenue information

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Sale of development properties	6,269,719,444	2,160,751,862
Sale of food and beverage from restaurants	16,164,805	18,630,330
Revenue from services	36,792,282	5,272,631
Sale of goods	-	1,239,486
	6,322,676,531	2,185,894,309
Period of recognition		
Revenue recognised at a point in time	1,754,027,067	19,869,816
Revenue recognised over time	4,568,649,464	2,166,024,493
	6,322,676,531	2,185,894,309
Geographical markets		
United Arab Emirates	6,322,676,531	2,185,894,309

3.2 Contract balances

	30 June	31 December
	2025	2024
	(Unaudited)	(Audited)
Trade receivables (note 14)	2,276,161,942	1,765,195,724
Contract assets (note 14)	327,459,096	239,509,766
Contract costs (note 14)	483,125,559	243,593,939
Contract liabilities (note 21)	4,174,493,097	2,590,740,153

The aggregate amount of the sale price allocated to the performance obligations of the Group that are unsatisfied / partially unsatisfied as at 30 June 2025 is AED 11.6 billion (2024: AED 9.6 billion). The Group estimates to recognise these unsatisfied performance obligations as revenue over a period of up to 1-3 years.

The Group bills and receives payments from customers based on the billing schedule and terms of payment agreed with the customers as mentioned in the contracts with the customers. Contract liabilities relates to payments received in advance of performance under the contract. Contract assets relates to balances that are outstanding as per the payment plan against the performance obligation satisfied under those contracts.

During the period, the Group has not recognised any charge towards the provision for expected credit losses.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

4 COST OF SALES

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Cost of sale from development properties	3,701,796,320	1,234,584,885
Cost of sale of food and beverage from restaurants	13,352,951	13,606,298
Cost of revenue from services	8,770,419	3,904,166
Cost of goods sold	-	2,534,548
	3,723,919,690	1,254,629,897

5 BUSINESS COMBINATION

On 29 February 2024, the Group had acquired 100% of the state-of-the-art factory “Advanced Metal Works” for a purchase consideration of AED 12 million. The newly acquired factory will operate in tandem with Binghatti’s in-house manufacturing facilities for commercial façade and building steel structure and guided by its dedicated team of in-house engineers, interior designers and architects.

The fair value of net assets acquired amounted to AED 53.3 million as on the date of acquisition, details of such net assets are as follows:

	<i>Fair value on acquisition AED</i>
Assets	
Property, plant and equipment	52,979,709
Right-of-use assets	19,826,412
Cash	204,490
Trade and other receivables	1,963,588
Inventories	1,600,872
	76,575,071
Liabilities	
Trade payables	2,438,364
Lease liabilities	19,525,643
Employees' end of service benefits	1,274,895
	23,238,902
Total identifiable net assets at fair value	53,336,169
Purchase consideration transferred	(12,000,000)
Gain arising on acquisition	41,336,169

Transaction costs of AED 0.6 million had been expensed and were included in selling, general and administrative expenses in the interim condensed consolidated statement of profit or loss and other comprehensive income and were part of operating cash flows in the interim condensed consolidated statement of cash flows.

During the six-month period ended 30 June 2024, the subsidiary had generated revenue of AED 1.2 million and reported a net loss of AED 2.9 million.

The Group measured the acquired lease liabilities using the present value of the remaining lease payments at the date of acquisition. The right-of-use assets were measured at an amount equal to the lease liabilities.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

6 OTHER INCOME

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Admin and facilitating fees	14,727,351	11,386,136
Scrap sales	3,915,832	1,365,520
Sukuk premium income	1,697,772	-
Other income (note below)	3,387,281	16,612,028
	23,728,236	29,363,684

Other income mainly consists of penalty, no objection certificate and other fees charged to customers.

7 SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Salaries and other benefits	221,475,643	83,934,582
Selling and marketing expenses	113,895,302	48,708,848
Royalty expense (a)	37,142,892	9,954,417
Government, legal and professional fees	31,277,050	22,769,590
Visa, licensing and insurance expense	27,770,397	20,675,055
Repair and maintenance	15,781,118	9,235,208
Printing and IT related expenses	11,437,609	5,020,459
Utilities expenses	8,145,425	975,873
Depreciation on right of use assets	6,743,666	3,548,120
Bank charges	6,374,894	2,127,264
Depreciation on property and equipment	5,412,048	3,080,835
Rent expense (note 11)	4,055,469	4,497,534
Board remuneration	1,200,000	300,000
Others (b)	9,208,168	5,893,336
	499,919,681	220,721,121

a) Royalty expenses incurred for premium projects amounting to AED 37,142,892 in the current period (30 June 2024: AED 9,954,417).

b) Others includes charity contribution amounting to AED 1 million towards Father Endowment (2024: AED nil).

8 FINANCE COSTS

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Sukuk profit expense	86,896,706	35,656,934
Interest on borrowings	72,196,066	44,434,920
Interest on lease liabilities (note 11)	6,511,627	2,465,520
EIR amortisation on payable to investors (note 20 (a))	4,037,180	-
	169,641,579	82,557,374

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

9 PROPERTY, PLANT AND EQUIPMENT

	Capital work-in- progress* AED	Land and building AED	Furniture AED	Fixtures fittings and equipment AED	Crockery items AED	Vehicles AED	Leasehold improvements AED	Total AED
Cost:								
At 1 January 2025 (<i>Audited</i>)	99,134,896	220,213,289	5,399,871	256,257,036	1,898,426	39,132,979	13,880,642	635,917,139
Additions	78,659,563	-	766,960	76,445,039	209,288	25,716,257	1,326,847	183,123,954
Transfers to development properties (note 12)	(53,688,293)	(127,510,210)	-	-	-	-	-	(181,198,503)
Disposal	-	-	-	-	-	(116,919)	-	(116,919)
At 30 June 2025 (<i>Unaudited</i>)	124,106,166	92,703,079	6,166,831	332,702,075	2,107,714	64,732,317	15,207,489	637,725,671
Depreciation:								
At 1 January 2025 (<i>Audited</i>)	-	12,754,368	3,691,491	109,695,758	1,808,280	20,099,207	12,905,483	160,954,587
Charge for the period	-	2,153,439	684,637	48,616,540	42,579	8,656,389	809,954	60,963,538
Disposal	-	-	-	-	-	(46,740)	-	(46,740)
At 30 June 2025 (<i>Unaudited</i>)	-	14,907,807	4,376,128	158,312,298	1,850,859	28,708,856	13,715,437	221,871,385
Net carrying amount:								
At 30 June 2025 (<i>Unaudited</i>)	124,106,166	77,795,272	1,790,703	174,389,777	256,855	36,023,460	1,492,052	415,854,286

*Capital work-in-progress mainly represents construction in KSA and China offices. The construction of the building is expected to be completed by the end of 2025.

Depreciation charged to:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Cost of sales	55,551,490	61,837,825
Selling, general and administrative expenses	5,412,048	7,811,044
	60,963,538	69,648,869

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

9 PROPERTY, PLANT AND EQUIPMENT (continued)

In prior year, the Group had obtained a loan from a bank of AED: 87.5 million to finance the purchase of vacant plots (# 845 & # 827) at Manara Dubai valued at AED 125 million, secured by the following:

- 1) Mortgage over land located on plot # 827 in Al Manara Dubai for AED 105 million.
- 2) Assignment of all contractors all risk Islamic insurance policy (Takaful) in favour of the bank upon the start of construction.

	<i>Capital Work-in-progress AED</i>	<i>Land and Building AED</i>	<i>Furniture AED</i>	<i>Fixtures fittings and equipment AED</i>	<i>Crockery items AED</i>	<i>Vehicles AED</i>	<i>Leasehold improvements AED</i>	<i>Total AED</i>
Cost:								
At 1 January 2024	-	206,382,039	4,263,117	103,829,008	1,891,381	24,634,256	12,426,222	353,426,023
Acquisition of a subsidiary (note 5)	-	13,800,000	146,834	38,741,308	-	291,567	-	52,979,709
Addition	99,134,896	31,250	989,920	113,686,720	7,045	14,207,156	1,454,420	229,511,407
At 31 December 2024	99,134,896	220,213,289	5,399,871	256,257,036	1,898,426	39,132,979	13,880,642	635,917,139
Depreciation:								
At 1 January 2024	-	8,585,792	2,444,517	55,419,095	1,784,556	11,256,637	11,815,121	91,305,718
Charge for the year	-	4,168,576	1,246,974	54,276,663	23,724	8,842,570	1,090,362	69,648,869
At 31 December 2024	-	12,754,368	3,691,491	109,695,758	1,808,280	20,099,207	12,905,483	160,954,587
Net carrying amount:								
At 31 December 2024	99,134,896	207,458,921	1,708,380	146,561,278	90,146	19,033,772	975,159	474,962,552

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

10 INTANGIBLE ASSETS

Intangible assets represent trademark registration of the following brands: (a) Cupaghawa; (b) Aghatti; (c) Milkster; (d) Fruitastic; and (e) Raubi. and vehicles number plates acquired through auction.

	<i>Trademarks AED</i>	<i>License plates AED</i>	<i>Total AED</i>
Cost:			
At 1 January 2024 (<i>Audited</i>)	2,357,180	-	2,357,180
Additions	-	16,945,541	16,945,541
At 31 December 2024 (<i>Audited</i>)	2,357,180	16,945,541	19,302,721
Additions	177,121	44,200,240	44,377,361
Disposals	(995,460)	-	(995,460)
At 30 June 2025 (<i>Unaudited</i>)	1,538,841	61,145,781	62,684,622
Accumulated amortisation:			
At 1 January 2024 (<i>Audited</i>)	1,138,502	-	1,138,502
Amortisation	421,588	-	421,588
At 31 December 2024 (<i>Audited</i>)	1,560,090	-	1,560,090
Amortisation	114,812	-	114,812
Disposals	(618,020)	-	(618,020)
At 30 June 2025 (<i>Unaudited</i>)	1,056,882	-	1,056,882
Net carrying value:			
At 31 December 2024 (<i>Audited</i>)	797,090	16,945,541	17,742,631
At 30 June 2025 (<i>Unaudited</i>)	481,959	61,145,781	61,627,740

- a) Trademarks are amortised on a straight line basis over a period of 10 years.
- b) License plates have been acquired and capitalised at its fair market value having indefinite useful lives. As at 31 December 2024, these assets were tested for impairment based on the fair value less costs to sell method. Management concluded that there was no impairment identified. The fair value was determined with reference to the recent market transactions.

11 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

Right of Use Assets

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
At 1 January 2025 (<i>Audited</i>)	82,717,995	3,607,094	86,325,089
Modification	6,677,953	-	6,677,953
Additions	89,248,978	9,222,058	98,471,036
Depreciation	(32,540,812)	(2,478,274)	(35,019,086)
At 30 June 2025 (<i>Unaudited</i>)	146,104,114	10,350,878	156,454,992

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

11 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
At 1 January 2024 (<i>Audited</i>)	44,449,117	3,867,555	48,316,672
Modification	-	4,508,925	4,508,925
Additions	62,734,570	-	62,734,570
Depreciation	(24,465,692)	(4,769,386)	(29,235,078)
At 31 December 2024 (<i>Audited</i>)	82,717,995	3,607,094	86,325,089

Lease Liabilities

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
At 1 January 2025 (<i>Audited</i>)	83,572,088	3,380,409	86,952,497
Modification	6,677,953	-	6,677,953
Additions	89,248,978	9,222,058	98,471,036
Accretion of interest	6,253,213	258,414	6,511,627
Payments	(37,467,634)	(2,798,330)	(40,265,964)
At 30 June 2025 (<i>Unaudited</i>)	148,284,598	10,062,551	158,347,149

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
At 1 January 2024 (<i>Audited</i>)	46,537,012	3,478,433	50,015,445
Modification	-	4,508,925	4,508,925
Additions	62,734,570	-	62,734,570
Accretion of interest	5,184,774	426,547	5,611,321
Payments	(30,884,268)	(5,033,496)	(35,917,764)
At 31 December 2024 (<i>Audited</i>)	83,572,088	3,380,409	86,952,497

Set out below is classification of lease liabilities:

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
2025 (<i>Unaudited</i>)			
Non-current	95,054,334	5,880,867	100,935,201
Current	53,230,264	4,181,684	57,411,948
	148,284,598	10,062,551	158,347,149

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

11 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

	<i>Factory building and lands AED</i>	<i>Restaurants/ Cafes AED</i>	<i>Total AED</i>
2024 (Unaudited)			
Non-current	51,406,155	941,363	52,347,518
Current	32,165,933	2,439,046	34,604,979
	<u>83,572,088</u>	<u>3,380,409</u>	<u>86,952,497</u>

The following are the amounts recognised in the interim condensed consolidated statement of profit or loss:

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Depreciation expense of right-of-use assets	35,019,086	11,339,304
Interest expense on lease liabilities (note 8)	6,511,627	2,465,520
Expenses relating to short term leases and variable lease payments (note 7)	4,055,469	4,497,534
	<u>45,586,182</u>	<u>18,302,358</u>

12 DEVELOPMENT PROPERTIES

Movement in development properties is as follows:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Balance at the beginning of the period/year	5,383,598,791	1,502,864,753
Add: Transfer from property, plant and equipment	181,198,503	-
Add: Costs incurred during the period/year	3,346,929,663	6,919,352,069
Less: Costs transferred to cost of sales during the period/year	(3,342,899,114)	(3,038,618,031)
Balance at the end of the period/year	<u>5,568,827,843</u>	<u>5,383,598,791</u>

- Development properties include land parcels for development projects amounting to AED 5.2 billion (31 December 2024: AED 4.7 billion). These land parcels are carried at cost.
- Certain land parcels are mortgaged against loans taken amounting to AED 1.7 billion (31 December 2024: AED 1.4 billion) (note 22).
- During the period ended 30 June 2025, the Group entered into a Sale and Purchase Agreement (“SPA”) dated 25 May 2025 with a third party for the purchase of certain land parcels (the “Parcel”) amounting to AED 2.82 billion. As of the reporting date, the Group has remaining commitment of AED 2.02 billion relating to this SPA and will be recorded as and each parcel is legally transferred to the Group.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

13 INVENTORIES

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Raw materials	75,228,047	40,421,206
Supplies	853,801	757,031
Finished goods	4,927,746	84,681
Consumables	22,712	19,759
	81,032,306	41,282,677

During the period inventory amounting to AED 124,481,736 (31 December 2024: AED 391,325,123) has been charged to cost of sales on account of materials used for the manufacture of aluminum, glass works and steel facade.

14 TRADE AND OTHE RECEIVABLES

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Trade receivables	2,276,161,942	1,765,195,724
Advances to suppliers	514,883,784	267,843,314
Advances for land purchase	177,724,895	-
Contract costs (note (c))	483,125,559	243,593,939
Contract assets	327,459,096	239,509,766
VAT receivables	72,272,085	64,065,618
Prepaid expenses	42,945,393	31,138,274
Refundable deposits	44,855,377	30,675,815
Other receivables	18,518,913	13,842,234
	3,957,947,044	2,655,864,684

- a) The Group has not recognised any expected credit losses on trade receivables during the period ended 30 June 2025 and year ended 31 December 2024. This is because the Group receives advance payments in the form of post-dated cheques on all projects and title deeds to the properties are not released until the full amount has been recovered.
- b) Unimpaired receivables are expected, on the basis of past experience, to be fully recoverable.
- c) This represents sales commission paid to sales agents and staff, which will be recognised in cost of sales over the period of time when benefits relating to the transactions will flow to the Group in proportion to the recognition of the revenue. No impairment was considered necessary as the remaining amount of consideration exceeded to a significant extent the remaining budgeted costs and the carrying amount of the contract costs.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

15.1 BANK BALANCES AND CASH

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Cash in banks	104,389,983	71,255,747
Escrow account (note below)	4,788,873,708	3,496,337,421
Wakala deposits	780,000,000	197,790,615
Cash on hand	389,515	385,145
	5,673,653,206	3,765,768,928
Less: Balance held in escrow account (note below)	(3,415,630,766)	(2,226,915,699)
	2,258,022,440	1,538,853,229
Cash and cash equivalents for the purpose of interim condensed consolidated statement of cash flows	2,258,022,440	1,538,853,229

Balance held in escrow account represents advance collections from customers that are held with banks authorised by the Real Estate Regulatory Authority (“RERA”), Dubai, United Arab Emirates. The use of this balance is subject to the development progress of the specific projects by the Group to which such amounts relate. The advance collection relates to projects completed less than 30% has been considered as restricted cash for the purposes of cash and cash equivalents in cashflows statement. The balances in the escrow account are deposits in the saving account and earns profit in the range of 2% to 2.5% (31 December 2024: 2% to 2.5%).

15.2 WAKALA DEPOSITS

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Wakala deposits	783,382,647	201,173,262
(Less): Wakala deposits – original maturity less than 3 months	(780,000,000)	(197,790,615)
	3,382,647	3,382,647

Wakala deposits were placed with a financial institution in the UAE with an original maturity period between 1 week - 12 months and bearing interest at commercial rates.

Wakala deposits amounting to AED 3.3 million (31 December 2024: AED 3.3 million) is pledged against bank guarantee given to Ministry of Housing (KSA) (note 23).

16 FINANCIAL INVESTMENTS

Financial investments at FVTPL

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Opening balance	-	-
Additions (i)	1,736,705,383	-
Closing balance	1,736,705,383	-

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

16 FINANCIAL INVESTMENTS (continued)

(i) During the period ended 30 June 2025, the Group invested in unquoted real estate funds as below:

- Binghatti Pinnacle Development Fund LP is a fund with the objective of investing in real estate development project known as Binghatti Pinnacle. The total size of the Fund is USD 55 million in which the Group has participation of 34% through in kind contribution of real estate property.
- Binghatti Al Aqarat Fund I LP is a fund with the objective of investing in Shariah compliant real estate opportunities. The total size of the Fund is USD 500 million in which the Group has participation of 91% through in kind contribution of real estate properties.

As at the reporting date, the change in fair value of Group's financial investments carried at fair value through profit or loss is AED Nil. The financial investments carried at fair value through profit or loss is classified as Level 3. There is no movement in the fair value of these financial investments during the period ended 30 June 2025.

17 SHARE CAPITAL

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
<i>Authorised capital</i>		
USD 100,000,000 (1 USD: AED 3.675)	367,500,000	367,500,000
<i>Issued and fully paid:</i>		
USD 1,000,000 represented by 100 shares	3,675,000	3,675,000

18 STATUTORY RESERVE

This represents the legal reserve held per U.A.E legislation in Granada Europe Eng. Const. LLC comprising AED 10 million (31 December 2024: AED 10 million) and Masaken Luxury Services LLC AED 0.01 million (31 December 2024: AED 0.01 million).

19 EMPLOYEES' END OF SERVICE BENEFITS

Movements in the provision recognised in the interim condensed consolidated statement of financial position are as follows:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Provision as at beginning of the period/ year	27,333,255	12,972,195
Acquisition of a subsidiary (note 5)	-	1,274,895
Provision during the period/ year	19,526,969	15,287,396
End of service benefits paid	(1,176,999)	(2,201,232)
Balance as at end of the period/ year	45,683,225	27,333,254

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

20 ACCOUNTS PAYABLE AND ACCRUALS

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Trade payables	1,775,485,006	1,345,966,646
Payable to investors (note (a))	757,466,718	664,051,601
Payable for unit registration	362,638,304	163,792,419
VAT payable	2,772,492	58,088
Accrued expenses and other payables (note (b))	1,005,901,157	1,079,283,808
	3,904,263,677	3,253,152,562
(Less): non-current portion payable to investors	(343,348,928)	(634,296,940)
	3,560,914,749	2,618,855,622

a) Movement of payable to investors balance is as below:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
As at 1 January	664,051,601	109,712,037
Received during the period/year	146,856,546	402,209,505
Paid during the period/year	(57,478,609)	-
EIR amortisation on payable to investors	4,037,180	152,130,059
Balance as at end of the period / year	757,466,718	664,051,601

b) Includes interest accrual amounting to AED 22.3 million on the borrowings disclosed in note 22 (2024: AED 76.8 million).

c) Terms and conditions of the above financial liabilities:

- Trade payables are non-interest bearing and are normally settled by the Group on with 60 to 90 days (31 December 2024: 60 to 90 days).
- Other payables are non-interest bearing and have an average term of six months (31 December 2024: six months).
- Interest payable is normally settled quarterly throughout the financial year.

21 CONTRACT LIABILITIES

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Deferred liabilities	4,174,493,097	2,590,740,153
	4,174,493,097	2,590,740,153

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

22 LOANS AND BORROWINGS

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Letter of credit Murabaha (22.1)	85,833,325	67,207,864
Vehicle loans (22.2)	7,439,648	8,917,747
Mortgage loan (22.3)	2,283,980,000	1,406,073,959
Sukuk payable (22.4)	1,823,003,207	1,819,014,590
Loan from others (22.5)	48,700,000	48,700,000
	4,248,956,180	3,349,914,160
Less: due within one year	(377,421,709)	(992,426,963)
Due after one year	3,871,534,471	2,357,487,197
	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Balance at the beginning of the period/ year	3,349,914,160	1,065,721,205
Add: Borrowings drawdown during the period/ year	1,784,125,639	2,847,028,963
Add: Sukuk cost amortisation	5,686,389	7,851,728
Less: Sukuk premium amortisation	(1,697,772)	(1,574,143)
Less: Borrowings repaid during the period/ year	(889,072,236)	(569,113,593)
Balance at the end of the period/ year	4,248,956,180	3,349,914,160

22.1 Letter of credit Murabaha

- a) The facility Letter of credit Murabaha is secured by the following:
- 1) Undertaking to deposit rental income of one plot owned by the Shareholder with the bank and undertaking not to release this plot registered in the name of the bank, until the full and final settlement of all the liabilities.
 - 2) Debit authority letter from the shareholder to recover any shortfall in instalment amounts from his personal account with the bank.
 - 3) Personal guarantee from the shareholder.
 - 4) Mortgage over light vehicles for AED 7,439,648 as at 30 June 2025 (31 December 2024: AED 8,917,746).
- b) At 30 June 2025, the facility is repayable through monthly payments within six months from drawdown and carries minimum interest at 2.5% or EIBOR plus 2.25% to 3% per annum (31 December 2024: minimum 2.5% or EIBOR plus 2.5% to 3% per annum).

22.2 Vehicle loans

Vehicle loans were used to acquire vehicles and are subject to effective interest rate of 4% per annum payable in 60 monthly instalments. These are secured by mortgage of vehicles.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

22 LOANS AND BORROWINGS (continued)

22.3 Mortgage loan

- a) The borrowing obtained in the prior year amounting to AED 735 million is carry forwarded in the current year. The outstanding loan amount are mortgage over land located on plot # 83 (Municipality no. 346-6814), & plot # 319 (Municipality no. 345-387), located in Downtown and Business Bay Community and plot no (# 845 & # 827) at Manara Dubai located. During the period ended 30 June 2025, the Group has repaid AED 20 million.
- b) During the period ended 30 June 2025, the Group has repaid AED 381.9 million (2024: 245.4 million).
- c) During the year ended 2024, the Group obtained a loan from a bank of AED 147 million to finance the purchase of vacant plots (14 & 15) at Science Park. During the period ended 30 June 2025, the Group has repaid AED 147 million.
- d) During the year ended 2024, the Group obtained a loan from a bank of AED 179.3 million to finance the purchase of vacant plots (1603 & 19) at Al Khawaneej First and Nad Al Shiba First respectively, secured by the following:
 - 1) Mortgage over land located on plot 1603 & 19 in Al Khawaneej First and Nad Al Shiba First respectively, Dubai.
 - 2) Corporate guarantee from M/S Binghatti Holding Limited.
 - 3) The facility is repayable through monthly/quarterly payments from the date of loan and carries interest at 3 Months EIBOR plus 2.75% payable quarterly. The final instalment is due on September 2026.
- e) During the year ended 31 December 2024, the Group has obtained a loan from a bank of AED 390 million out of which it repaid AED 125 million in the current period (2024: AED 25 million) to finance the purchase of vacant plot no. (# 14 & # 15) located at Dubai science park (Municipality no. 672-3163) and plot no. (# 346-417, 346-418 & # 2797- PJTR 18A&B) located at Business Bay and Palm Jumeirah. During the period ended 30 June 2025, the group has added AED 894 million, secured by the following:
 - 1) Mortgage over land located on plot no. (# 14 & # 15) located at Dubai science park (Municipality no. 672-3163), plot no. (#356), and plot no. (# 346-417, 346-418 & # PJTR 18A&B) located at Business Bay and Palm Jumeirah.
 - 2) The facility was repayable through monthly/quarterly payments from the date of loan and carries interest at 3 Months EIBOR plus 2.5% payable quarterly. The final instalment is due on December 2027.
- f) During the period ending 30 June 2025, the Group has obtained a DMCC facility of AED 450 million to facilitate procurement for trading/manufacturing purpose and one-off Dubai Multi Commodities Centre Murabaha (DMCCM) to cover the initial project lunch cost for various projects, secured by the following:
 - 1) Personal Guarantee of Mr. Hussain Ghatai Aljbori.
 - 2) Corporate guarantee from M/S Binghatti Developers FZE.
 - 3) Undertaking not to realise the mortgage of plot no 202(618-9884) located at Nad al Sheiba first, Dubai in favour of the bank against the corporate accounts.
 - 4) The facility is repayable through bullet payment on maturity due as on April 2027 carries interest at 3 Months EIBOR plus 2.75% payable quarterly.
- g) During the period ending 30 June 2025, the Group has obtained a loan from a bank of AED 250 million out of which it repaid AED 82.5 million secured by mortgage over land plot no. (# 17) located at Dubai, Al Hebiah 4 (Municipality no. 682-136), vacant plot no. (# 338) located at Dubai, Al Barshaa south 2, plot no. (# 862) located at Dubai, Al Jadaff (Municipality no. 326-1507), plot no. (# 1124) located at Dubai, Al Barshaa south 4 (Municipality no. 681-6772) and plot no. (# 2684) located at Me' Aisem First (Municipality no. 685-4339),

The facility was repayable through scheduled payments from the date of loan and carries interest at 3 Months EIBOR plus 3.5% payable quarterly. The final instalment is due on May 2026.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

22 LOANS AND BORROWINGS (continued)**22.3 Mortgage loan (continued)**

- h) The Group is required under the above facilities to comply with the following covenants:
- i) To maintain Net indebtedness to Equity of 1.25:1 at all times;
 - ii) To maintain consolidated EBITDA to consolidated net interest expense of no less than 2:1;
 - iii) To keep Net indebtedness to consolidated EBITDA not to exceed 2.5:1
 - iv) Total assets are always greater than 150% of Net indebtedness
 - v) Debt servicing ratio should be maintained above 1.2x at all times.
 - vi) No Dividend Payment
 - vii) Maintain proper rating with at least one rating agency
 - viii) Liquidity coverage ratio greater than 0.5:1 post FY 2026
 - ix) LTV ratio for mortgage property to be at least 60%; and
 - x) Total equity is not less than AED 1,000,000,000.

The covenants are complied at 30 June 2025. The Group has no indication that it will have difficulty complying with these covenants on future periods.

22.4 Sukuk payable

On 29 February 2024, the Group issued Sukuk certificates amounting to USD 300 million (AED 1,102 million) and did a further issuance on 16 July 2024 of USD 200 million (AED 735 million). The Sukuk is listed on NASDAQ Dubai and London Stock Exchange and is due for repayment in 2027. Sukuk carries a profit distribution at the rate of 9.625% per annum to be paid semi-annually.

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Balance at the beginning of the period/ year	1,819,014,590	-
Add: Borrowings drawdown during the period/ year	-	1,812,737,005
Add: Sukuk cost amortisation during the period/ year	5,686,389	7,851,728
Less: Sukuk premium amortisation during the period/ year	(1,697,772)	(1,574,143)
Balance at the end of the period/ year	1,823,003,207	1,819,014,590

22.5 Loan from others

The loan amounting to AED 48,700,000 (31 December 2024: 48,700,000) is payable to Dr. Othman Abdullah O Alswayeh. The loan is unsecured and callable by the lender at any time and is repayable on or before 31 January 2026.

23 CONTINGENCIES AND COMMITMENTS

As at 30 June 2025, the Group has capital commitments for the projects under construction amounting AED 6.7 billion (31 December 2024: AED 4.2 billion) to complete the construction of the work in progress under development. Additionally, bank guarantees amounting to AED 2.9 million are issued to the Ministry of Housing (KSA) during the previous year in normal course of business.

As at 30 June 2025, there are unconfirmed letter of credit amounting to AED 53.1 million (31 December 2024: AED 61.2 million). Further, there is an ongoing annual commitment of AED 5 million annual charity contribution in Shaikh Mohamed Bin Rashed 1 billion meal project.

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

24 RELATED PARTY TRANSACTIONS

Related parties represent the shareholders, directors and key management personnel of the Group, affiliated companies where the shareholders of the Group have ownership interests, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management.

- a) Balances with related parties included in the interim condensed consolidated statement of financial position and in the notes are as follows:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Due to related parties		
Shareholder's account (note (b) and note (c))	35,040,605	35,040,605
Advances from key management personnel	4,230,147	-
	39,270,752	35,040,605

- b) Movement in the balance of the shareholder's account during the period/year was as follows:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Balance as at beginning of the period/year	35,040,605	-
Additions made during the period/year	-	35,040,605
Balance as at end of the period/year	35,040,605	35,040,605

- c) Due to Shareholder as at 30 June 2025 and 31 December 2024, includes payment of first instalment made by the Shareholder for the purchase of the land plot in Palm Jumeirah, Dubai, UAE. The amount is unsecured and is repayable on demand.

Compensation of key management personnel

- d) The key management personnel, represented by the shareholder, chairman, vice- chairman, chief executive officer, chief financial officer, chief operating officer, chief legal officer, chief sales officer, chief procurement officer, chief risk and compliance officer and Director. The amounts expensed to the interim condensed consolidated statement of comprehensive income for the period ended 30 June is as follows:

	Six months period ended 30 June 2025 AED (Unaudited)	2024 AED (unaudited)
Short-term employee benefits	22,910,080	13,339,303
End of service benefits and leave encashment	230,821	64,549
Transaction during the period	23,140,901	13,403,852

- e) The Board of Directors remuneration incurred for the period ended 30 June 2025 is AED 1.2 million (30 June 2024: AED 0.3 million).

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

25 TAXATION

25.1 Corporate tax

The Group is subject to corporate income tax at 9% (2024: 9%) on the taxable profits. The major components of income tax expense in the interim condensed consolidated statement of profit or loss and other comprehensive income are:

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Current income tax		
Income tax expense	180,873,134	65,983,556

Following is the reconciliation of income tax expense and accounting profit:

	<i>Six-month period ended 30 June</i>	
	2025	2024
	AED	AED
	(Unaudited)	(Unaudited)
Accounting profit for the period before tax	1,998,670,076	733,525,625
At the UAE statutory tax rate of 9% (2024: 9%) charged during the period	179,880,307	66,017,306
Adjustments in respect of standard deduction as per the Law	(33,750)	(33,750)
Non-deductible expense for tax purpose:		
Entertainment expense (50% allowed as per the Law)	3,140	2,288
Fines and penalties (disallowed as per the Law)	6,867	446
Capital nature expense (disallowed as per the Law)	1,016,570	-
Other adjustments	-	(2,734)
At the effective current income tax rate of 9.05% (30 June 2024: 8.99%)	180,873,134	65,983,556

*As per the UAE CT law, maximum standard deduction applicable for each tax group is AED 375,000 (2024: AED 375,000). The standard deduction applicable to the Group amounts to AED 375,000 on which tax rate at 9% amounts to AED 33,750.

- For the purpose of determining income tax expense for the year, the accounting profit has been adjusted for tax purposes. Adjustments for tax purposes include items relating to both income and expense. The adjustments are based on the current understanding of the existing tax laws, regulations and practices. The Group has not identified any material risks or uncertainties in the structure from a corporate tax perspective and will continuously monitor further developments that could impact the tax profile of the Group.
- Based on an assessment conducted by the Group's management, no temporary differences were identified where the deferred tax should have been accounted for (31 December 2024: Nil).

Binghatti Holding Limited and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

25 TAXATION (continued)

25.1 Corporate tax (continued)

Income tax provisions

Movement in the balance of the income tax provision during the period/year was as follows:

	30 June 2025 AED (Unaudited)	31 December 2024 AED (Audited)
Balance as at beginning of the period/year	182,105,619	-
Additions made during the period/year	180,873,134	182,105,619
Balance as at end of the period/year	362,978,753	182,105,619

25.2 Global Minimum Tax (BEPS 2.0)

The Organisation for Economic Co-operation and Development (OECD)/G20 Inclusive Framework on Base Erosion and Profit Shifting (BEPS) introduced the Pillar Two Global Anti-Base Erosion (GloBE) Rules to ensure that large multinational enterprise (MNE) groups are subject to a minimum effective tax rate of 15% in every jurisdiction in which they operate. These rules apply to MNE groups with annual consolidated revenues exceeding EUR 750 million (approximately AED 3 billion) in at least two of the four preceding fiscal years.

To align with the OECD framework, the United Arab Emirates (UAE) issued Federal Decree-Law No. 60 of 2023, amending Federal Decree-Law No. 47 of 2022 on 24 November 2023. On 9 December 2024, the UAE Ministry of Finance (MoF) announced its intention to introduce a Domestic Minimum Top-up Tax (DMTT) effective 1 January 2025, to ensure that in-scope MNE groups pay an effective minimum tax of 15%. However, the implementing legislation, including Cabinet and Ministerial Decisions, is still awaited as of 30 June 2025.

For the half year ended 30 June 2025, Binghatti Group earned revenue of AED 6.2 billion and a net profit before tax of AED 1.84 billion, reflecting continued significant growth. The Group's annual global consolidated revenue exceeded €750 million (equivalent to approximately AED 3 billion under Pillar Two scoping rules). The Group currently maintains operational presence across six jurisdictions: the UAE, Egypt, United Kingdom, Iraq, Cayman Islands, and China.

Accordingly, the Group is expected to fall within the scope of the OECD Pillar Two rules starting from fiscal year 2025, and will likely be subject to a top-up corporate tax of 6% in the UAE to align with the 15% global minimum rate, unless excluded under transitional provisions.

Under current rules, the Group qualifies for the transitional Country-by-Country Reporting (CbCR) jurisdictional exclusion, which provides temporary relief from top-up tax until FY 2030 for MNE groups operating in six or fewer jurisdictions. Based on the Group's current footprint, it continues to be eligible for this relief.

As of 30 June 2025, no Pillar Two top-up tax has been recognised, and the Group continues to monitor the evolving legislative landscape across its jurisdictions of operation.

In line with the amendments to IAS 12 'Income Taxes' issued by the International Accounting Standards Board (IASB) in May 2023, the Group has applied the mandatory temporary exception and has not recognised or disclosed any deferred tax assets or liabilities related to Pillar Two income taxes in these interim consolidated financial statements.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six-month period ended 30 June 2025 (continued)

26 SEGMENT INFORMATION

An operating segment is a significant distinguishable component of the Group's business activities, which is subject to risks and rewards different from those of other segments. The financial information of Group's operating segments is regularly monitored and evaluated by the Group's Chief operating decision maker which is the board of directors.

For such monitoring and evaluation purposes, the Group is organised into major reportable operating segments being:

- a) Property development business; and
- b) Other operations.

The first segment operations represents the business segment responsible for development of residential buildings in UAE while the second segment represents all other miscellaneous activities of the Group such as hospitality.

The first segment "Property development business" represents almost the entire operations of the Group and the segment "Other operations" is below the reporting threshold prescribed by IFRS Accounting Standards and therefore no segment related information has been disclosed in these interim condensed consolidated financial statements.

The Group operates mainly in one geographic area, UAE. The volume of Group's operations and assets based outside of UAE does not meet the reporting threshold prescribed by IFRS and thus such information is not disclosed in these interim condensed consolidated financial statements.

27 COMPARATIVE INFORMATION

Certain corresponding figures for previous year have been reclassified in order to conform to the presentation for the current period. Such reclassifications do not affect previously reported profit, cashflows or shareholder equity.