Al Faleh Educational Holding Q.P.S.C. Condensed consolidated interim financial statements

28 February 2021

Condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

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Independent auditor's report on review of condensed consolidated interim financial statements

To The Shareholders of Al Faleh Educational Holding Q.P.S.C. Doha State of Qatar

Introduction

We have reviewed the accompanying condensed consolidated statement of financial position of Al Faleh Educational Holding Q.P.S.C. (the "Company") as at 28 February 2021, the 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 notes to the interim financial statements ('the condensed consolidated interim financial statements'). Management is responsible for the preparation and presentation of theses condensed consolidated interim financial statements in accordance with IAS 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on these condensed consolidated interim 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 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial statements as at and for the six months ended 28 February 2021 are not prepared, in all material respects, in accordance with IAS 34 *Interim Financial Reporting*.

28 April 2021 Doha State of Qatar

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Yacoub Hobeika KPMG Audit Registration No.289 Licensed by QFMA: External Auditor's license No. 120153

Condensed consolidated statement of financial position

As at 28 February 2021

As at 201 coluary 2021			in datan nyaio
	Note	28 February 2021 (Reviewed)	31 August 2020 (Audited)
Assets			
Right-of-use assets	6	25,340,653	68,756,300
Property and equipment	7	80,476,946	84,047,870
Intangible assets and goodwill	8	231,766,153	235,611,413
Non-current assets		337,583,752	388,415,583
Inventories		1,007,213	807,674
Trade and other receivables	9	8,584,289	3,661,368
Cash and bank balances	11	9,963,788	5,821,026
Current assets		19,555,290	10,290,068
Total assets		357,139,042	398,705,651
Equity			
Share capital		240,000,000	10,000,000
Capital contribution		817,013	270,018,246
Legal reserve		2,279,689	2,279,689
Retained earnings		2,869,279	18,072,542
Total equity		245,965,981	300,370,477
Liabilities			
Loans and borrowings	12	24,710,887	27,699,548
Lease liabilities	13	18,395,066	9,676,404
Employees' end of service benefits	14	2,448,150	2,741,531
Non-current liabilities		45,554,103	40,117,483
Due to a related party	10 (a)	-	3,545,127
Bank overdraft	11	3,366,017	3,611,419
Loans and borrowings	12	11,412,643	8,858,603
Lease liabilities	13	7,783,583	4,379,129
Trade and other payables	15	43,056,715	37,823,413
Current liabilities		65,618,958	58,217,691
Total liabilities		111,173,061	98,335,174
Total equity and liabilities		357,139,042	398,705,651

The Chief Executive Officer and the Chief Financial Officer attest the accuracy and completeness of the condensed consolidated interim financial statements as at and for the six months ended 28 February 2021.

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Sheikha Anwar Nawaf Nasser Ahmed Al Thani Chief Executive Officer Muhammad Usman Saeed Chief Financial Officer In Qatari Riyals

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These condensed consolidated interim financial statements were approved by the Board of Directors and signed on its behalf by the following on 28 April 2021:

Sheikha Aisha Bint Faleh Al-Thani Chairperson

For the six months ended 28 February 2021		·	In Qatari Riyals
	Note	1 September 2020 to 28 February 2021 (Reviewed)	1 September 2019 to 29 February 2020 (Reviewed)
Fees	16	62,313,793	62,152,310
Other income		129,626	126,727
Book expense		(1,598,995)	(2,614,618)
General and administrative expenses	17	(36,928,012)	(39,932,123)
Amortisation on right-of-use assets		(5,276,647)	(4,056,910)
Depreciation on property and equipment		(4,796,154)	(5,114,353)
Amortisation of intangible assets		(3,845,260)	(3,845,260)
Operating profit		9,998,351	6,715,773
Finance costs		(1,912,755)	(1,247,755)
Profit		8,085,596	5,468,018
Other comprehensive income			
Total comprehensive income		8,085,596	5,468,018

Condensed consolidated statement of profit or loss and other comprehensive income For the six months ended 28 February 2021



Condensed consolidated statement of changes in equity As at and for the six months ended 28 February 2021

As at and for the six months ended 28 February 2	V21	Capital			In Qatari Riyals
	Capital	contribution	Legal reserve	Retained earnings	Total
Balance at 1 September 2019 Total comprehensive income:	10,000,000	254,759,206	1,572,489	14,072,400	280,404,095
Profit	-	-	-	5,468,018	5,468,018
Other comprehensive income	-	-	-	-	-
Total comprehensive income Transaction with owners of the Company	-	-	-	5,468,018	5,468,018
Dividend distribution				(2,364,660)	(2,364,660)
Balance at 29 February 2020 (Reviewed)	10,000,000	254,759,206	1,572,489	17,175,758	283,507,453
Balance at 1 September 2020 Total comprehensive income:	10,000,000	270,018,246	2,279,689	18,072,542	300,370,477
Profit	-	-	-	8,085,596	8,085,596
Other comprehensive income	-	-	-	-	-
Total comprehensive income Transaction with owners of the Company	-	-	-	8,085,596	8,085,596
Transfer from capital contribution to share capital (1)	230,000,000	(230,000,000)	-	-	-
Dividend distribution (2)	-	-	-	(23,288,859)	(23,288,859)
Total transaction with owners of the Company Other movement	230,000,000	(230,000,000)	-	(23,288,859)	(23,288,859)
Capital contribution refunded (3)	-	(39,201,233)	-	-	(39,201,233)
Balance at 28 February 2021 (Reviewed)	240,000,000	817,013	2,279,689	2,869,279	245,965,981

1) As per the shareholder's resolution dated 3 February 2021, the shareholders decided to increase its share capital to QR 240,000,000 by transferring QR 230,000,00 from capital contribution to share capital.

2) As per the shareholder's resolution dated 1 January 2021 and 1 March 2021, dividend amounting to QR 23,288,859 was distributed during the period.

3) Capital contribution amounting to QR 12,201,233 recognised upon the initial adoption of IFRS 16 in relation to a lease asset taken from the controlling shareholders at less than market value was reversed during the period as per the shareholder's resolution dated 1 January 2021, upon the derecognition of the same. Furthermore, as per the same resolution capital contribution amounting to QR 27,000,000 was released against the receivable from the controlling shareholder.



Condensed consolidated statement of cash flows For the six months ended 28 February 2021

In Qatari Riyals

	1 September 2020 to 28 February 2021 (Reviewed)	1 September 2019 to 29 February 2020 (Reviewed)
Cash flows from operating activities		
Profit	8,085,596	5,468,018
Adjustments for:		
Amortisation on right-of-use assets	5,276,647	4,056,910
Depreciation on property and equipment	4,796,154	5,114,353
Amortisation of intangible assets	3,845,260	3,845,260
Employees' end of service benefits (reversal) / provision	(175,291)	769,849
Finance costs	1,912,755	1,247,755
	23,741,121	20,502,145
Changes in:		
- inventories	(199,539)	-
- trade and other receivables	(4,922,921)	(360,004)
- due from related parties	-	(20,643,382)
- trade and other payables	5,233,302	10,485,613
Cash generated from operating activities	23,851,963	9,984,372
Employees' end of service benefits paid	(118,090)	(139,179)
Finance costs paid	(1,338,331)	(1,247,755)
Net cash from operating activities	22,395,542	8,597,438
Cook flows from investing activity		
Cash flows from investing activity	(1 225 220)	(1 007 076)
Acquisition of property and equipment	(1,225,230)	(1,287,376)
Net cash used in an investing activity	(1,225,230)	(1,287,376)
Cash flows from financing activities		
Dividend distribution	(10,849,986)	_
Repayment of lease liabilities	(4,926,510)	(2,094,430)
Repayment loans and borrowings	(1,005,652)	(3,534,687)
Net cash used in financing activities	(16,782,148)	(5,629,117)
Net cash used in infancing activities	(10,702,140)	(3,023,117)
Net change in cash and cash equivalents during the		
period	4,388,164	1,680,945
Cash and cash equivalents at the beginning of the period	1,556,607	(762,303)
Cash and cash equivalents at the end of the period	5,944,771	918,642
	-,- :,- :	0.0,012



Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

1. Reporting entity

Al Faleh Educational Holding Q.P.S.C. (the "Company") was initially registered in the state of Qatar as a company with limited liability under the Commercial Registration No. 71150.

As per the shareholder's resolution dated 3 February 2021, the shareholders decided to increase the share capital of the Company to QR 240,000,000 by transfer from capital contribution to share capital. Subsequently, on 6th February 2021, the Company was converted from a limited liability company to a Qatari Public Shareholding Company. Subsequent to the six months period ended 28 February 2021, on 13 April 2021, the Company was listed on Qatar Exchange Venture Market upon receipt of approval from Qatar Financial Market Authority.

As per the shareholders resolution on 1 February 2021, new shareholders were introduced in the Company. The share capital is distributed among the shareholders as follows in the current and comparative reporting date:

Name	2021 Percentage	2020 Percentage
Sheikha Aisha Bint Faleh Nasser Bin Ahmed Al-Thani	86%	76%
Sheikh Jassim Bin Nawaf Nasser Bin Khalid Al-Thani	1.5%	4%
Sheikh Faleh Bin Nawaf Nasser Bin Khalid Al-Thani	1.5%	4%
Sheikh Nasser Bin Nawaf Nasser Bin Khalid Al-Thani	0.75%	4%
Sheikha Maryam Bint Nawaf Nasser Bin Khalid Al-Thani	2%	2%
Sheikha Anwar Bint Nawaf Nasser Bin Ahmad Al-Thani	2%	2%
Sheikh Khalid Nawaf Bin Nasser Bin Khalid Al-Thani	2%	4%
Sheikh Mohamad Nawaf Bin Nasser Khalid Al-Thani	0.75%	4%
Others	3.5%	-
	100%	100%

The Company had the following subsidiaries, as at the current and the comparative reporting dates:

Name of subsidiary	Principal activities	Holding %		
	-	2021	2020	
Doha International Kindergarten W.L.L.	Kindergarten	100%	100%	
Doha Academy W.L.L.	Kindergarten, primary, preparatory			
	and secondary education	100%	100%	
Al Faleh Group for Educational and	Educational activities including			
Academic Services W.L.L.	university education	100%	100%	
AFG College with the University of	University education			
Aberdeen W.L.L.	-	100%	100%	

The accompanying condensed consolidated interim financial statements (interim financial statements') of the Company as at 28 February 2021 comprises the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities").

The Group is primarily engaged in running kindergarten, primary, preparatory, secondary schools for education and providing university education.

2. Basis of accounting

These interim financial statements have been prepared in accordance with IAS 34 *Interim Financial Reporting*, and should be read in conjunction with the Group's last annual consolidated financial statements as at and for the year ended 31 August 2020 ('last annual financial statements'). They do not include all the information required for a complete set of IFRS financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements.

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

3. Use of estimates and judgements

In preparing these interim financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

The significant judgments made by management in applying the Group's accounting policies and key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 August 2020.

4. Significant accounting policies

The accounting policies applied in these interim financial statements are the same as those applied in the Group's financial statements as at and for the year ended 31 August 2020.

New and amended standards that became effective during the period

A number of new standards are effective from 1 September 2020, but they do not have a material effect on the Group's condensed interim financial statements.

- Amendments to References to Conceptual Framework in IFRS standards.
- Definition of a Business (Amendments to IFRS 3)
- Definition of Material (Amendments to IAS 1 and IAS 8).
- Interest Rate Benchmark Reform (Amendments to IFRS 9, IAS 39 and IFRS 7).

5. Financial risk management

The Group's financial risk management objectives and policies are consistent with those disclosed in the consolidated financial statements as at and for the year ended 31 August 2020.

6. Right-of-use assets

The right-of-use assets relate to land, school and university premises and staff accommodation, which are expiring from 2 to 25 years from the reporting date. Their cost represents the corresponding amounts of the relevant lease liabilities (Note 13).

	Right-of-use assets
Cost	
Adjustment on initial adoption of IFRS 16 at 1 September 2019	66,989,490
Additions	1,167,553
Modification	11,990,000
At 31 August 2020 / 1 September 2020 (audited)	80,147,043
Derecognition	(15,517,668)
Modification	(25,724,865)
At 28 February 2021 (reviewed)	38,904,510
Accumulated amortisation	
Amortisation	11,390,743
At 31 August 2020 / 1 September 2020 (audited)	11,390,743
Amortisation	5,276,647
Derecognition	(3,103,533)
At 28 February 2021 (reviewed)	13,563,857
Corruing emounts	
Carrying amounts At 28 February 2021 (reviewed)	25,340,653
At 31 August 2020 (audited)	68,756,300

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

7. Property and equipment

	Buildings	Machinery and equipment	Computers and equipment	Motor vehicles	Furniture and fixtures	Sign boards	Leasehold improvements	Learning resources	Capital work-in - progress	Total
Cost										
Balance at 1 September 2019	98,565,715	5,058,889	5,258,004	2,941,703	9,532,468	121,625	7,719,436	2,559,196	403,250	132,160,286
Additions	-	-	286,064	60,000	331,131	-	28,000	472,010	132,500	1,309,705
Transfers	-	-	-	-	-	-	535,750	-	(535,750)	-
Balance at 31 August 2020 / 1										
September 2020 (Audited)	98,565,715	5,058,889	5,544,068	3,001,703	9,863,599	121,625	8,283,186	3,031,206	-	133,469,991
Additions	-	2,500	187,300	-	76,817	-	259,673	698,940	-	1,225,230
Balance at 28 February 2021										
(Reviewed)	98,565,715	5,061,389	5,731,368	3,001,703	9,940,416	121,625	8,542,859	3,730,146	-	134,695,221
Accumulated depreciation Balance at 1 September 2019 Depreciation Balance at 31 August 2020 / 1 September 2020 (Audited) Depreciation Balance at 28 February 2021 (Reviewed)	16,665,757 5,490,500 22,156,257 2,745,251 24,901,508	4,146,612 559,042 4,705,654 134,511 4,840,165	4,086,990 903,718 4,990,708 318,112 5,308,820	2,605,963 139,369 2,745,332 48,166 2,793,498	6,626,611 1,090,076 7,716,687 507,752 8,224,439	-	4,153,227 1,166,198 5,319,425 630,315 5,949,740	963,724 702,710 1,666,434 412,047 2,078,481	- - - -	39,370,508 10,051,613 49,422,121 4,796,154 54,218,275
Carrying amounts At 28 February 2021 (Reviewed)	73,664,207	221,224	422,548	208,205	1,715,977	1	2,593,119	1,651,665	-	80,476,946
At 31 August 2020 (Audited)	76,409,458	353,235	553,360	256,371	2,146,912	1	2,963,761	1,364,772	-	84,047,870

In Qatari Riyals

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

In Qatari Riyals

8. Intangible assets and goodwill

28 February 2021 (Reviewed)	31 August 2020 (Audited)
96,520,330	96,520,330
17,210,000	17,210,000
17,623,515	18,586,125
100,412,308	103,294,958
231,766,153	235,611,413
	(Reviewed) 96,520,330 17,210,000 17,623,515 100,412,308

(i) Amortisation of intangible assets with finite useful life

	Learne enrolments		Total
Cost			
Balance at 1 September 2019 / 31		445 200 000	407 000 000
August 2020 Balance at 1 September 2020 / 28	22,597,000	0 115,306,000	137,903,000
February 2021	22,597,000	115,306,000	137,903,000
Accumulated amortisation			
Balance at 1 September 2019	2,085,65	6,245,742	8,331,397
Amortisation	1,925,220		7,690,520
Balance at 31 August 2020 / 1			<u>, </u>
September 2020 (Audited)	4,010,875	5 12,011,042	16,021,917
Amortisation	962,610		3,845,260
Balance at 28 February 2021 (Reviewed)	4,973,48	5 14,893,692	19,867,177
Carrying amounts			
At 28 February 2021 (Reviewed)	17,623,51	5 100,412,308	118,035,823
At 31 August 2020 (Audited)	18,586,12		121,881,083
Trade and other receivables			
Trade and other receivables	2	8 February 2021	31 August 2020
	20	(Reviewed)	(Audited)
		(netherica)	(/tddited)
Trade and note receivables		5,884,395	2,636,570
Allowance for impairment of trade receivable	es	(748,605)	(748,605)
		5,135,790	1,887,965
Due from employees		25,019	-
Advances and prepayments		2,034,572	689,508
Refundable deposits		375,631	476,531
Staff advances		-	9,423
Other receivables		1,013,277	597,941
		8,584,289	3,661,368

10. Related party transactions

9.

The Group enters into transactions with companies and entities that fall within the definition of a related party as contained in International Accounting Standard No. 24, Related Party Disclosures. Related parties comprise companies under common ownership and/or common management and control, key management personnel, entities in which the shareholders have controlling interest, affiliates, and other related parties.

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

10. Related party transactions (continued)

a) Due to a related party

,		28 February 2021 (Reviewed)	31 August 2020 (Audited)
		(101101104)	, , , , , , , , , , , , , , , , , , ,
	Sheikha Aisha Bint Faleh Nasser Bin Ahmed Al-Thani		3,545,127
		-	3,545,127
11.	Cash and bank balances		
		28 February 2021 (Reviewed)	31 August 2020 (Audited)
	Cash in hand	344,369	70,356
	Cash at bank – Guarantee deposits	653,000	653,000
	Cash at bank – Current accounts	8,965,674	5,096,925
	Cash at bank – Call deposits	745	745
	Cash and bank balances in the consolidated		
	statement of financial position	9,963,788	5,821,026
	Less: Bank overdraft	(3,366,017)	(3,611,419)
	Less: Cash at bank – Guarantee deposits	(653,000)	(653,000)
	Cash and cash equivalents in the consolidated statement of cash flows	5,944,771	1,556,607
	statement of cash nows	5,544,771	1,000,007
12.	Loans and borrowings		
		28 February 2021	31 August 2020
		(Reviewed)	(Audited)
	Term loan	20,229,375	20,923,384
	Murabaha loan	15,867,925	15,505,853
	Vehicle loan	26,230	128,914
		36,123,530	36,558,151
	Movement in loans and borrowings is as under:		
		28 February 2021 (Reviewed)	31 August 2020 (Audited)
	Balance at the beginning of the period / year	36 558 151	34 011 436

In Qatari Riyals

Balance at the beginning of the period / year	36,558,151	34,011,436
Proceeds from loans and borrowings	-	6,727,772
Interest accrued	935,618	1,563,032
Interest repaid	(364,587)	(832,586)
Repayment of principle	(1,005,652)	(4,911,503)
Balance at	36,123,530	36,558,151

Loans and borrowings presented in the condensed consolidated statement of financial position as follows:

	28 February 2021 (Reviewed)	31 August 2020 (Audited)
Current portion	11,412,643	8,858,603
Non-current portion	24,710,887	27,699,548
	36,123,530	36,558,151

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

In Qatari Riyals

13. Lease liabilities

14.

15.

The movements of finance lease liabilities were as follows:

	28 February 2021 (Reviewed)	31 August 2020 (Audited)
Lease liabilities Lease liabilities recognised on transition to	-	870,268
IFRS 16 at the beginning of the year	-	17,170,450
Balance at the beginning of the period / year	14,055,533	18,040,718
Additions	-	1,167,553
Modification	17,262,528	-
Derecognition	(212,902)	-
Interest expense	859,120	993,630
Interest paid	(859,120)	(993,630)
Repayment of principle	(4,926,510)	(5,152,738)
Balance at	26,178,649	14,055,533

The lease liabilities are presented in the consolidated statement of financial position as follows:

	28 February 2021 (Reviewed)	31 August 2020 (Audited)
Non-current	18,395,066	9,676,404
Current	7,783,583	4,379,129
	26,178,649	14,055,533
. Employees' end of service benefits		
	1 September 2019 to	1 September 2019
	28 February 2021	to 31 August 2020
	(Reviewed)	(Audited)
Balance at the beginning of the period / year	2,741,531	1,918,577
(Reversals) / provision made	(175,291)	1,386,028
Payment made	(118,090)	(563,074)
Balance at	2,448,150	2,741,531
. Trade and other payables		
	28 February 2021 (Reviewed)	31 August 2020 (Audited)

Trade and notes payable (i)	4,400,959	4,112,750
Accrued expenses	2,154,819	4,492,287
Advances from customers	32,966,550	27,290,629
Staff provisions	790,954	721,333
Staff payables	1,225,770	242,006
Other payables	1,517,663	964,408
	43,056,715	37,823,413
Other payables		-

Notes to the condensed consolidated interim financial statements As at and for the six months ended 28 February 2021

16. Fees

16.	Fees		
		1 September 2020 to	1 September 2019 to
		28 February 2021	29 February 2020
		(Reviewed)	(Reviewed)
	Tuition	54,118,892	53,611,067
	Registration	1,124,200	1,128,300
	Application	32,400	125,200
	Entrance exam	172,000	274,500
	International exam	252,700	364,500
	Books	6,303,395	6,198,600
	Transport	309,166	433,333
	Others	1,040	16,810
		62,313,793	62,152,310
17.	General and administrative expenses		
		1 September 2020 to	1 September 2019
		28 February 2021	to 29 February 2020
		(Reviewed)	(Reviewed)
	Staff costs	21,722,650	24,142,387
	Rent	762,220	1,136,900
	Royalty	8,566,479	7,237,530
	Examination	50,540	72,900
	Communication	272,322	420,845
	Legal and professional fees	598,223	379,245
	Repairs and maintenance	498,366	758,128
	Advertisements	268,520	283,595
	Printing and stationery	224,986	434,940
	Travelling	18,605	511,260
	Utilities	93,231	159,841
	Diesel	39,722	95,747
	Cleaning and facility management	2,022,469	2,166,988
	Insurance	110,199	127,698
	Entertainment	7,448	17,774
	Bank charges	267,205	290,581
	Others	1,404,827	1,695,764
		36,928,012	39,932,123

In Qatari Riyals

18. Comparative figures

The corresponding figures presented for period ended 2020 have been reclassified where necessary to preserve consistency with the period ended 2021 figures. However, such reclassifications did not have any effect on the net profit or the total equity for the comparative period.