NATIONAL CENTRAL COOLING COMPANY PJSC

Review report and condensed consolidated interim financial information for the three month period ended 31 March 2018

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Deloitte.

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REPORT ON REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

To the Board of Directors of
National Central Cooling Company PJSC
Abu Dhabi, United Arab Emirates

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of National Central Cooling Company PJSC ("the Company") and its subsidiaries (together referred to as "the Group") as at 31 March 2018 and the related condensed consolidated interim statements of profit or loss, comprehensive income, changes in equity and cash flows for the three month period then ended. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard (IAS) 34, *"Interim Financial Reporting"*. Our responsibility is to express a conclusion on this condensed consolidated interim financial information 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 information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects in accordance with IAS 34, *"Interim Financial Reporting"*.

Deloitte & Touche (M.E.)

Signed by:
Rama Padmanabha Acharya
Registration No. 701
25 April 2018
Abu Dhabi
United Arab Emirates

NATIONAL CENTRAL COOLING COMPANY PJSC

Condensed consolidated interim statement of profit or loss
for the three month period ended 31 March 2018 (unaudited)

	Notes	3 months ended 31 March 2018 AED'000	3 months ended 31 March 2017 AED'000
Revenues	5	**274,421**	270,160
Operating costs	5	**(128,726)**	(127,505)
GROSS PROFIT		**145,695**	142,655
Administrative and other expenses	5	**(49,130)**	(49,686)
OPERATING PROFIT		**96,565**	92,969
Finance costs	5	**(40,655)**	(41,727)
Finance income	5	**145**	39
Other gains and losses	5,7& 10	**314**	1,271
Share of results of associates and joint ventures	5	**21,764**	22,901
PROFIT FOR THE PERIOD		**78,133**	75,453
Attributable to:			
equity holders of the parent		**77,743**	75,382
Non-controlling interests		**390**	71
		78,133	75,453
Basic and diluted earnings per share attributable to equity holders of the parent (AED)	6	**0.03**	0.03

The accompanying notes are an integral part of these condensed consolidated interim financial information.

NATIONAL CENTRAL COOLING COMPANY PJSC

Condensed consolidated interim statement of comprehensive income for the three month period ended 31 March 2018 (unaudited)

	3 months ended 31 March	
	2018	2017
	AED'000	AED'000
Profit for the period	**78,133**	75,453
Other comprehensive income		
Items that may be reclassified subsequently to profit or loss:		
Net movement in fair value of derivatives in cash flow hedges	**12,255**	(1,798)
Share of changes in fair value of derivatives of an associate and a joint venture in cash flow hedges	**8,369**	3,234
Exchange differences arising on translation of overseas operations	**270**	(9)
Total other comprehensive income for the period	**20,894**	1,427
Total comprehensive income for the period	**99,027**	76,880
Attributable to:		
Equity holders of the parent	**98,637**	76,809
Non-controlling interests	**390**	71
	99,027	76,880

The accompanying notes are an integral part of these condensed consolidated interim financial information.

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NATIONAL CENTRAL COOLING COMPANY PJSC

Condensed consolidated interim statement of financial position as at 31 March 2018

	Notes	31 March 2018 (unaudited) AED '000	31 December 2017 (audited) AED '000
ASSETS			
Non-current assets			
Capital work in progress	10	**158,606**	170,831
Property, plant and equipment	10	**4,108,675**	3,745,386
Goodwill		**27,710**	27,710
Investments in associates and joint ventures	8 & 9	**577,887**	826,199
Finance lease receivables		**2,661,137**	2,715,106
		7,534,015	7,485,232
Current assets			
Inventories		**30,223**	32,648
Accounts receivable and prepayments		**481,029**	516,819
Finance lease receivables		**243,414**	242,638
Cash and bank deposits	11	**547,508**	418,280
		1,302,174	1,210,385
TOTAL ASSETS		**8,836,189**	8,695,617
EQUITY AND LIABILITIES			
Equity			
Issued capital		**2,715,529**	2,715,529
Treasury shares		**(2,016)**	(2,016)
Statutory reserve		**274,104**	274,104
Retained earnings		**648,708**	1,071,952
Foreign currency translation reserve		**(2,510)**	(2,780)
Cumulative changes in fair value of derivatives in cash flow hedges		**(17,150)**	(37,774)
Other reserve		**706,920**	706,920
Equity attributable to the equity holders of the parent		**4,323,585**	4,725,935
Non – controlling interests		**70,543**	71,085
Total equity		**4,394,128**	4,797,020
Non-current liabilities			
Accounts payable, accruals and provisions		**127,861**	128,444
Interest bearing loans and borrowings		**1,845,920**	1,844,622
Islamic financing arrangements		**1,090,566**	1,089,880
Employees' end of service benefits		**26,860**	25,976
		3,091,207	3,088,922
Current liabilities			
Accounts payable, accruals and provisions	7 & 14	**1,117,435**	575,552
Interest bearing loans and borrowings		**165,601**	164,457
Islamic financing arrangements		**65,292**	65,292
Obligations under finance lease		**2,526**	4,374
		1,350,854	809,675
Total liabilities		**4,442,061**	3,898,597
TOTAL EQUITY AND LIABILITIES		**8,836,189**	8,695,617

Khaled Abdulla Al Qubaisi
Chairman

Jasim H. Thabet
Chief Executive Officer

Stephen John Ridlington
Chief Financial Officer

The accompanying notes are an integral part of these condensed consolidated interim financial information.

NATIONAL CENTRAL COOLING COMPANY PJSC

Condensed consolidated interim statement of changes in equity for the three month period ended 31 March 2018 (unaudited)

	Attributable to equity holders of the parent										
	Issued capital AED '000	Treasury shares AED '000	Statutory reserve AED '000	Retained earnings AED '000	Foreign currency translation reserve AED '000	Cumulative changes in fair value of derivatives AED '000	Mandatory convertible bonds - equity component AED '000	Other reserve AED '000	Total AED '000	Non-controlling interests AED '000	Total equity AED '000
Balance at 1 January 2017 (audited)	738,490	(2,016)	234,092	888,361	(2,715)	(29,551)	1,772,476	768,086	4,367,223	70,868	4,438,091
Profit during the period	-	-	-	75,382	-	-	-	-	75,382	71	75,453
Other comprehensive (loss)/income for the period	-	-	-	-	(9)	1,436	-	-	1,427	-	1,427
Total comprehensive income/(loss) for the period	-	-	-	75,382	(9)	1,436	-	-	76,809	71	76,880
Dividends payable to ordinary shareholders (note 14)	-	-	-	(48,002)	-	-	-	-	(48,002)	-	(48,002)
Dividends payable to MCB holders (note 14)	-	-	-	(128,508)	-	-	-	-	(128,508)	-	(128,508)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(450)	(450)
Balance at 31 March 2017 (unaudited)	738,490	(2,016)	234,092	787,233	(2,724)	(28,115)	1,772,476	768,086	4,267,522	70,489	4,338,011
Balance at 31 December 2017 (as previously reported)	**2,715,529**	**(2,016)**	**274,104**	**1,071,952**	**(2,780)**	**(37,774)**	**-**	**706,920**	**4,725,935**	**71,085**	**4,797,020**
Effect of changes in accounting policy for IFRS 15 (note 8)	**-**	**-**	**-**	**(194,030)**	**-**	**-**	**-**	**-**	**(194,030)**	**-**	**(194,030)**
Effect of changes in accounting policy for IFRS 9 (note 3.2.2)	**-**	**-**	**-**	**(81,499)**	**-**	**-**	**-**	**-**	**(81,499)**	**-**	**(81,499)**
Balance at 1 January 2018 (restated)	**2,715,529**	**(2,016)**	**274,104**	**796,423**	**(2,780)**	**(37,774)**	**-**	**706,920**	**4,450,406**	**71,085**	**4,521,491**
Profit during the period	**-**	**-**	**-**	**77,743**	**-**	**-**	**-**	**-**	**77,743**	**390**	**78,133**
Other comprehensive income for the period	**-**	**-**	**-**	**-**	**270**	**20,624**	**-**	**-**	**20,894**	**-**	**20,894**
Total comprehensive income for the period	**-**	**-**	**-**	**77,743**	**270**	**20,624**	**-**	**-**	**98,637**	**390**	**99,027**
Dividend payable to ordinary shareholders (note 14)	**-**	**-**	**-**	**(217,242)**	**-**	**-**	**-**	**-**	**(217,242)**	**-**	**(217,242)**
Effect of additional ownership in a subsidiary	**-**	**-**	**-**	**(8,216)**	**-**	**-**	**-**	**-**	**(8,216)**	**(932)**	**(9,148)**
Balance at 31 March 2018 (unaudited)	**2,715,529**	**(2,016)**	**274,104**	**648,708**	**(2,510)**	**(17,150)**	**-**	**706,920**	**4,323,585**	**70,543**	**4,394,128**

The accompanying notes are an integral part of these condensed consolidated interim financial information

NATIONAL CENTRAL COOLING COMPANY PJSC

Condensed consolidated interim statement of cash flows
for the three month period ended 31 March 2018 (unaudited)

	Notes	3 months ended 31 March 2018 AED '000	2017 AED '000
OPERATING ACTIVITIES			
Profit for the period		**78,133**	75,453
Non-cash adjustments to reconcile profit for the period to net cash flows:			
Depreciation of property, plant and equipment		**35,434**	34,338
Finance lease income		**(46,202)**	(47,419)
Share of results of associates and joint ventures		**(21,764)**	(22,901)
Net movement in employees' end of service benefits		**884**	821
Interest income		**(145)**	(39)
Finance costs		**40,655**	41,727
Other gains and losses		**(314)**	(1,271)
		86,681	80,709
Working capital adjustments:			
Inventories		**2,425**	(2,162)
Accounts receivable and prepayments		**18,810**	(68,903)
Accounts payable, accruals and provisions		**427**	5,042
Lease rentals received		**62,721**	60,934
Net cash flows from operating activities		**171,064**	75,620
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	10	**(6,322)**	(100,405)
Payments for capital work in progress	10	**(18,897)**	(42,751)
Dividends from associates	8	**12,513**	19,048
Payment for acquisition of additional share in a subsidiary		**(4,946)**	-
Net cash inflow on acquisition of subsidiary	7	**15,135**	-
Interest received		**-**	57
Net cash flows generated used in investing activities		**(2,517)**	(124,051)
FINANCING ACTIVITIES			
Interest bearing loans and borrowings received		**4,802**	13,525
Interest bearing loans and borrowings repaid		**(5,405)**	(37,107)
Cash coupon paid on mandatory convertible bonds		**-**	(21,611)
Payment for obligations under finance lease		**(1,848)**	(1,681)
Interest paid		**(36,868)**	(36,286)
Dividends paid to non-controlling interests		**-**	(450)
Net cash flows used in financing activities		**(39,319)**	(83,610)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		**129,228**	(132,041)
Cash and cash equivalents at 1 January		**418,280**	389,961
CASH AND CASH EQUIVALENTS AT 31 MARCH	11	**547,508**	257,920

Non-cash transactions are disclosed in note 11

The accompanying notes are an integral part of this condensed consolidated interim financial information.

1 General information

National Central Cooling Company PJSC ("Tabreed" or the "Company") is registered in the United Arab Emirates as a Public Joint Stock Company pursuant to the UAE Federal Law No. (2) of 2015 and is listed on the Dubai Financial Market. The principal activities of the Company and its subsidiaries (the "Group") are supply of chilled water, operation and maintenance of plants, construction of secondary networks, manufacturing of pre-insulated pipes and design and supervision consultancy.

The Company's registered office is located at P.O. Box 32444, Dubai, United Arab Emirates.

2 Application of new and revised International Financial Reporting Standards ("IFRSs")

2.1 New and revised IFRSs effective for accounting periods beginning on or after January 1, 2018

The following new and revised IFRSs, which became effective for annual periods beginning on or after 1 January 2018, have been adopted in these consolidated financial statements.

The Group applies, for the first time, IFRS 15 Revenue from Contracts with Customers and IFRS 9 Financial Instruments that are required to be applied retrospectively with adjustment to made in the opening balance of equity. As required by IAS 34, the nature and effect of these changes are disclosed in note 8 of the interim condensed consolidated financial statements.

In the current period, the Group has also applied the following amendments to IFRSs issued by the International Accounting Standards Board ("IASB") that are mandatorily effective for an accounting period that begins on or after January 1, 2018. The application of these amendments to IFRSs has not had any material impact on the amounts reported for the current and prior periods but may affect the accounting for the Group's future transactions or arrangements.

- Conceptual Framework for Financial Reporting 2018
- Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards deleting short-term exemptions for first-time adopters
- Amendments to IFRS 2 Amendments to IFRS 2 Share-based Payment Transactions clarifying the classification and measurement of share-based payment transactions
- Amendments to IFRS 4 Insurance Contracts applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts
- Amendments to IFRS 7 Financial Instruments: Disclosures relating to disclosures about the initial application of IFRS 9
- Amendments to permit an entity to elect to continue to apply the hedge accounting requirements in IAS 39 for a fair value hedge of the interest rate exposure of a portion of a portfolio of financial assets or financial liabilities when IFRS 9 is applied, and to extend the fair value option to certain contracts that meet the 'own use' scope exception
- Amendments to IAS 40 Investment properties clarifying transfers or property to, or from, investment property
- Annual Improvements to IFRSs 2014–2016 Cycle to remove short-term exemptions and clarifying certain fair value measurements

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NATIONAL CENTRAL COOLING COMPANY PJSC

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018

2 Application of new and revised International Financial Reporting Standards ("IFRSs") (continued)

2.1 New and revised IFRSs effective for accounting periods beginning on or after January 1, 2018 (continued)

- IFRIC 22 Foreign Currency Transactions and Advance Consideration
- Amendments to IAS 28 Investments in Associates and Joint Ventures providing clarification on measuring investees at fair value through profit or loss is an investment-by-investment choice

Other than the above, there are no other significant IFRSs and amendments that were effective for the first time for the financial year beginning on or after January 1, 2018.

2.2 Standards and Interpretations in issue but not yet effective

The Group has not early adopted new and revised IFRSs that have been issued but are not yet effective.

New standards and significant amendments to standards applicable to the Group:	Effective for annual periods beginning on or after
IFRS 16 Leases specifies how an IFRS reporter will recognise, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17.	January 1, 2019
IFRS 17 Insurance Contracts requires insurance liabilities to be measured at a current fulfilment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts. IFRS 17 supersedes IFRS 4 Insurance Contracts as of 1 January 2021.	January 1, 2021
Annual Improvements to IFRSs 2015–2017 Cycle amending IFRS 3, IFRS 11, IAS 12 and IAS 23.	January 1, 2019
IFRIC 23 Uncertainty over Income Tax Treatments: The interpretation addresses the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under IAS 12. It specifically considers: - Whether tax treatments should be considered collectively; - Assumptions for taxation authorities' examinations; - The determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates; and - The effect of changes in facts and circumstances.	January 1, 2019

2.2 Standards and Interpretations in issue but not yet effective (continued)

New standards and significant amendments to standards applicable to the Group:	Effective for annual periods beginning on or after
Amendments to IFRS 9 Financial Instruments relating to prepayment features with negative compensation. This amends the existing requirements in IFRS 9 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments.	January 1, 2019
Amendment to IAS 19 Employee Benefits: The Amendments clarify that: - on amendment, curtailment or settlement of a defined benefit plan, a company now uses updated actuarial assumptions to determine its current service cost and net interest for the period; and - the effect of the asset ceiling is disregarded when calculating the gain or loss on any settlement of the plan and is dealt with separately in other comprehensive income (OCI).	January 1, 2019
Amendments to References to the Conceptual Framework in IFRS Standards - amendments to IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32 to update those pronouncements with regard to references to and quotes from the framework or to indicate where they refer to a different version of the Conceptual Framework	January 1, 2020
Amendments in IAS 28 Investments in Associates and Joint Ventures relating to long-term interests in associates and joint ventures. These amendments clarify that an entity applies IFRS 9 Financial Instruments to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied.	January 1, 2019
Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) relating to the treatment of the sale or contribution of assets from and investor to its associate or joint venture.	Effective date deferred indefinitely. Adoption is still permitted.

Management anticipates that these IFRSs and amendments will be adopted in the condensed consolidated interim financial information in the initial period when they become mandatorily effective. The impact of these standards and amendments are currently being assessed by the management.

2 Application of new and revised International Financial Reporting Standards (IFRS) (continued)

2.2 New and revised IFRS in issue but not yet effective and not early adopted (continued)

The application of IFRS 16 may have significant impact on amounts reported and disclosures made in the Group's condensed consolidated interim financial information in respect of its leases. However, it is not practicable to provide a reasonable estimate of effects of the application of these standards until the Group performs a detailed review.

3 Summary of significant accounting policies

3.1 Basis of preparation

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

The condensed consolidated interim financial information has been presented in United Arab Emirates Dirhams (AED), which is the functional currency of the Group. All values are rounded to the nearest thousand (AED '000) except otherwise indicated.

The condensed consolidated interim financial information does not include all information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2017. In addition, results for the three months period ended 31 March 2018 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2018.

3.2 Significant accounting policies

The accounting policies adopted in the preparation of the condensed consolidated interim financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2017, except for the adoption of the new and amended standards.

The Group applies, for the first time, IFRS 15 Revenue from Contracts with Customers and IFRS 9 Financial Instruments. As required by IAS 34, the nature and effect of these changes are disclosed below.

3.2.1 Application of IFRS 15 Revenue from Contracts with Customers

IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue and related Interpretations and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

3.2 Significant accounting policies (continued)

3.2.1 Application of IFRS 15 Revenue from Contracts with Customers (continued)

The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract.

The Group adopted IFRS 15 using the modified retrospective method of adoption.

The is no impact on Group's revenue recognition due to application of IFRS 15. However, for one associate the application of IFRS 15 resulted in revenue recognised on connection fees and upfront capacity charges in prior years being written back to retained earnings. This revenue will be recognised over the remaining life of the relevant contracts. The cumulative impact on the investment in associate and the retained earnings on the group's consolidated interim financial statements is AED 194 million in 2018 as disclosed in note 8.

3.2.2 Application of IFRS 9 Financial instrument

Effective 1 January 2018, the Group has adopted IFRS 9. IFRS 9 replaces IAS 39 and addresses the accounting for financial instruments including hedge accounting. IFRS 9 contains three principal classification categories for financial assets: measured at amortized cost, FVTOCI and FVTPL. IFRS 9 classification is generally based on the business model in which a financial asset is managed and its contractual cash flows. The business model assessment was completed based on the facts and circumstances, which existed as at the initial date of application. IFRS 9 eliminates the existing IAS 39 categories of held-to-maturity, loans and receivables, and available-for-sale. Under IFRS 9, derivative embedded contracts where the host is a financial asset in the scope of IFRS 9 are never bifurcated. Instead, the whole hybrid instrument is assessed for classification. The requirements for classification and measurement of financial liabilities under IFRS 9 largely carry forward existing requirements in IAS 39.

IFRS 9 replaces the "incurred loss" model under IAS 39 with an "expected credit loss" model as it relates to the impairment of financial assets. The new impairment model does not apply to equity investments.

IFRS 9 amends the requirements for hedge effectiveness and consequently the application of hedge accounting. The IAS 39 effectiveness test is replaced with a requirement for an economic relationship between the hedged item and the hedging instrument, and for the "hedged ratio" to be the same as that used by the Group for risk management purposes. The new standard requires alignment between the risk management objective of an individual hedging relationship and the risk management strategy of the Group. When assessing hedge effectiveness under IFRS 9, the Group is required to ensure credit risk due to counterparty or own creditworthiness does not dominate the change in fair value of either the hedged item or hedging instrument. Generally, the mechanics of hedge accounting remain unchanged.

3.2 **Significant accounting policies** (continued)

3.2.2 **Application of IFRS 9 Financial instrument** (continued)

Impairment of financial assets
The group has two types of financial assets that are subject to IFRS 9's new expected credit loss model:

- Trade receivables; and
- Finance lease receivables.

The Group was required to revise its impairment methodology under IFRS 9 for each of these classes of assets. The impact of adoption of IFRS 9 resulted in additional credit loss allowance in trade receivables and finance lease receivable by AED 44.8 million and AED 36.6 million respectively and is disclosed in condensed consolidated interim statement of changes in equity.

Trade receivables and finance lease receivables
The group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and finance lease receivables.

To measure the expected credit losses, trade receivables and finance lease receivables have been grouped based on shared credit risk characteristics and the days past due. Finance lease receivables have substantially the same risk characteristics as the trade receivables. The Group has, therefore, concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Changes in accounting policies resulting from the adoption of IFRS 9 have been applied retrospectively. However, in accordance with the IFRS 9 transitional provisions, the Group has elected not to restate the comparative periods. Financial instruments derecognized prior to the effective date were accounted for in accordance with IAS 39, as permitted under the transitional provisions of IFRS 9.

4 **Critical accounting judgements and key sources of estimation uncertainty**

The preparation of condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements for the year ended 31 December 2017.

Business combinations
In accordance with International Financial Reporting Standards, on acquisition of a subsidiary, the Group is required to allocate the cost of the business combination by recognising, at fair value, the acquiree's identifiable assets, liabilities and contingent liabilities that meet certain recognition criteria.

NATIONAL CENTRAL COOLING COMPANY PJSC

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018 (continued)

4 Critical accounting judgements and key sources of estimation uncertainty (continued)

In doing so, management have exercised their judgment, based on experience and knowledge of the industry, in determining the applicability of the recognition criteria, the forecasting horizon, the appropriate discount rate, the amortisation timetable and the impairment tests to be applied in future. Management is satisfied that these judgments have resulted in a fair and reasonable estimate of the fair value of the identifiable assets, liabilities and contingent liabilities at the date of the acquisitions.

5 Segment information

For management purposes, the Group is organised into business units based on their products and services. The two reportable operating segments are as follows:

- The 'Chilled Water' segment constructs, owns, assembles, installs, operates and maintains cooling and conditioning systems. In addition, the segment distributes and sells chilled water for use in district cooling systems.
- The 'Value chain business' support segment is involved in ancillary activities relating to the expansion of the Group's chilled water business.

Segment performance is evaluated based on operating profit or loss and is measured consistently with the Group's operating profit or loss in the consolidated financial statements. However, Group financing (finance costs and interest income) are managed on a group basis and are not allocated to operating segments.

	Three month period ended 31 March 2018 (unaudited)				Three month period ended 31 March 2017 (unaudited)			
	Chilled water AED'000	Value chain business AED'000	Eliminations AED'000	Total AED'000	Chilled water AED'000	Value chain business AED'000	Eliminations AED'000	Total AED'000
Revenue								
External revenue	258,696	15,725	-	274,421	255,172	14,988	-	270,160
Inter–segment revenue	-	2,989	(2,989)	-	-	2,188	(2,188)	-
Total revenue	258,696	18,714	(2,989)	274,421	255,172	17,176	(2,188)	270,160
Operating costs	(117,542)	(12,531)	1,347	(128,726)	(119,391)	(9,897)	1,783	(127,505)
Gross profit	141,154	6,183	(1,642)	145,695	135,781	7,279	(405)	142,655
Administrative and other expenses	(43,248)	(6,610)	728	(49,130)	(43,043)	(7,409)	766	(49,686)
Operating profit	97,906	(427)	(914)	96,565	92,738	(130)	361	92,969
Finance costs	-	-	-	(40,655)	-	-	-	(41,727)
Finance income	-	-	-	145	-	-	-	39
Other income	-	-	-	314	-	-	-	1,271
Share of results of associates and joint ventures	21,764	-	-	21,764	22,901	-	-	22,901
Profit for the period				78,133				75,453

Inter-segment revenues are eliminated on consolidation.

6 Basic and diluted earnings per share attributable to equity holders of the parent

The following reflects the profit and share data used in the basic and dilutive earnings per share computations:

	Three month period ended 31 March	
	2018	2017
	(unaudited)	(unaudited)
Profit for the period attributable to equity holders of the parent for basic earnings (AED '000)	**77,743**	75,382
Weighted average number of shares (excluding treasury shares) outstanding during the period ('000)	**2,713,513**	2,713,513
Basic and dilutive earnings per share (AED)	**0.03**	0.03

7 Business combination

In March 2018, the Group acquired 50% of the shares of S&T Cool District Cooling Company LLC, from a joint venture partner and became 100% owner of the entity. The acquisition has been accounted for using step acquisition method in accordance with IFRS 3 Business Combination.

The fair values of the identifiable assets and liabilities of S&T Cool District Cooling Company LLC as at the date of acquisition were:

	AED '000
Assets	
Property, plant and equipment	402,817
Trade and other receivables	30,249
Bank balances and cash	15,135
	448,201
Liabilities	
Loans and borrowings	(163,103)
Accounts payables, advances and accruals	(34,992)
	(198,025)
Fair value of net assets acquired	**250,176**
Goodwill arising on acquisition (Provisional)(i)	17,873
Purchase consideration	**268,049**

	AED '000
Fair value of existing 50% share holding	125,088
Less: Carrying value of existing 50% investment	(71,123)
Gain on fair valuation of existing shareholding	**53,965**

(i) Fair value of identifiable asset is based on future connections, the timing of which is uncertain and therefore goodwill arising on the acquisition is provisional and management has decided to write off the goodwill against the fair valuation gain on the existing shareholding.

The initial purchase accounting is based on the management's best estimate of the fair value of the assets and liabilities acquired by the Group and will be finalized within the next 12 months. The finalization of the purchase price allocation may result in a change in fair value of assets and liabilities acquired, and accordingly a corresponding change in goodwill.

The difference amounting to AED 53,965 thousand between the carrying value of the existing share in the acquired company of AED 71,123 thousand and fair value of the existing share of AED 125,888 thousand is recorded under 'other gains and losses' in the condensed consolidated interim statement of income.

	AED '000
Consideration to be paid in cash (ii)	103,806
Discounted deferred consideration arrangement	39,155
Fair value of existing share holding	125,088
Purchase consideration	**268,049**

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018 (continued)

7 Business combination (continued)

(ii) In addition to cash consideration of AED 103,806 thousand, the Company agreed to repay loan of AED 163,103 thousand to the seller as part of acquisition and is recorded as payable to the seller in the condensed consolidated interim statement of financial position and will be settled subsequent to 31 March 2018.

8 Investments in associates

Movement in investment in associates is as follows:

	AED '000
At 31 December 2017 (as previously reported)	**702,318**
Impact of implementation of IFRS15 (ii)	**(194,030)**
At 1 January 2018 (restated)	**508,288**
Share of results for the period (i)	**16,452**
Dividends received during the period	**(12,513)**
Share of changes in fair value of effective cash flow hedges	**1,466**
At 31 March 2018	**513,693**

(i) Adjusted by profit resulting from transactions between the Company and the associates amounting to AED 0.3 million.

(ii) The Group has adopted IFRS 15 from 1 January 2018 and it has resulted in adjustment in value of investment in an associate due to change in revenue recognition of the associate in accordance with the requirements of IFRS 15. The adjustments were accounted for retrospectively as permitted under the transitional provisions of IFRS 9.

9 Investments in joint ventures

Movement in investments in joint ventures is as follows:

	AED '000
At 1 January 2018	**123,881**
De-recognition of investment in joint ventures and recognition as subsidiary (note 7)	**(71,123)**
Share of results for the period	**4,968**
Share of changes in fair value of effective cash flow hedges	**6,903**
Adjustments for inter group transactions	**(435)**
At 31 March 2018	**64,194**

10 Capital work in progress and property, plant and equipment

During the three month period ended 31 March 2018, the Group has incurred capital expenditure of AED 21.6 million (31 March 2017: AED 26.3 million) primarily relating to construction of district cooling plants and distribution networks. During the period, the Group has made a provision of AED 33.5 million for slow moving capital inventory and is recorded under 'other gains and losses' in the condensed consolidated interim statement of income.

11 Cash and cash equivalents

For the purposes of the condensed consolidated interim statement of cash flows, cash and cash equivalents include cash on hand and in banks. Cash and cash equivalents at the end of the reporting period as shown in the condensed consolidated interim statement of cash flows can be reconciled to the related items in the condensed consolidated interim statement of financial position as follows:

	31 March 2018 AED'000 (unaudited)	31 December 2017 AED'000 (audited)	31 March 2017 AED'000 (unaudited)
Bank balances and cash	**526,057**	369,053	244,760
Bank deposits	**21,451**	49,227	13,160
Cash and cash equivalents	**547,508**	418,280	257,920

Geographical concentration of bank balances and cash and bank deposits is as follows:

	31 March 2018 AED'000 (unaudited)	31 December 2017 AED'000 (audited)	31 March 2017 AED'000 (unaudited)
Within UAE	**531,035**	407,492	241,081
Outside UAE	**16,473**	10,788	16,839
	547,508	418,280	257,920

Non-cash transactions in the statement of cash flows:

- AED 217.2 million of dividend payable to shareholders.
- AED 266.0 million payable for the acquisition of additional 50% shares of S&T Cool District Cooling Company LLC.

NATIONAL CENTRAL COOLING COMPANY PJSC

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018 (continued)

12 Commitments and contingencies

Capital commitments

The authorised capital expenditure contracted for at 31 March 2018 but not provided for amounted to AED 142 million (31 December 2017: AED 147 million).

Contingencies

The bankers have issued guarantees on behalf of the Group as follows:

	At 31 March 2018 AED'000 (unaudited)	At 31 December 2017 AED'000 (audited)
Performance guarantees	**112,130**	112,588
Advance payment guarantees	**633**	673
Financial guarantees	**2,585**	2,585
	115,348	115,846

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018 (continued)

13 Related party transactions and balances

Related parties represent the Government of Abu Dhabi and related departments and institutions (owner of one of the major shareholders), associated companies, joint ventures, majority shareholder, directors, key management personnel of the Company, management entities engaged by the Company, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Company's management.

Transactions with related parties included in the condensed consolidated interim statement of profit or loss are as follows:

	Three month period ended 31 March 2018 (unaudited)				Three month period ended 31 March 2017 (unaudited)			
	Revenue AED'000	**Operating costs AED'000**	**Interest expense AED'000**	**Other income AED'000**	Revenue AED'000	Operating costs AED'000	Interest expense AED'000	Other income AED'000
Associated companies	**1,239**	**24,578**	**-**	**-**	1,215	24,630	-	-
Joint ventures	**1,218**	**-**	**-**	**-**	1,202	-	-	-
Majority shareholder	**-**	**-**	**-**	**-**	-	-	1,825	-
Associate of majority shareholder	**-**	**-**	**-**	**-**	25,014	-	-	-
Government related departments and institutions	**-**	**-**	**-**	**-**	45,446	23,044	19,379	-

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NATIONAL CENTRAL COOLING COMPANY PJSC

Notes to the condensed consolidated interim financial information for the three month period ended 31 March 2018 (continued)

13 Related party transactions and balances (continued)

Balances with related parties included in the condensed consolidated interim statement of financial position are as follows:

	At 31 March 2018 (unaudited)			
	Accounts receivable AED'000	**Bank balances AED'000**	**Accounts payables and advances AED'000**	**Interest bearing loans AED'000**
Associated companies	**15,445**	-	**34,973**	-
Joint venture	**2,798**	-	-	-
	18,243	-	**34,973**	-

	At 31 December 2017 (audited)			
	Accounts receivable AED'000	Bank balances AED'000	Accounts payables and advances AED'000	Interest bearing loans AED'000
Associated companies	27,825	-	33,943	-
Joint venture	3,909	-	-	-
Associate of a majority shareholder	25,477	-	-	-
Government related departments and institutions	5,603	323,290	10,039	1,607,328
	62,814	323,290	43,982	1,607,328

During the period, the Group acquired 50% of the shares of S&T Cool District Cooling Company LLC, from a joint venture partner and became 100% owner of the entity (note 7).

13 Related party transactions and balances (continued)

Compensation of key management personnel

The remuneration of key management personnel during the period was as follows:

	Three month period ended 31 March	
	2018	2017
	AED'000	AED'000
	(unaudited)	(unaudited)
Short-term benefits	**1,956**	1,624
Employees' end of service benefits	**56**	31
	2,012	1,655
Number of key management personnel	**5**	4

14 Dividends and Board Remuneration

The Board of Directors proposed a cash dividend of 8.5 fils per share pertaining to common shareholders in respect of the fiscal year ended 31 December 2017. The shareholders at the Annual General Meeting held on 7 March 2018 approved the dividend. The dividend comprised of AED 217.2 million to the common shareholders was paid in April 2018.

In 2017, The Board of Directors proposed a cash dividend of 6.5 fils per share pertaining to both common shareholders and mandatory convertible bondholder in respect of the fiscal year ended 31 December 2017. The dividend was approved by the shareholders at the Annual General Meeting held on 6 March 2017. The dividend comprised of AED 48.0 million to the common shareholders and AED 128.5 million to the mandatory convertible bond holder and was paid in April 2017.

Furthermore, Board of Directors' remuneration of AED 7.1 million for the year, ended 31 December 2017 was also approved at the Annual General Meeting held on 7 March 2018. Board remuneration of AED 7.1 million for the year ended 31 December 2016 was approved at the previous Annual General Meeting on 6 March 2017.

15 Seasonality of operations

Interim results fluctuate due to the seasonal demands for chilled water, in line with the average temperatures in the region. Tabreed's operations generally produce higher revenues in the summer due to increased customer consumption, while certain expenses such as depreciation, interest and operating expenses remain more evenly distributed throughout the fiscal year. As a result, interim net profits are not indicative of net profits on an annual basis.

16 Fair value measurement

The fair values of the Group's financial assets and liabilities as at 31 March 2018 are not materially different from the fair values as at 31 December 2017 with the exception of the impact of the adoption of IFRS 9 as disclosed in note 3.2.2.

17 Approval of condensed consolidated interim financial information

The condensed consolidated interim financial information of the Group was authorised for issuance by the Board of Directors on 25 April 2018.