MULTIPLY
GROUP

2023 Integrated Report

2023
THE YEAR OF SUSTAINABILITY

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1 Group Overview

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Executive Summary

Multiply Group (ADX: MULTIPLY), a leading Abu Dhabi-based investment holding company, reported another remarkable year with a dual focus on organic and inorganic growth. The Group's net profit more than doubled, excluding fair value changes - crossing the AED 1 billion mark. Robust underlying profit growth was led by strong operational performance from existing subsidiaries and new acquisitions, higher investment income and increased share of profit from the Kalyon joint venture.

Throughout the year, Multiply Group focused on strengthening its core verticals by adding new services, identifying portfolio-wide synergies, investing in bolt-on acquisitions, buying competitors and enhancing margins. The Group also made strategic investments, by completing the acquisition of a majority stake in Media 247 with a margin-accretive profile and buying a minority stake in EIG's Breakwater Energy with a strong dividend yield. Across the board, digital transformation coupled with AI tools in shared services resulted in cost savings and increased efficiency.

Looking ahead, the Group is well-positioned and laser focused, where it seeks to continue driving strategic investments that will create lasting and meaningful impact across the UAE economy. As a diverse holding company, Multiply is very well placed to improve synergies across the operating entities, which will reflect in improved earnings in the years to come.

By the end of 2023, Multiply Group had 7 subsidiaries operating in diversified businesses, including energy & utilities, mobility, wellness & beauty, and media & communications. The following is an overview of Multiply Group's latest investments and existing subsidiaries.

1. Multiply Group successfully acquired a majority stake in Media 247, a leading UAE outdoor advertising firm. Media 247, known for its extensive portfolio of over 45 exclusive outdoor premium hoardings, unipoles, and 3D structures across Dubai's most prominent locations, solidifies Multiply Group's position in the media vertical.
2. Omorfia Group, Multiply's Beauty anchor, consolidated each of Fisio and The Juice Spa & Salon as part of its strategic growth through bolt-on investments. Fisio is a specialized physiotherapy clinic dedicated to recovery and physical therapy in Dubai while the Juice Spa and Salon carved a niche for itself by offering luxury beauty experiences for the mid-market segment with 10 branches across the UAE.
3. Emirates Driving Company expanded its presence to Saudi Arabia, by signing an agreement to invest in Consultants Driving School, which is based in KSA, for a total value of SAR 10 million.
4. MG Wellness Holding LLC, the wellness-centric subsidiary of Multiply Group, secured a 49.38% equity interest in LVL Technology Holding in August. LVL Technology Holding is renowned for its LVL Wellbeing platform, which offers a comprehensive suite of individual, team, and corporate well-being solutions, championing a balanced work-life dynamic.

International Energy Holding

International Energy Holding (IEH) is a rapidly growing Abu Dhabi-based renewable energy company that develops, invests, owns and operates renewable energy assets internationally.

Pal Cooling Holding LLC

PAL Cooling Holding (PCH) is one of the top players in the UAE's district cooling industry.

Emirates Driving Company PJSC

Emirates Driving Company (EDC) is the sole provider of pre-licensing driving education in Abu Dhabi and the government's trusted partner for creating safer roads.

Omorfia Group LLC

Omorfia Group is a leading beauty sector provider shaping the GCC markets. It comprises of personal care and beauty companies, namely Tips & Toes, Bedashing Beauty Lounge, Jazz Lounge Spa, Creative Beauty Source, Fisio, and The Juice Spa and Salon.

LVL Wellbeing LLC

LVL Wellbeing is a Dubai-based B2B SaaS wellbeing platform providing tools for prioritising health and wellbeing, leading to increased productivity, engagement and staff retention - crucial challenges for today's organisations.

Media 247 LLC

Media 247 is a specialised outdoor advertising solutions provider with more than 45 outdoor premium hoardings and unipoles locations spread across Dubai's most strategic locations. Media 247 also extended and maximised its media platform by acquiring Dubai RTA Taxis.

Viola Communications LLC

Viola has grown into one of the largest communications companies in Abu Dhabi providing fully integrated marketing and communications solutions to national and regional firms.

Financial Performance for 2023

Multiply Group reported a full year 2023 revenue of AED 1.29 billion (2022: AED 1.13 billion). This translates into an increase of 15% year-on-year, reflecting the strength of our vertical-building dual strategy of organic growth and acquisitions. The 2023 Gross Profit of AED 663 million (2022: AED 569 million) implies an improved blended margin on enhanced profitability across core verticals.

Net profit excluding fair value changes in investment portfolio more than doubled year-on-year to AED 1.1 billion (2022: AED 468 million). It was driven by a strong vertical performance (19% YoY blended growth) and was reinforced by an increased share of profit from Kalyon JV with the commencement of the solar power project (capacity of 1,350 MW) in early 2023, coupled with the tripling of investment & other income on higher dividends received from the Group's public portfolio. The reported net profit, including unrealized fair value changes on market volatility backdrop, came in at AED 552 million.

Earnings per share for year ended 31 December 2023 was AED 0.03 (2022: AED 1.65) largely impacted by unrealized fair value changes in the investment portfolio.

The Group's consolidated statement of financial position remains robust with total assets of AED 42.2 billion (2022: AED 41.2 billion). The cash balance stands at AED 1.56 billion (2022: AED 1.03 billion) after realising net operating cash flow of AED 997 million during the year (2022: AED 857 million).

The Group demonstrated its financial prowess by building a diversified portfolio of strong assets across its four core verticals (Mobility, Energy and Utilities, Media and Communications, and Beauty and Wellness) whilst investing in lucrative assets under Multiply+ for double-digit returns. Under Multiply+, the public market portfolio closed the year with a valuation of AED 32.9 billion, compared to an initial investment of AED 15.5 billion. As for the core operational portfolio, the Group focuses on driving synergies and integration among the businesses under each vertical with an emphasis on accelerating digital transformation and operational efficiencies.

Highlights of the Group

ACQUISITIONS/ INVESTMENTS

Since inception, the Group has deployed AED 19 billion, making strategic investments in dynamic and healthy businesses across high-growth thematic industries.

Key Investment Highlights

Majority stake acquisition in Media 247, a leading UAE outdoor advertising firm.

Omorfia Group, Multiply's Beauty anchor, consolidated each of Fisio and The Juice Spa & Salon as part of its strategic growth through bolt-on investments.

Emirates Driving Company expanded its presence to Saudi Arabia, by signing an agreement to invest in Consultants Driving School, which is based in KSA, for a total value of SAR 10 million.profile.

MG Wellness Holding LLC, the wellness-centric subsidiary of Multiply Group, secured a 49.38% equity interest in LVL Technology Holding in July.

Breakwater Energy is a wholly owned subsidiary of EIG, a leading institutional investor in the global energy and infrastructure sectors. Breakwater owns 25% stake in Repsol E&P, a gas-weighted exploration and production company comprising Repsol's entire global upstream oil and gas business.

Subsidiaries Overview

International Energy Holding LLC

International Energy Holding (IEH) is a rapidly growing Abu Dhabi-based renewable energy company that develops, invests, owns, and operates renewable energy assets internationally. The company focuses on renewable energy powered through solar and wind technology.

Since Multiply Group's acquisition of 80% stake, IEH has accelerated its growth initiatives by acquiring renewable energy assets, operational as well as under development, to power global economic growth through low-emission, clean energy solutions.

IEH's portfolio includes a 50% stake in Kalyon Enerji Yatrimlari A.Ş., a market-leading clean and renewable energy company based in Turkey. Kalyon Enerji's assets include a PV power plant project with an installed capacity of 1.3 GW in the Konya's Karapinar region, which commenced operations in January 2023.

PAL Cooling Holding LLC

PAL Cooling Holding (PCH) is one of the top players in the UAE's district cooling industry. Catering to landmark residential, commercial and mixed-use developments, PCH offers reliable and quality services such as 24/7 chilled water for air conditioning from state-of-the-art central cooling plants. By providing an energy-efficient tech solution and working to enhance operational efficiency, PAL contributes to the UAE's strategy to reduce carbon emissions.

Emirates Driving Company PJSC

Emirates Driving Company (EDC) is the sole provider of pre-licensing driving education in Abu Dhabi and the government's trusted partner for creating safer roads.

As the emirate's leading drivers' training and road safety institute, EDC provides a training system that supports the emirate's rapid population growth and urban development.

EDC has digitised its curriculum and is looking to apply augmented and virtual reality to facilitate learning. The company is currently transitioning its large fleet of vehicles into hybrid vehicles.

In addition, a joint quality committee with the Abu Dhabi Police ensures training programmes and methodologies are kept up-to-date and aligned with applicable laws.

Moreover, EDC is the primary contributor to the Abu Dhabi road safety education committee and regularly contributes to the Integrated Transport Centre (ITC) through technical and educational inputs.

Omorfia Group LLC

Omorfia Group is a leading beauty sector provider shaping the GCC markets. It comprises of personal care and beauty companies such as Tips & Toes, Bedashing Holding Company, Jazz Lounge Spa, Creative Beauty Source, Fisio, and The Juice Spa and Salon. The group consolidates consumer-centric businesses that are high-growth, recession-proof and with high purchasing power. Its strength shows in the ability to seize opportunities and reinvent the customer experience. With its five innovative concepts, and a growing family of 2,500 team members, Omorfia Group has established an unparalleled presence in the region.

In 2023, Omorfia consolidated Fisio and The Juice Spa & Salon, solidifying its market leadership position.

Viola Communications

Viola is one of the largest communications companies in Abu Dhabi, with offices in Dubai and Cairo. The company is specialised in providing fully integrated marketing and communications solutions to national and regional firms and it is expanding into digital marketing technology to create value for a diverse range of clients. Viola Communications has exclusive media rights to a majority of outdoor advertising spaces In Abu Dhabi, including lampposts, bridge banners and bus wrapping.

Since the launch of its digital Out-of-Home transformation plan, the company has introduced a range of innovative platforms, including the digital bridge banners, Firefly's dynamic digital vehicle-top screens, and, most recently, digital hoardings and free-standing totem roadside displays.

Media 247

Media 247 is a specialised outdoor advertising solutions provider with more than 45 outdoor premium hoardings and unipoles across Dubai's most strategic locations: Sheikh Zayed Road, City Walk and Garhoud. Media 247 works with local and international agencies representing top brands that run outdoor advertising campaigns with the company. Media 247 has also extended and maximised its media platform by acquiring Dubai RTA Taxis.

Effective 1 July 2023, Multiply Group consolidated Media 247 under its Media vertical.

LVL Wellbeing

Dubai-based B2B SaaS wellbeing platform, LVL Wellbeing provides tools for prioritising health and wellbeing, leading to increased productivity, engagement and staff retention - crucial challenges for today's organisations. LVL Wellbeing's digital platform is also utilised to create state-of-the-art wellbeing studios in corporate offices, transforming under-used spaces and providing great motivation for employees working in the office to maintain their wellbeing.

Effective 1 July 2023, Multiply Group consolidated LVL under its Wellness & Beauty vertical.

Strategy

In 2024 and beyond, Multiply Group will further grow its operating verticals while capitalising on investment gains. Multiply Group's portfolio has reached a scale that enables the Group to continue organically growing existing businesses by creating new shared-services, synergizing back-office management, acquiring bolt-on acquisitions that increase margins and embedding technologies that increase productivity, efficiency and enhance operations at large.

Multiply Group is also actively preparing select verticals for listing. This includes ensuring the company is sizeable and that proper governance and reporting standards are well established.

MULTIPLY

Our strategy for each long-term vertical follows a methodological process:

1	2	3	4
ENTER	**BUILD-UP**	**MATURE**	**EXIT**
Develop vertical strategy and shortlist suitable target anchors (currently available in Mobility, Media and Beauty). Acquire an anchor company: a stable, profitable enterprise in a target sub-sector	Acquire bolt-ons that will help scale the anchor through consolidation, adjacencies or value chain acquisitions.	Empower anchors with greater independence to capitalize on their new industry-ecosystem Multiply continues to support by acquiring transversal digital capabilities (i.e analytics)	Some verticals are being prepared to be listed on the Abu Dhabi Securities Exchange (ADX), for others we have plans to re-invest additional funds.

MULTIPLY+

Under an opportunistic and largely sector-agnostic theme, we target public companies which are fundamentally strong but available at a fair or even discounted price. Multiply+ also includes private businesses which are looking for capital injection and are close to a liquidity event. The investment criteria looks at EBITDA positive deals with 10-20% top-line growth.

Shareholders Updates

AED 35.6 billion
Market Capitalization

#14
ranking by Market Cap on ADX

AED 103 million
Average Daily Traded Value

30%
Free Float

FADX 15, MSCI EM and FTSE Global Equity
index inclusion

Market credentials as of 31 December 20223

Multiply Group Value Proposition

Supportive ecosystem brings in multiple synergies

- Access to high-profile deals
- Financial flexibility on a wide network of lending banks
- Attracting high-caliber talent

Clear framework to identify targets

- Attractive sectors disrupted by favourable megatrends
- Scalable companies with strong market positioning
- Financially accretive assets with strong cash generation and growth potentials
- In-house Investment Team with significant deal sourcing, valuation, due diligence and execution capabilities

Active board representation reinforced by a dedicated in-house team to drive value creation

- Defining overarching strategic direction per vertical
- Providing operational insights, network connections and knowledge transfer across portfolio companies
- Embedding growth and transformation mindset to unlock sustainable growth
- Developing and implementing value creation initiatives
- Deploying a comprehensive digital transformation approach

Highly experienced and growing team

- Strong and accountable leaders across verticals with growth-oriented mindset and proven track record
- Significant experience and know-how per portfolio company
- Targeted talent acquisition focused on vertical expertise

Deploying capital for profitable growth

- Strong cash flow generation
- Robust liquidity position
- Healthy balance sheet

Investor Relations Contact

For more information

Website: https://multiply.ae/investor-relations

Email: ir@multiply.ae

Download the IR App

Inclusion in Indices

Multiply Group is listed in several global indices.

The FTSE Global Equity Index Series Mid Cap Index, highlighting Multiply Group's business performance and positive engagement with the investor community.

The MSCI Emerging Markets Index, enhancing the Group's position on the global benchmark investing map and expected to attract substantial investment inflows.

The FADX 15, the first co-developed index under ADX's strategic partnership with FTSE Russell and tracks the biggest and most liquid companies, aiding the derivatives market and the creation of index-tracking investment products.

In addition to:

- S&P UAE BMI Liquid 20/35 Capped Index
- S&P UAE Shariah Liquid 35/20 Capped Index

These indices measure the performance of the most liquid and Shariah-compliant stocks in the UAE, respectively.

- Chimera S&P UAE UCITS ETF
- Chimera S&P UAE SHARIAH ETF

AI and Digital Transformation

The overarching strategy of Multiply Group is to leverage digital technologies and AI across its portfolio, with a focus on protecting data, increasing productivity, streamlining operations, and improving service offerings.

Digital Transformation at Group Level:

Migrated head office productivity to cloud-based solutions, to allow for more efficient collaboration across geographies and time zones.

AI-powered email security services have been introduced across the organization. This measure ensures Multiply Group's workforce has advanced protection against evolving digital threats and that confidentiality of Multiply Group's communication channels remains uncompromised.

Mobile Device Management (MDM) solutions were rolled out to further secure and manage the use of corporate devices, safeguarding sensitive corporate information even in transit.

The group's cybersecurity infrastructure was enhanced with AI-powered solutions for endpoints and servers. These advanced systems continuously monitor Multiply Group's digital environment and automatically respond to potential intrusions, pre-emptively averting disruptions and protecting Multiply Group's valuable data.

AI-powered Data Loss Prevention service was also introduced. This service plays a vital role in safeguarding against unauthorized information leaks and ensuring that Multiply Group's stringent compliance and regulatory standards are met without fail.

An Information Security Awareness & Learning management system now ensures that all employees are educated and updated on the latest threats and best practices in cybersecurity, forming the human shield against potential digital risks.

Advanced Technology:

We have introduced a suite of AI-powered applications for the team. These include leading general-purpose tools (e.g., for research purposes) as well as more niche functionalities (e.g., data analysis, business building and so on).

An AI-driven platform has been rolled out to manage deal progress, flow and the total value of EBITDA that we've analyzed.

Onboarded the right people and resources, including hiring personnel with extensive Digital Transformation experience as well as partnering with service providers to bring digital and AI capabilities to Multiply and its subsidiaries.

The Group is also launching a digitally enabled, cloud-based value creation tool across Multiply and its subsidiaries to better manage all of the initiatives currently in the pipeline, providing valuable insights into where and how Multiply can achieve more bottom-line impact.

Digital Transformation at Subsidiary-level:

The portfolio companies, EDC and Omorfia, are undergoing a digital transformation process including the addition of AI capabilities that will enhance financial performance.

The integration of AI within EDC and Omorfia is expected to lead to more personalized and efficient customer experiences, operational efficiencies, and data-driven decision-making. These improvements are anticipated to contribute to revenue growth and margin improvement by enabling more targeted services, optimizing resource allocation, and enhancing customer satisfaction.

Multiply's Media vertical is experiencing significant upgrades, with Media247 and Viola digitizing several out-of-home assets, and Firefly expanding its digital taxi tops business to Abu Dhabi, providing new and innovative advertising opportunities for our clients.

The Group is committed to continue launching digital transformation projects across each of its subsidiaries with AI optimization at the center of these efforts.

Commitment to Sustainability

Multiply Group continues to embark on a long-term journey to formalise and embed sustainability across its operations and portfolio. This work is driven by committed leadership and a purposeful vision to create opportunities beyond its business. As part of its investment model, the Group seeks opportunities that will create long-term positive impact in the communities where it operates.

- **COP28:** In 2023, Multiply Group participated in COP28 in the UAE as a Climate Supporter where the Group showcased its sustainable initiatives, strategic ESG objectives and effective environmental impact management practices. The event was an ideal platform to engage in insightful discussions, exchange knowledge and experience with diverse entities, and maximize the Group's contribution to a healthy climate and environment, and drive future sustainability.

- **Sustainalytics**, a global leader in environmental, social and governance (ESG) rating and research, rated Multiply Group's risk level at 15.8. This commendable rating places the Group in the "Low Risk" category, positioning it among the top 10% of companies in the Diversified Financials sector. This is another testament to the Group's commitment to sustainability.

- **ESG Report:** As a holding company, Multiply recognizes its various roles in driving progress and positive change within the ESG landscape. The Group understands the importance of leveraging ESG to maximize for growth, innovation, and positive change, as embracing ESG principles is not just about avoiding risks but also about contributing to the creation of long-term value for society. Multiply Group plays a key role as a responsible investor, integrating ESG principles into the Group's investment strategy and decision-making processes. As a responsible owner, Multiply Group also ensures that this impact extends through the operations of its portfolio companies, as it encourages and guides them to incorporate ESG considerations into the way they work.

Multiply Group's established sustainability framework is comprised of four key pillars:

o Robust Foundations
o Growing Our Human Capital
o Investing in a Sustainable Future
o Managing Our Influence

The framework addresses both internal responsibilities and external ESG opportunities. Aligned with the Group's strengths, mission-driven values, and organisational scope, it serves as a strategic roadmap for responsible corporate behaviour. Emphasising internal practices, workforce development, responsible resource allocation, and ethical business practices, the framework underscores the Group's commitment to sustainability and long-term success.

In 2024, the Group will finalize an ESG Integration Framework that seamlessly incorporates ESG factors into investment analysis, due diligence approach and operational decision-making processes.

Corporate Social Responsibility (CSR)

Multiply's ongoing activities include:

- **Cleaning up the Oceans:** initiative launched during the year of sustainability, in partnership with US-based 4ocean to offset over 100 thousand pounds of plastic waste in 2023. In Abu Dhabi, a group of employees from Multiply Group and its subsidiaries volunteered to clean up a stretch of Abu Dhabi's coastal shoreline in Al Nouf, successfully collecting 420 pounds of plastic waste.

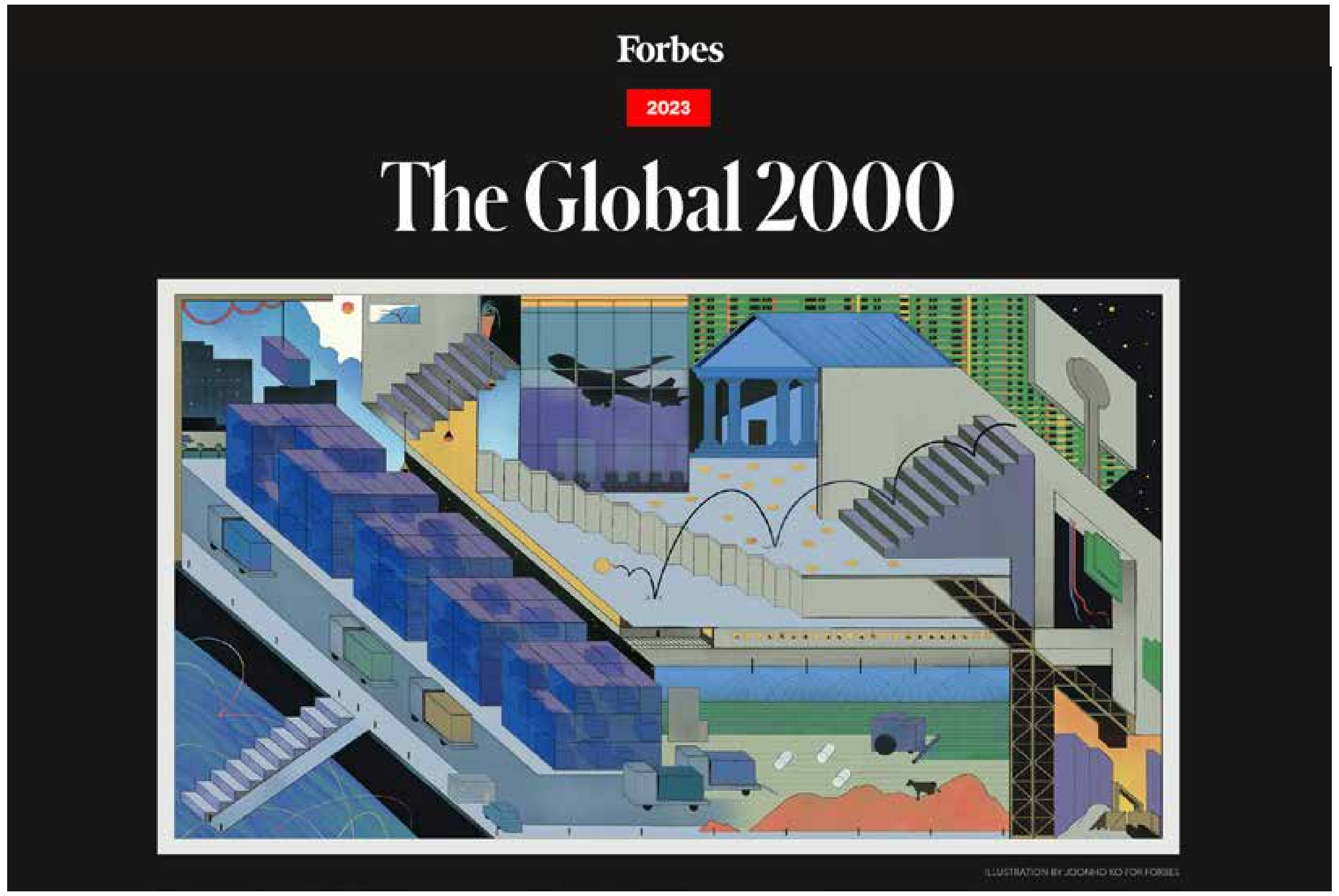
- **Mangrove Planting:** supporting the UAE's pledge to plant 100 million mangroves by 2030, Multiply Group engaged its employees in planting 5,000 mangrove trees in the UAE, contributing to carbon storage and climate change mitigation.

- **Community Book Drive:** to foster knowledge and literacy by donating a collection of books to local organizations and by supporting the Logos Hope ship, world's largest floating book fair, bringing knowledge, help, and hope to the world.

- **Corporate wellness program:** following the first phase of the holding-wide corporate wellness program, empowering our 3,000+ employees to take charge of their health and wellbeing, launched in 2022. The second and final phase completed in 2023 spanned 6 months in pursuit of a holistic approach to ensure overall health and wellbeing of its workforce through personalised nutritional sessions, doctor consultations, fitness challenges, biometric screenings, blood tests, and webinars.

International Recognition

Multiply Group earned a spot on Forbes' Global 2000 list and was included in Forbes Middle East's Top 100 Listed Companies in 2023, a testament to its financial strength and world-class position. Both lists rank companies based on sales, profits, assets, and market value.



Multiply Group was officially certified as a Great Place to Work® by the global authority on workplace culture.

2 Corporate Governance

Introduction

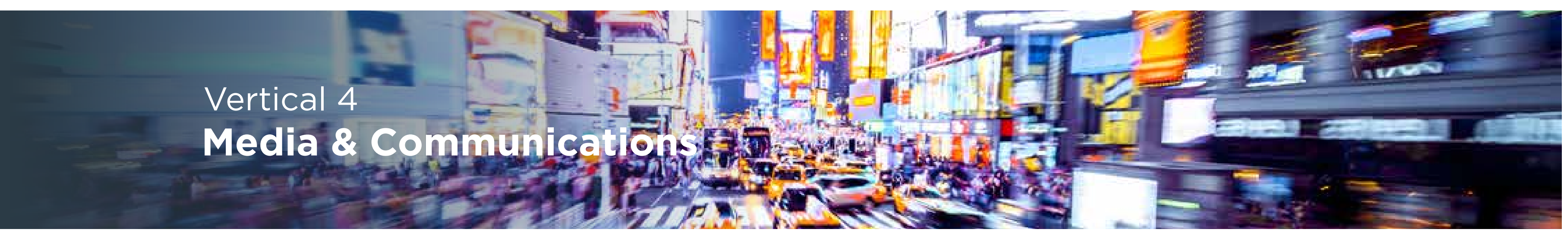
Multiply Group PJSC ("Multiply", "Multiply Group", "Company", "Group") an Abu Dhabi based holding company was established in 2003. It is a Public Joint Stock Company registered on the ADX and listed on 5 December 2021.

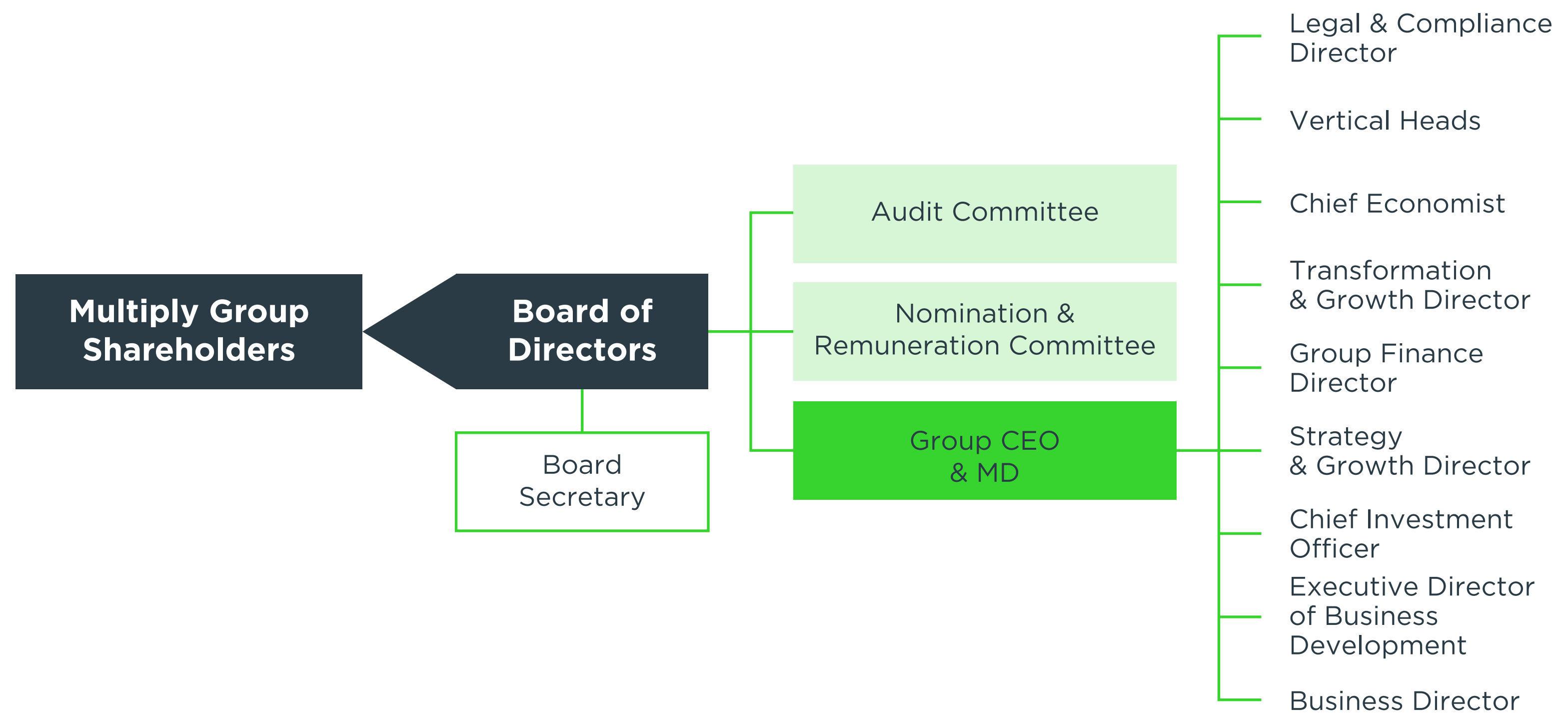
Multiply invests in transformative cash-generating businesses that it understands. It continues to expand by seeking out and organically growing existing businesses to unlock their full potential by empowering them with capital, technology, and tools to acquire or create solutions, gain operational excellence, scale up and become leaders in their respective industries. The Group collaborates internally and with partners to drive operational improvement, generate synergies, build a global network and create a cost-efficient ecosystem.

This corporate governance report gives an overview of Multiply's corporate governance systems and procedures as of 31 December 2023 and has been posted on the Abu Dhabi Exchange (ADX) website as well as the Group's website. The report is governed by the Resolution of the Board of the Securities and Commodities Authority (SCA) No. 3/Chairman of 2020 as amended from time to time on the Corporate Discipline and Governance Standards of Public Joint Stock Companies (Resolution 3/2020) and the format of this report is as prescribed by SCA.

Corporate Governance within Multiply Group

Multiply Group spans over four verticals and all the operating business units (subsidiaries, joint ventures, and affiliates) are grouped under these verticals for efficient operations.





The shareholders are the ultimate decision-makers with respect to the direction of the Company, as they are responsible for appointing the Board of Directors. The General Assembly Meeting is the highest decision-making body in the Company and is the forum in which shareholders exercise their right to decide on the Company's direction.

Board of Directors and Committees

The fundamental role of the Board is to exercise their business judgment to act in what they reasonably believe to be the best interests of the Company and its shareholders. In fulfilling that responsibility, the Board relies on the honesty and integrity of the Company's senior management, in addition to expert advisors from legal, accounting, financial and other fields.

The Multiply Board of Directors consists of five members elected by the Ordinary General Assembly via secret ballot, for a period of three years. The Board of Directors elects the Chairman from among its members. The position of the Chairman of the Board of Directors and the position of the Managing Director is separate.

The Multiply Board – either directly or through the functioning of the Board sub-committees and delegated authorities – provides independent judgment on all issues of strategy, performance, resources (including key appointments) and standards of conduct. The Board approves the Group's strategic objectives and implements them by its approval and regular monitoring of the business plan and budget prepared by senior management. The business plan specifies key developments towards the strategic objectives that are to be achieved by management within an agreed budget.

A. Role of the Board

The Board's role and responsibilities are set out in the Board Charter, which include:

- Define, establish and oversee implementation of corporate governance practices.
- Define Multiply's strategic direction/goals, approve and monitor corporate strategy (including subsidiaries), the business plan, the annual budget, and any amendments thereto.
- Review financial performance considering the strategy, business plan and budget of Multiply Group, ensuring that corrective action is taken where necessary.
- Approve investment-related decisions and exits.
- Establish, promote and maintain proper processes and controls to preserve the integrity of accounting and financial records and reporting.
- Approve the risk management framework of Multiply Group, including risk appetite, maximum limits, or indicators of risk appetite. Review regular updates from Multiply management on all actual and anticipated strategic risks confronting Multiply Group, including updates from the Audit Committee, as appropriate.
- Review Board composition and performance.
- Recruitment, Termination, Reward, Compensation and Benefit Matters for Multiply Group CEO & Managing Director and Senior Management of Multiply.
- Determine and review authorities delegated to the Group CEO & Managing Director.

The Board is also the decision-making body for all other matters of such importance as to be of significance to the Group as a whole because of their strategic, financial, or reputational implications or consequences. There is a formal schedule of matters reserved for the Board's decision, specified in Multiply's Delegation of Authority Policy Framework.

The Board has established committees, namely the Audit Committee & Nomination and Remuneration Committee to assist in carrying out its responsibilities and to consider certain issues and functions in detail. The Board committees are discussed in page 12.

The Board is also responsible for ensuring that management maintains a system of internal control that provides assurance of effective and efficient operations, internal financial controls and compliance with laws and regulations. It has delegated the responsibility for oversight of the Internal Control to the Audit Committee.

B. Delegation of Authority to the Board Members and Executive Management

Multiply Board, through a Power of Attorney has delegated to the Chairman and Group CEO & Managing Director certain powers mentioned below:

Sr. No	Name of Authorised Person	Capacity of Authorisation	Period of Authorisation
1.	Chairman, Multiply Group	• Represent and manage the Company, its subsidiaries and affiliates in all transactions and documents before the Government, Semi-Government and Private entities. • Represent the company at the Board of Directors and General Assemblies of the subsidiary and Affiliates, including to attend meetings of such companies Board of Directors' and General Assemblies on behalf of the company and to vote on their decisions, to carry out all legal disposals as are authorised to the Board Members and General Assemblies.	From 16 December 2021 for 3 years
2.	Group CEO & Managing Director, Multiply Group	• Appoint and dismiss managers for the Company, its subsidiaries, and affiliates; and • Represent the company and its subsidiary or affiliates and to sign on its/ their behalf.	From 16 December 2021 for 3 years

The Group CEO & Managing Director may further delegate authority to designated employees and the Business Unit's management but remains accountable for all authorities delegated. Following are the authorities delegated by the Group CEO & Managing Director.

Position	Authorities Delegated	Period of Delegation
Mehdi Al Bizri- Executive Director - BD MENA	Signing of Non-Disclosure Agreements, confidentiality undertakings	Till 6 December 2024

The Group has a decentralized the corporate structure in which the overall management of operational activities is largely performed by the respective business unit leadership team. Multiply Senior Management holds monthly meetings with the business units to review performance, discuss strategic issues and agree on action plans.

C. Governance Policies

Below is a summary of Multiply's key policies and guidelines which promote and enhance higher corporate governance standards. These policies were approved by the Board.

- Corporate Governance Manual covering the roles and responsibilities of all stakeholders involved in governance processes, including the General Assembly of Shareholders, the Board of Directors including the Chairman of the Board and Board Committees, Managing Director, Senior Management, Internal Audit/Internal Control, External Audit, Board and Committees Secretary and other stakeholders.
- Delegation of authority for Multiply, subsidiaries and affiliates of Multiply, to ensure efficient and effective decision-making which balances empowerment against controls.
- Code of Conduct and Business Ethics to guide the conduct of Directors and Employees.
- Board of Directors Charter for effective functioning of the Board.
- Charters for effective functioning of the Board Committees, namely Audit Committee, Nomination and Remuneration Committee.
- Conflict of Interest Policy setting forth requirements for the avoidance and management of potential and actual conflicts of interest involving the Group.
- Anti-fraud Policy to facilitate the development of controls that will aid in the detection and prevention of fraud and provide an overall framework for managing suspected cases of fraud.
- Whistle-blower Policy whereby employees can, in confidence, report on matters where they feel a malpractice is taking place, or if ethical/integrity standards are being compromised. The Company has created a whistle-blower page (https://multiply.ae/whistle-blower) on the Company's website wherein a whistle-blower can fill the online form to report any concern(s) on potential business violations, suspicious practises as well as illegal or unethical conduct in relation to Multiply Group and its subsidiaries.
- Disclosure & Transparency Policy provides guidelines to ensure that Multiply Group makes timely and accurate disclosures on all material matters, including the financial situation, performance, governance, rules pertaining to disclosure of information, methods of classification of information, and the frequency of disclosure.
- Compliance Management Policy to promote a culture of good corporate governance and compliance practices, and gain assurance through its governance arrangements that the Group is in conformance with its legal and policy obligations.
- Investor Relations Policy explaining the roles and responsibilities of investor relation functions towards the shareholders and other stakeholders.
- Group Share Trading Policy providing guidelines on trading in the Company's securities.
- Information Security Policy details the policies and procedures to ensure protection to information assets, allow the use, access, and disclosure of such information in accordance with appropriate standards, laws, and regulations.
- Record Management Policy outlines the procedures to be followed by the Company for records management.

D. Subsidiary Governance

Emirates Driving Company PJSC, a listed subsidiary, is managed by an independent board and various board sub-committees.

Unlisted subsidiaries, not fully owned by Multiply, are managed by boards (if separately established) or governed based on the shareholder agreements. Multiply Board and its senior management (including Vertical Heads) oversee subsidiary governance on an enterprise level. This centralized approach provides consistency and transparency, enabling the Group to be responsive to evolving business needs, best practices and regulatory requirements and expectations.

Further, the Delegation of Authority Policy framework lists the matters reserved for Multiply Group Shareholders, Multiply Board, Subsidiary Board/Multiply Group Managing Director (where the Subsidiary Board is not established) and Subsidiary Management.

For the newly acquired investments, the management of Multiply conducts multiple workshops with the newly acquired entity leadership team and employees to explain the governance framework, requirement of various governance policies & procedures required to be implemented and expectation of Multiply on the compliance by the subsidiary. During 2023, Multiply conducted multiple workshops with newly acquired entity 24 7 Media Holding Ltd., covering code of conduct, summary of key governance policies, risk management and compliance.

In the year 2023, the Multiply Board of Directors conducted one meeting with Business Unit Heads to review and discuss business unit performances.

Transactions in Company Securities by Board Members

A. Transactions report of the members of the Board of Directors, their spouses, and their children, directly held in the Company securities during the year 2023

Sr No	Name	Position/ Relationship	Shares held as at 31 December 2023
1	Andre George Sayegh	Chairman – Multiply Board	925,910
2	H.E. Hamad Khalfan Ali Matar Alshamsi	Member –Multiply Board	2,700,000
3	H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	Member –Multiply Board	2,397,599
4	Richard Mathew Gerson	Member –Multiply Board	-
5	Samia Toufic Bouazza	Member –Multiply Board CEO and Managing Director	2,000,000

Board of Directors

The Board currently has five members, comprising one (1) Non-independent, Executive and four (4) Independent, Non-executive Directors. The composition of the Board has remained consistent during the reporting period ended 31st December 2023. The Board is committed to ensuring it is comprised of individuals with appropriate skills, experience, and diversity to develop and support the Group's vision and strategic objectives.

Board of Directors	Role	Category	Member Since
Andre George Sayegh	Chairman, Board of Directors	Independent, non-executive	December 2021
H.E. Hamad Khalfan Ali Matar Alshamsi	Board Member Chairman, Nomination & Remuneration Committee Member, Audit Committee	Independent, non-executive	December 2021
H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	Board Member Member, Nomination & Remuneration Committee, Member, Audit Committee	Independent, non-executive	December 2021
Richard Mathew Gerson	Board Member Chairman, Audit Committee Member, Nomination & Remuneration Committee	Independent, non-executive	December 2021
Samia Toufic Bouazza	Board Member Group CEO & Managing Director	Non-independent, executive	December 2021

A. Profile of Board Members

The below shows the names, roles, experience, and capacities of the current Board of Directors:

Andre George Sayegh

Chairman | Independent, non-executive

Andre Sayegh is a seasoned C-suite executive with over three decades of experience in banking and financial services.

Before 2021, he served as Group Chief Executive Officer at First Abu Dhabi Bank (FAB) and is currently a member of the Board. He played a pivotal role in the merger of First Gulf Bank (FGB) and National Bank of Abu Dhabi (NBAD) to form FAB. His 20 years at FAB and its predecessor bank, FGB, were marked with distinction, as he held several senior executive positions, including Chief Executive Officer of FGB from 2006 to 2017.

Sayegh's previous experience also includes senior positions with leading international financial institutions such as Citibank.

He holds a BBA in Finance and an MBA in Corporate Finance & Banking from the American University of Beirut – and has completed a project at Columbia University majoring in the evolution of financial institutions.

H.E. Hamad Khalfan Ali Matar Alshamsi

Board Member | Independent, non-executive
Chairman, Nomination & Remuneration Committee
Member, Audit Committeee

H.E. Hamad Khalfan Ali Matar Alshamsi is an accomplished business leader, who holds Board positions across a diverse group of companies in the UAE.

H.E. Alshamsi previously served as the non-executive Vice Chairman of International Holding Company (PJSC). Currently, he is the General Manager at the Private Affairs Department of H.H. Sheikha Fatima Bint Mubarak and holds several Board directorships, including Trojan General Contracting, Ghitha Holding PJSC, Ishraq Properties Co., Al Yasat Catering & Restaurant Supplies, Pal Computers, Al Jaraf Travel & Tourism, Hi-Tech Concrete Products, Tafawuq Facilities Management, Pal Group for Companies, Al Sdeirah Real Estate Investment, Royal Architect Project Management, Fabulous Abu Dhabi Hotel Management, Nshmi Development and Real Estate Investment & Services Co.– REISCO.

H.E. Alshamsi holds a technical diploma from the Abu Dhabi armed forces (1996).

H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori

Board Member | Independent, non-executive
Member, Audit Committee
Member, Nomination & Remuneration Committee

H.E. Mansoor Al Mansoori is a member of the Abu Dhabi Executive Council and the Chairman of the Department of Health Abu Dhabi, spearheading the Emirate's healthcare sector by leading on the development of a world-class, innovative, and sustainable healthcare sector.

H.E. Al Mansoori has diverse professional experience in senior leadership positions across government and private sectors including telecom, media, energy and technology. Prior to joining DoH, he was the Group Chief Operating Officer of G42 and Director General of the UAE National Media Council.

H.E. Al Mansoori is Chairman of Presight AI, Board Member of the Advanced Technology Research Council, e&, and Multiply Group, as well as MBZUAI Board of Trustees member. Previously he was Chairman of Bayanat and Injazat, and held board positions with Dhabi Tourism & Culture Authority and Telecommunication Regulatory Authority. During his tenure as the Group COO of G42, he was actively involved in the UAE national COVID-19 response. As Chairman of Bayanat, he led the company's public listing at ADX, in what was G42's first IPO and the world's best trading debut of 2022, as reported by Bloomberg.

At the National Defense College, H.E. Al Mansoori received a Master's in Strategic Security Studies & National Resources Management. He graduated from the University of Toledo in Computer Science, has a Leadership Certificate from London Business School and an Innovation Strategy Leadership Certificate from Massachusetts Institute of Technology (MIT).

Richard Mathew Gerson

Board Member | Independent, non-Executive
Chairman, Audit Committee
Member, Nomination & Remuneration Committee

Richard Gerson is an experienced global investment expert focused on tech and startups.

Currently, he is the Co-founder, Chairman & Chief Investment Officer of Alpha Wave Global (formerly Falcon Edge Capital) as well as a Co-founder and Board Member of Abu Dhabi Catalyst Partners. Prior to this, Gerson co-founded and was the Managing Director of Blue Ridge Capital for 15 years.

He is also a member of the Cleveland Clinic International Leadership Board, the Panthera Conservation Council, and the Belfer Center's International Council at the John F. Kennedy School of Government at Harvard University. Gerson holds Board positions at the 92nd Street Y, a leading cultural institution and community center and was a founding member of the Board of Trustees of PAVE in New York, USA

Gerson graduated from the University of Virginia, McIntire School of Commerce with a B.S. in Commerce with a concentration in Finance.

Samia Toufic Bouazza

Board Member | Group Chief Executive Officer & Managing Director

Samia Bouazza is a business leader with a solid track record for driving growth.

As the Group CEO and Managing Director of Multiply Group, she leads the strategic development of the company, its growing investment portfolio of high-return businesses and maintaining the overall sustainable growth of the Group's subsidiaries.

Bouazza also serves as a Board Member to several companies and associations like TAQA, Arena Events Group, and Emirates Driving Company.

Samia is the founder of the original entity established in 2003, that transformed into Multiply Group in 2021, and the first woman to take a company public on the Abu Dhabi Stock Exchange.

She holds a BA in Political Science and Public Administration from the American University of Beirut and has completed executive education certificates in Strategic Intelligence and Digital Disruption from Harvard Business School and the University of Cambridge respectively.

Samia is also part of the YPO community and a keystone member of Friends of Abu Dhabi Art.

BOARD MEMBERS

B. The Board Secretary

Mehdi Al Bizri has been Board Secretary since 5 December 2021 and reports to the Board with regards to all secretarial responsibilities.

The Board Secretary has the following key responsibilities:

- Working closely with the Board of Directors and Executives in the planning of Board of Directors' meetings as well as the mechanism of meetings (attendance, conference calls, virtual/online attendance, etc.)
- The creation and timely distribution of the agenda for Board meetings as well as General meetings.
- Recording and distributing the minutes of Board of Directors meetings.
- Maintaining of a full contact list of Board Members, including Board Members' appointment dates, term of appointments and Board Member biographies.
- Updating, maintaining and securing safe storage of the minutes and other legal/related documents.
- Knowledge of the meeting procedures, decision-making rules, governance policies.
- Providing regular disclosures/announcements on the Board Meetings' results and financial decisions.
- Managing external correspondence and ensuring that requests made of the Board of Directors, or that are relevant to the governance of the Company, are reported and responded to in a timely manner.
- Preparing presentations and other communication materials for meetings.
- Maintaining the information and data disclosed to regulators, markets, or the general public, and those posted on the Company's website.
- Managing all formal correspondence.
- Assisting in the preparation and review of key regulatory filings, corporate annual reports and other reports, as well as other announcements regarding material events.

C. Diversity - Women's representation in the Board of Directors in 2023

In keeping with the Company's commitment to gender diversity, Multiply has female representation on the Board and actively seeks to recruit more female employees across all areas of the Company's operations.

D. Board Induction and Development

The Chairman, with the support of the Board Secretary, is responsible for the induction of new Directors and their continuing development. All Directors receive a tailored induction upon joining the Board, detailing their duties and responsibilities.

Multiply Group Senior management provides insights about the Group, business units, functions, performances / activities to the Board.

E. Key focus areas for the Board during 2023

In 2023, the Board of Directors focused and made decisions in various areas:

- Approved the Annual Budget and Business Plan.
- Pursued a robust acquisition plan and approved acquisitions of various strategic investments.
- Reviewed updates from the Management on Group performance.
- Identified and capitalized on various strategic and operational opportunities resulting in optimization of the overall financial performance of the Group.
- Reviewed the proposed amendments to the Articles of Association of Company as per the requirement of Federal Law No. (32)/2021 regarding commercial companies.

F. Directors' Fees and Remuneration

The Board of Directors' remuneration is determined in accordance with the Articles of Association of the Company, subject to the provisions of Federal Law No. (32)/2021 regarding commercial companies. The remuneration of the members of the Board of Directors is subject to approval of the shareholders at the Annual General Assembly meeting.

The Company may also pay additional expenses or fees or monthly salary to an extent determined by the Board of Directors to any of its Members, if the Member is working in any committee, exerts exceptional efforts or performs additional work to serve the company beyond his or her normal duties as a Member of the Board of Directors of the Company. In all cases, Directors' remuneration should not exceed 10% of the net profit after deducting depreciation and reserve.

i. Total Remunerations Paid to the Members of Board of Directors in 2023

- AED 5,319,920 has been paid for the Board of Director for the year 2022.
- AED 10 million has been proposed as remuneration for the Board of Directors for the year 2023, subject to approval by the shareholders at the General Assembly.

ii. Details of the allowances for attending sessions of the Committees emanating from the Board, which were received by the Board Members for the year 2023

No allowances were received for attending the sessions of the Board of Directors and the Committees emanating from the Board for the year 2023.

iii. Details of additional allowances, salaries or fees received by a Board Member, during the year 2023, other than the allowances for attending the Committees.

No allowances, salaries, or additional fees were disbursed during the year 2023.

G. Board Meetings and Attendance of Board Members

Statement of the number of meetings held by the Board of Directors during the fiscal year. The Board of Directors had convened four meetings during 2023 as follows:

NO.	Meeting Date	Attendance	Proxy	Absent	Names of Absent Members
1.	9 February 2023	All the board members	-	-	-
2.	1 May 2023	Majority of the board members	-	1	Richard Mathew Gerson
3.	24 July 2023	Majority of the board members	-	1	H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori
4.	20 October 2023	All the board members	-	-	-

Details of Board Meeting attendance in 2023:

Board of Directors	No. of Absence / No. of Meetings	First Meeting 09/02/2023	Second Meeting 01/05/2023	Third Meeting 24/07/2023	Fourth Meeting 20/10/2023
Andre George Sayegh	-	✓	✓	✓	✓
H.E. Hamad Khalfan Ali Matar Alshamsi	-	✓	✓	✓	✓
H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	1	✓	✓	-	✓
Richard Mathew Gerson	1	✓	-	✓	✓
Samia Toufic Bouazza	-	✓	✓	✓	✓

H. Resolutions passed at the Board Meeting During 2023

Sr No	Board Meeting Date	Resolutions Passed
1.	9 February 2023	• Approval of the audited financial statements for the year ended 31st December 2022. • Approval to hold Shareholders' General Assembly Meeting.
2.	1 May 2023	Approval of the Financial Statements for Q1 2023.
3.	24 July 2023	Approval of the Financial Statements for Q2 2023.
4.	20 October 2023	Approval of the Financial Statements for Q3 2023.

I. Other Board Resolutions

Sr No	Resolution Date	Resolutions Passed
1.	13 April 2023	Approval of the board to submit an offer to invest in 24/7 Media Holding Limited.
2.	11 May 2023	Approval of the board to submit an offer to invest in Breakwater Energy.
3.	2 August 2023	Approval of the board to appoint Jawad Hassan and Omar Fayed to the board of 24/7 Media Holding Limited.

Board of Directors' Committees

A. Audit Committee

It is the responsibility of the Committee to provide the board with independent, objective advice on the adequacy of the management's arrangements with respect to the following key aspects of the organisation:

Audit Committee Chairman's Acknowledgment

The Chairman of the Audit Committee acknowledges responsibility for discharging the Audit Committee's mandate across the Group, including review of its work mechanism and ensuring its effectiveness in line with the approved charter of the Audit Committee.

Members of Audit Committee as of 31 December 2023

Sr No	Name	Title	Category
1	Richard Mathew Gerson	Chairman	Non-executive/Independent
2	H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	Member	Non-executive/Independent
3	H.E. Hamad Khalfan Ali Matar Alshamsi	Member	Non-executive/Independent

AUDIT COMMITTEE FUNCTIONS

Financial Reporting

- Review with the management and external auditors all significant matters including audit opinions on the quarterly, half-yearly (as applicable) and year-end financial statements and recommend their adoption by the Board.
- Monitor compliance with financial reporting standards and regulatory requirements.
- Review significant accounting and reporting issues.
- Review the Group's financial and accounting policies and procedures.
- Review any management letter from external auditors and ensure corrective actions by executive management.
- Ensure that the Group annually updates its policies, procedures and control systems.
- Review the Group's financial and accounting policies and procedures.

Corporate Governance

- Oversee and monitor the implementation of the corporate governance framework within Multiply Group and ensure compliance with regulatory requirements.
- Monitor the implementation of the corporate governance framework in line with regulatory requirements.
- Regularly review management's compliance to the adopted corporate governance framework.
- Review and recommend to the Board, the Annual Governance Report submitted to the regulatory authorities.

Internal Control and Risk Management

- Ensure that an annual review of internal control systems is performed to determine the overall adequacy and effectiveness of the Multiply Group Internal Control System.
- Consider the effectiveness of Multiply's risk management processes and internal control systems, including information systems, technology security and control.
- Review the assessment and responses to the risk of fraud, particularly management fraud, as this typically involves overrides of internal controls.

External Audit

- Oversee and make recommendations on the appointment of external auditors to the Board, their fees, and any questions relating to their resignation or removal.
- Approve external auditors' terms of engagement, including any engagement letter issued at the start of each audit and the scope of the audit.
- Assess their independence and objectivity annually, considering relevant professional and regulatory requirements and the relationship with the auditor, including the provision of any non-audit services.
- Meet regularly with the statutory auditor to discuss the auditor's remit and any issues arising from the audits.
- Evaluate the external auditor's qualifications, performance and independence on an annual basis.
- Ensure that Senior Management is taking necessary corrective actions to address the findings and recommendations of statutory auditors in a timely manner.

Group Internal Audit

- Review and approve audit plans, budget, staffing, and the organisational structure of the Internal Audit Function and related Internal Control activities.
- Review the appointment, resignation or dismissal of Internal Audit Staff and the internal audit provider, in case of an outsourced service provider.
- Review all reports submitted to the Committee by the Internal Audit Function and monitor management response and reaction to the findings and recommendations. Ensure that control weaknesses, non-compliance with policies, laws and regulations and other problems identified by internal auditors are adequately and timely addressed by Executive Management.
- Review performance of the Internal Audit Function/Outsourced Internal Audit service provider (as applicable) and evaluate its performance on an annual basis.
- Report to the Board all matters presented to the Audit Committee by the Internal Audit Function/Outsourced Internal Audit service provider.

Compliance Monitoring

- Monitor the status of Multiply's compliance with applicable laws, regulations and agreements, and Management's efforts to monitor compliance with Multiply's Code of Business Conduct & Ethics.
- Review the related parties' transactions with the Company, ensure that there is no conflict of interest, and recommend them to the Board of Directors before their conclusion.

Audit Committee Meetings in 2023

Audit Committee Members	No. of Absences/ No. of Meetings	First Meeting 09/02/2023	Second Meeting 01/05/2023	Third Meeting 24/07/2023	Fourth Meeting 20/10/2023
Richard Mathew Gerson	1	✓	-	✓	✓
H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	1	✓	✓	-	✓
H.E. Hamad Khalfan Ali Matar Alshamsi	-	✓	✓	✓	✓

B. Nomination and Remuneration Committee

Nomination & Remuneration Committee Chairman's Acknowledgment

The Chairman of the Nomination & Remuneration Committee acknowledges responsibility for discharging the committee's mandate across the Group, reviewing its work mechanism and ensuring its effectiveness in line with the approved charter of the Nomination & Remuneration Committee.

Members of the Nomination & Remuneration Committee as of 31st December 2023

Sr No	Name	Title	Category
1.	H.E. Hamad Khalfan Ali Matar Alshamsi	Chairman	Non-executive/Independent
2.	H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	Member	Non-executive/Independent
3.	Richard Mathew Gerson	Member	Non-executive/Independent

Committee Functions

- Propose policies and criteria for membership on the Board and Senior Management. The policy shall consider gender diversity, encouraging the active participation of women.
- Annually review the required needs of skills for Board membership and prepare descriptions of qualifications and abilities required for Board membership.
- Identify individuals qualified to become Board members, consistent with criteria approved by the Board, and to recommend to the Board the director nominees for the next annual meeting of shareholders.
- Regularly review the structure, size, and composition (including the skills, knowledge, and experience) required of the Board compared to its current position and make recommendations to the Board regarding any changes.
- Continuously ensure that independent Directors remain independent throughout the term of their office.
- Conduct an annual evaluation of Board performance and the performance of Board members and Committees to determine ways to strengthen its effectiveness.
- Identify the competencies required for Senior Management and the basis of selecting them.
- Formulate and review remuneration and benefits of the Executive Management annually.
- Share recommendations to the Board for approval of proposals on remuneration adjustments, performance bonuses, long-term incentives, etc.
- Drive performance-linked remuneration practices within the Group through an annual performance review of the Group's senior executives and succession planning.
- Formulate and carry out an annual review of policies on granting remunerations, benefits, incentives and salaries to Board members and employees of the Group.
- Review executive compensation trends and policies at peer groups of companies and make relevant modifications to its own policies and practices to consider market practice. Oversee any major changes in employee benefit structures throughout the Group.
- Review and approve the Group's human resources and training policies and monitor the implementation of the same.

Committee Meetings in 2023

Member of the Committee	No. of absence / No. of Meetings	Meeting Date 27/11/2023
H.E. Hamad Khalfan Ali Matar Alshamsi	-	✓
H.E. Mansoor Ibrahim Ahmed Saeed Al Mansoori	-	✓
Richard Mathew Gerson	-	✓

Executive Management

Organisation Structure

- Group CEO & MD
  - Legal & Compliance Director
  - Vertical Heads
  - Chief Economist
  - Transformation & Growth Director
  - Group Finance Director
  - Strategy & Growth Director
  - Chief Investment Officer
  - Executive Director of Business Development
  - Business Director

Total salaries, allowances & bonuses paid to the Executive Management during the year 2023:

Position	Appointment Date	Total salaries and allowances paid in 2023 (AED)	Total bonuses paid in 2023 (AED)
Executive Management Team *	NA	8,151,000	-

*The Executive Management comprises of the Group CEO & Managing Director, as well as heads of functions reporting to the Group CEO & Managing Director.

Related Parties' Transactions

Summary of transactions with related parties amounting to 5% or more of the Company's capital for 2023.

The Company has entered into transactions with companies and entities that fall within the definition of a related party under the Corporate Governance Code or the International Accounting Standards 24: Related Party Disclosures. The nature of such transactions relate to the Company's normal course of business and details of such transactions are disclosed in note 19 of the Company's 2023 audited financial statements.

International Energy Holding LLC, a subsidiary, signed an agreement with Kalyon Enerjij Yatirimlari A.S, a joint venture of the Group, to grant loans amounting to USD 128 million and EUR 36 million in order to fund 50% of the joint venture's working capital requirements. The loans carry interest ranging from 8.25% to 10.5% per annum on outstanding principal amounts, which is payable on quarterly basis starting from 31 December 2023. The loan transaction was approved by the shareholders of International Energy Holding LLC.

Other than the above, the Company did not conduct transactions with any related parties amounting to 5% or more of Company's capital for the year 2023.

Risk Management and Internal Control System

The Board of Directors acknowledges its responsibility towards the Company's risk management and internal control system, its review and its effectiveness.

A. Risk Management

Risk Management is the responsibility of the Board and is integral to the achievement of the Company's strategic objectives. The Board is responsible for establishing the system of risk management, setting the risk appetite of the Group and for maintaining a sound internal control system. The Group Audit Committee oversees the risk management process and assesses the effectiveness of risk management within the Group and the Business Units (wherever applicable).

The Group's business is split into four verticals based on sectors/industries and operating business models. The Risk Management responsibility and accountability, therefore, is vested largely in the vertical management/business unit management structures. Any risk taken is considered within the scope of the Group's risk appetite and tolerance levels, which are reviewed annually by the Multiply Group Board (wherever applicable).

The risk assessment process identifies areas of opportunity as well, whereby effective risk management can be turned into a competitive advantage, or where taking certain risks could result in rewards for the Group.

Multiply undertook an enterprise risk management (ERM) assessment to understand the gaps in the system. The exponential growth that has been achieved in a short period of time, and highly acquisitive nature of Multiply has necessitated both cultural and operational development and harmonization across the business.

Multiply has initiated this journey, and it is evident that time and resources have been invested to establish minimum standards for risk management, governance, policies and internal controls frameworks for current operations and future expansion. Key procedural improvements (investment process, legal and regulatory processes and related training) have been prioritized in line with some key risks and Multiply's profile as a listed investment holding company.

For example, the following steps have been taken by Multiply to improve enterprise risk management:

- Management commitment to building a risk culture across the organisation and the development of the ERM framework and organizational structures, as well as clearly defined strategy for Multiply;
- Initial inherent risk identification and risk registers prepared by management in 2022, covering Investor Relations ("IR"), Communications, Finance, Media Vertical, HR, Investments, Macro, Tech and Strategy;
- ERM workshops and preparation of centralized risk register with a comprehensive list of risks and controls, as informed by the ERM report; and
- Implementation of a risk management tool for ongoing risk management.

We intend to continue implementing our policies effectively and ensuring that our employees are aware of their risk management obligations. We will also keep enhancing our compliance baseline frameworks, and align them with Multiply's wider strategic aims, while maintaining a balance across commercial, operational and compliance priorities.

B. Internal Controls

The Board is responsible for establishing and maintaining an effective system of internal controls and has established a control framework within which the Group operates. The objective of this framework is to ensure that internal controls are established, policies and procedures are properly documented, maintained, and adhered to, and are incorporated by the Group within its normal management and governance processes. This system of internal control is embedded in all key operations and is designed to provide reasonable assurance that the Group's business objectives will be achieved.

The Audit Committee reviews the effectiveness of the system of internal controls in accordance with its remit.

i. The Board of Directors' Acknowledgement of its Responsibility for the Internal Control System and its review and effectiveness

The Board of Directors acknowledges its responsibility for the Company's internal control system and its review and effectiveness.

ii. Internal Control Department In-charge's Profile

To adapt with the changing needs of the organisation and enhance assurance over internal controls and risk management, the Company's internal audit function has been outsourced to Protiviti business consulting firm (see below) in 2023. Emirates Driving Company, a listed subsidiary of Multiply Group, has a separate internal audit department reporting to its Audit Committee.

The Internal Audit function governs itself by adherence to the Institute of Internal Auditors' mandatory guidance, including the definition of internal auditing, the code of ethics and the international standards for the professional practice of internal auditing (standards).

iii. Protiviti Profile

Protiviti is a global consulting firm that delivers deep expertise, objective insights, a tailored approach and unparalleled collaboration to help leaders confidently face the future. Protiviti and its independent and locally owned member firms provide clients with consulting and managed solutions in finance, technology, operations, data, analytics, governance, risk and internal audit through their network of more than 85 offices in over 25 countries.

Named in the 2023 Fortune 100 Best Companies to Work For® list, Protiviti has served more than 80% of Fortune 100 and nearly 80% of Fortune 500 companies. The firm also works with smaller, growing companies, including those looking to go public; and with government agencies. Protiviti is a wholly-owned subsidiary of Robert Half (NYSE: RHI). Founded in 1948, Robert Half is a member of the S&P 500 index.

Protiviti has a strong presence in the Middle East Region with offices in Abu Dhabi, Bahrain, Dubai, Egypt, Kuwait, Oman, Qatar and Saudi Arabia. Protiviti employs over 700 people in the region, giving access to a large pool of skilled and qualified professionals. It is also the largest employer of risk advisory and internal audit professionals. With specialists and multilingual teams having global as well as regional experience, Protiviti is amongst the fastest growing business advisory firms in the region.

The outsourced Internal Audit Function governs itself by adherence to the Institute of Internal Auditors' mandatory guidance, including the definition of internal auditing, the code of ethics and the international standards for the professional practice of internal auditing (standards).

iv. Internal Audit activities

The audit plan is derived from an independent risk assessment conducted by the audit function to identify and evaluate risks associated with the execution of the company strategy, operations, and processes. The plan is designed to address the most significant risks identified within the Group and its business areas. The audits are executed using a methodology for evaluating the design and effectiveness of internal controls to ensure that risks are adequately addressed, and processes are operated efficiently.

Opportunities for improving efficiency in governance, internal control and risk management processes identified in the internal audits are reported to the responsible business unit management for action. A summary of audit results is provided to the Audit Committee, as is the status of the management's implementation of agreed actions to address findings identified in the audits.

In 2023, 15 internal audit reports were issued across the Group. During the year, no significant operational internal control failures were identified. However, process-level improvements were identified and accepted by the management for implementation towards the continuous improvement of internal controls of the Group.

External Auditor

A. Brief about the Company's External Auditor

Ernst & Young (EY) was appointed as the Company's external auditor for the fiscal year 2023. Ernst & Young has a presence and operations in more than 150 countries which are organised into three areas – the Americas, Asia-Pacific and EMEIA – and further divided into regions.

It has been operating in the MENA region for more than 90 years and in the UAE since 1966. All their personnel work in one of their service lines; Assurance, Advisory, Tax, Transaction Advisory Services (TAS), or in Core Business Services (CBS) which provides internal operational support such as HR and EY Technology.

Mr. Raed Ahmad is the Engagement Partner for Multiply Group.

The scope of the audit for the financial year 2023 is:

1. To provide an audit opinion on the annual consolidated financial statements in accordance with International Financial Reporting Standards.
2. To provide an audit opinion on the financial statements of all subsidiaries of the company in accordance with International Financial Reporting Standards; and
3. To provide a review of quarterly interim condensed consolidated financial statements in accordance with International Accounting Standard (IAS) 34, "Interim Financial Reporting".

B. External audit fees, services & costs

Below are the details and breakdowns of the external audit costs paid during 2023:

- The External Audit Services fees of EY for 2023 amounted to AED 590,000. These fees are against the annual audit and interim review of financial statements of Multiply and its subsidiaries.

- The fees for services, which were delivered to the Company in 2023 by other Audit firms, other than the Company's auditors, amounted to AED 11,195,052. These fees were against advisory services particularly such as strategic advisory services, Consulting services, Purchase Price Allocation, Due Diligence Services for various acquisitions by Multiply, Corporate tax related services. The firms, which delivered these services were as follows:

  - Acquara Management Consultant
  - Clyde & Co LLP- Abu Dhabi
  - Deloitte & Touche
  - Finergreen Mena DMCC
  - Hadef & Partners L.L.C
  - Iridium Advisors DMCC
  - J. Sagar Associates
  - KPMG
  - Kroll Advisory Ltd
  - Morgan, Lewis & Bockius LLP
  - Mott Macdonald Private Limited
  - Orson
  - Price Waterhouse Coopers
  - Rindala Beydoun Legal Consultancy
  - W T S Dhruva Consultants

C. External Auditor's Opinion on the Financial Statements

The Company's external auditor did not have any reservations about any item in the interim and annual financial statements during 2023.

Violations Committed by the Group During the Year 2023

During 2023, the Group was not subject to any material fines or penalties imposed by SCA or any statutory authority on any matter related to capital markets. Additionally, there have been no cases of material non-compliance with any applicable rules and regulations.

Corporate Social Responsibility

In 2023, Multiply Group's CSR strategy focused on key social and environmental challenges, prioritizing carbon footprint reduction, sustainability through energy efficiency, and active community engagement. In the UAE's Year of Sustainability, the Group's CSR initiatives delivered clear results in these areas. Collectively, Multiply's employees volunteered for 650 hours, engaging in company-led CSR activities and initiatives.

Partnering with 4ocean, the Group offset 100,000+ pounds of plastic waste, contributing to global ocean clean-up efforts. The Group also planted 5,000 mangrove trees in Abu Dhabi, engaging employees in hands-on efforts for coastal ecosystem restoration. Multiply's sponsorship of the Logos Hope ship, the world's largest floating book fair, played an important role in promoting global education and literacy. In addition, each subsidiary actively participated in a beach clean-up initiative. Multiply was also present at COP28, both as part of IHC's stand and as Climate Supporters for the Group's efforts to provide the COP 28 leadership with access to Abu Dhabi-based media assets.

Sustainability Report

As a holding company, Multiply recognizes its various roles driving progress and positive change in the ESG landscape. We understand the importance of leveraging ESG to maximize for growth, innovation, and positive change, as embracing ESG principles is not just about avoiding risks but also about contributing to the creation of long-term value for society.

The Group plays a key role as responsible investors, integrating ESG principles into our investment strategy and decision-making processes. As responsible owners, Multiply also ensures that this impact extends through the operations of it's portfolio companies, as it encourages and guide them to incorporate ESG considerations into the way they work.

Multiply Group's established sustainability framework is comprised of four key pillars:
- Robust Foundations
- Growing Our Human Capital
- Investing in a Sustainable Future
- Managing Our Influence

The framework addresses both internal responsibilities and external ESG opportunities. Aligned with the Group strengths, mission-driven values, and organisational scope, it serves as a strategic roadmap for responsible corporate behaviour. Emphasising internal practices, workforce development, responsible resource allocation, and ethical business practices, the framework underscores our commitment to sustainability and long-term success.

Multiply has also hired an external firm to prepare the sustainability report for 2023 and the report can be accessed as part of Multiply's Integrated report.

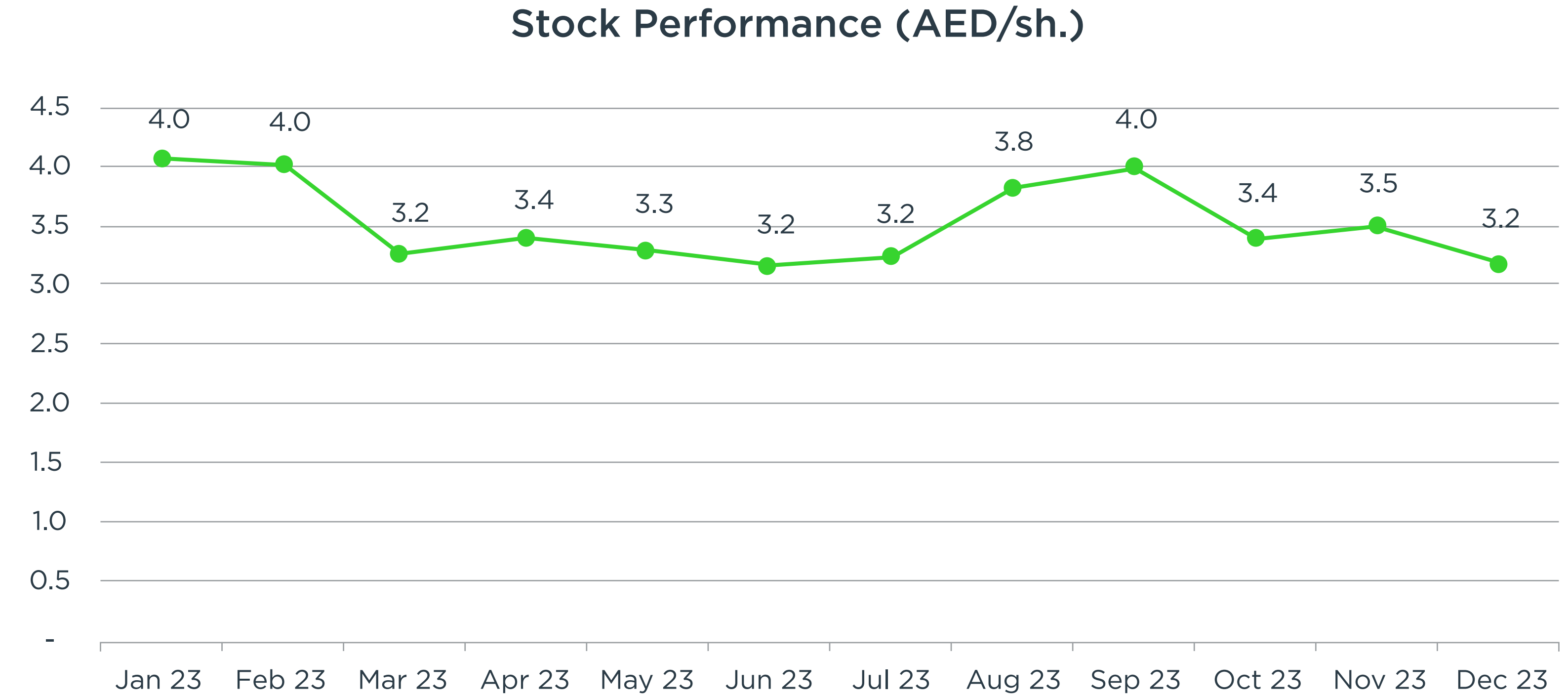
Shareholding and Share Price Information

A. Share Price

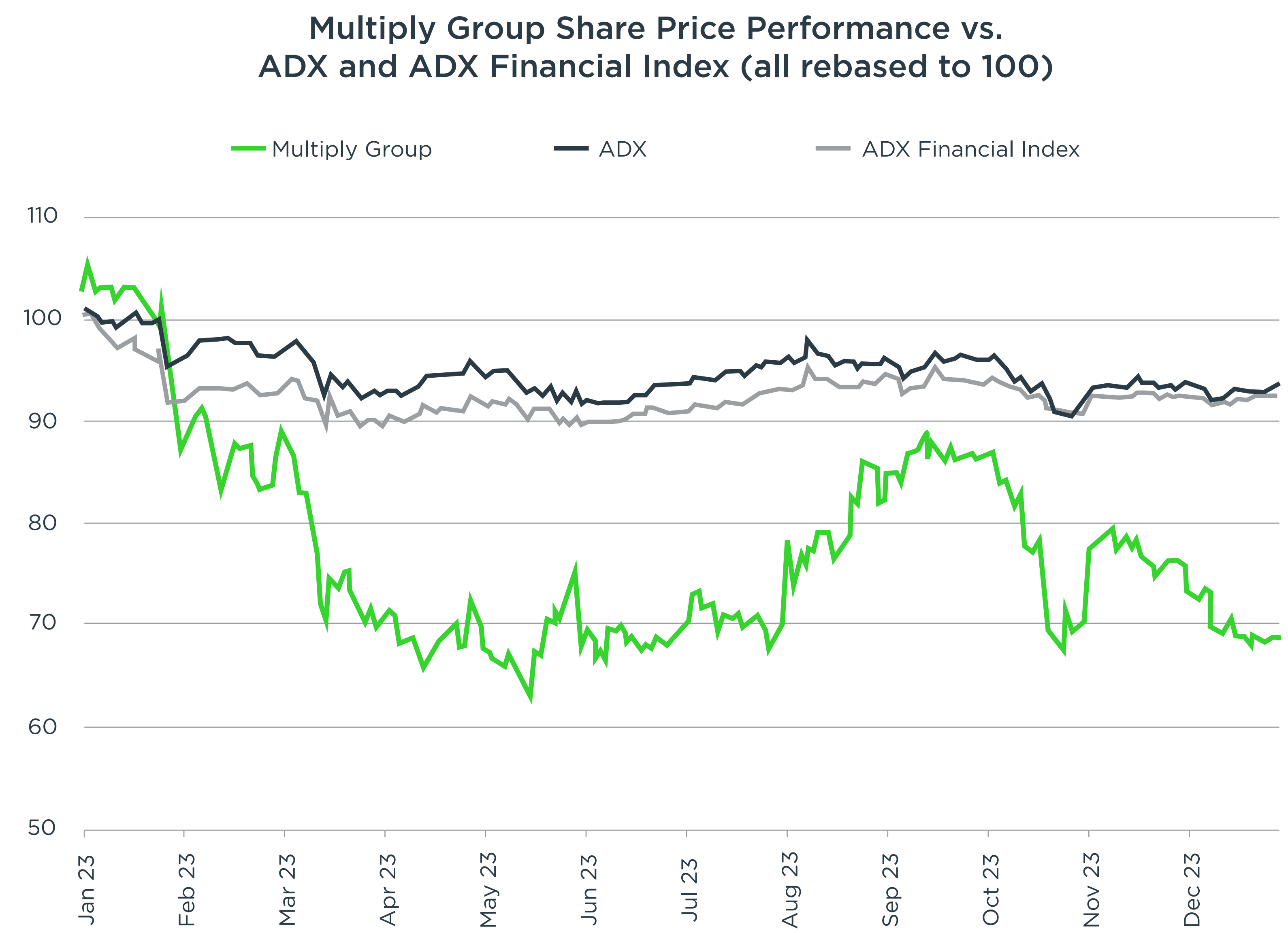
The following table presents the company's highest and lowest share price at the end of each month during 2023 and share performance against market index and sector index as of 31 December 2023.

Share Price (AED)						Share Performance		
Month	**High**	**Low**	**Closing Price**	**Market Index**	**ADX Financial Index**	**Absolute**	**VS Market**	**Vs Sector**
January	4.9	4.0	4.0	9,811.6	16,240.5	-12.9%	-9.0%	-4.8%
February	4.2	3.9	4.0	9,844.8	16,387.2	-1.0%	-1.3%	-1.9%
March	4.1	3.2	3.2	9,430.3	15,876.3	-19.0%	-14.8%	-15.9%
April	3.4	3.1	3.4	9,789.2	16,344.8	3.7%	-0.1%	0.8%
May	3.5	2.9	3.3	9,406.6	15,807.9	-1.5%	2.4%	1.8%
June	3.2	3.1	3.2	9,550.4	16,047.0	-4.5%	-6.1%	-6.0%
July	3.4	3.1	3.2	9,787.1	16,486.2	2.2%	-0.3%	-0.5%
August	4.0	3.3	3.8	9,810.2	16,713.8	18.0%	17.7%	16.6%
September	4.1	3.9	4.0	9,785.3	16,547.8	5.0%	5.2%	6.0%
October	4.0	3.1	3.4	9,343.9	16,135.2	-15.0%	-10.5%	-12.5%
November	3.7	3.5	3.5	9,559.6	16,347.4	3.2%	0.9%	1.9%
December	3.4	3.2	3.2	9,577.9	16,415.4	-9.4%	-9.6%	-9.8%
Overall Performance During 2023	**4.9**	**2.9**	**3.2**	**9,577.9**	**16,415.4**	**-31.5%**	**-25.3%**	**-24.4%**

B. Company shares price performance during the year 2023.



C. Performance of the Company's shares compared with the ADX index and ADX Investment and Financial Sector index during 2023



Share Price Performance (all rebased to 100)	31-01-2023	28-02-2023	31-03-2023	28-04-2023	31-05-2023	26-06-2023	31-07-2023	31-08-2023	28-09-2023	31-10-2023	30-11-2023	29-12-2023
Multiply Group	87.1	86.2	69.8	72.4	71.3	68.1	69.6	82.1	86.2	73.3	75.6	68.5
ADX	96.1	96.4	92.4	95.9	92.1	93.5	95.8	96.1	95.8	91.5	93.6	93.8
ADX Financial Index	91.9	92.7	89.9	92.5	89.5	90.8	93.3	94.6	93.7	91.3	92.5	92.9

D. Distribution of Shareholders' Ownership

Description	Governments	Individuals	Companies	Total
UAE	3,553,580	573,200,216	6,951,804,984	7,528,558,780
GCC	266,006	35,481,072	9,890,614	45,637,692
Arabs	-	108,041,614	3,804,071	111,845,685
Foreigners	-	110,033,780	3,403,924,063	3,513,957,843
Total	**3,819,586**	**826,756,682**	**10,369,423,732**	**11,200,000,000**

E. Statement of Shareholder Ownership 5% or More

Name of Shareholders	Shareholders Share %
IHC Digital Holding LLC	52.81 %
Al-Bazi Holdings Restructured Limited	8.06 %
West Investments SPV Restricted Limited	5.00 %
Total	**65.87 %**

Investor Relations Affairs

The Board is committed to communicating its strategy and activities to its shareholders and maintains an active dialogue with investors through various Investor Relations activities. Multiply regularly announces its results to SCA, ADX and shareholders by way of interim management statements, quarterly results, annual report and financial statements. Significant matters relating to Multiply and Group entities are disclosed to SCA, ADX and general public by way of market disclosures and announcements in accordance with the related provisions of applicable laws and regulations, in addition to press releases and publications on the Group's website.

Contact with investors is largely managed by the Investor Relations team. A special investor relations page has been created on the company's website to be constantly updated with annual reports, quarterly results, corporate governance reports, share tools, presentations and Investor Relations contact information.
Sahar Srour, CFA is a Senior Investor Relations Manager for the Group and holds the following qualifications:

- Chartered Financial Analyst
- Bachelor of Business Administration

Information and data disclosed to regulators, markets or the public are posted on the company's website at the following link:

https://multiply.ae/investor-relations

Shareholders and investors can utilize the following channels to reach Multiply's investors relations team:
Email: ir@multiply.ae
Phone: +971 2 616 8200

Special Resolutions presented to General Assembly meetings in 2023

A. Multiply General Assembly Resolutions

Sr No	Meeting Date	Items / Special Resolutions	Measures Taken
1	22nd March 2023	Amendments to the Articles of Association.	Approved

B. Subsidiary Companies' General Assembly/Partners' Meeting Special Resolutions

No Special resolution was passed by subsidiary companies at the General Assembly meeting in 2023.

Emiratisation Percentage in the Company as of 2023 (excluding unskilled labour)

2023

Number of Employees	Emirati Citizens	Non-Emirati Citizens	Total
Total	68	3838	3906
Ratio	1.74%	98.26%	100%

2022

Number of Employees	Emirati Citizens	Non-Emirati Citizens	Total
Total	62	3340	3402
Ratio	1.82%	98.18%	100%

Significant Events in 2023

July 2023
Acquisition of a minority interest in Breakwater Energy for AED 367 million ($100 million).

August 2023
Acquisition of 49.38% equity interest in LVL Technology Holding by Multiply Wellness Holding LLC, subsidiary of Multiply.

September 2023
Acquisition of 55% majority stake in Media 247, a leading outdoor advertising firm in the UAE, for AED 225 million.

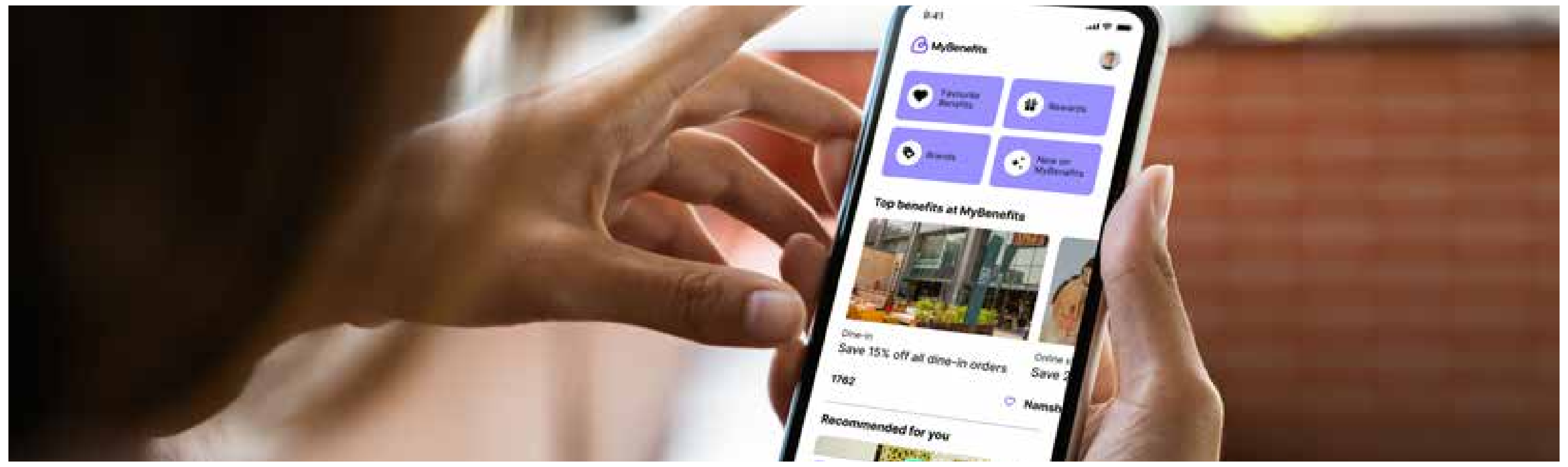
November 2023
Acquisition of 100% stake in The Juice Spa and Salon by Omorfia Group, subsidiary of Multiply.

Initiatives and Innovations during 2023

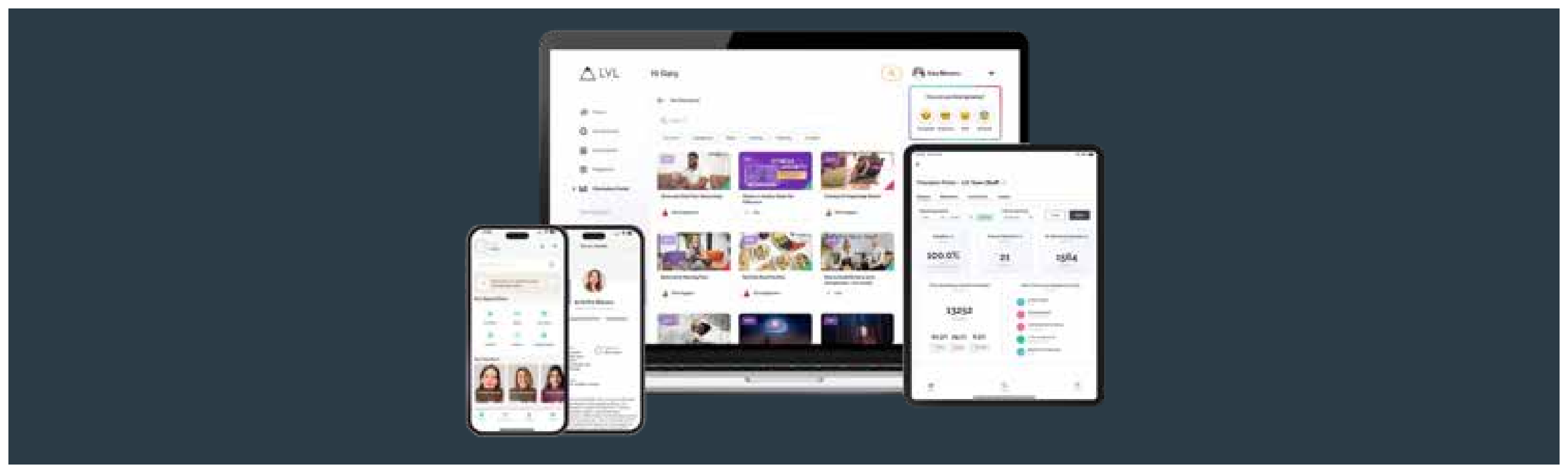
In the UAE's Year of Sustainability, our CSR initiatives delivered clear results in these areas. Collectively, our employees volunteered for 650 hours, engaging in company-led CSR activities and initiatives.

Partnering with 4ocean, we offset 100,000+ pounds of plastic waste, contributing to global ocean clean-up efforts. We also planted 5,000 mangrove trees in Abu Dhabi.

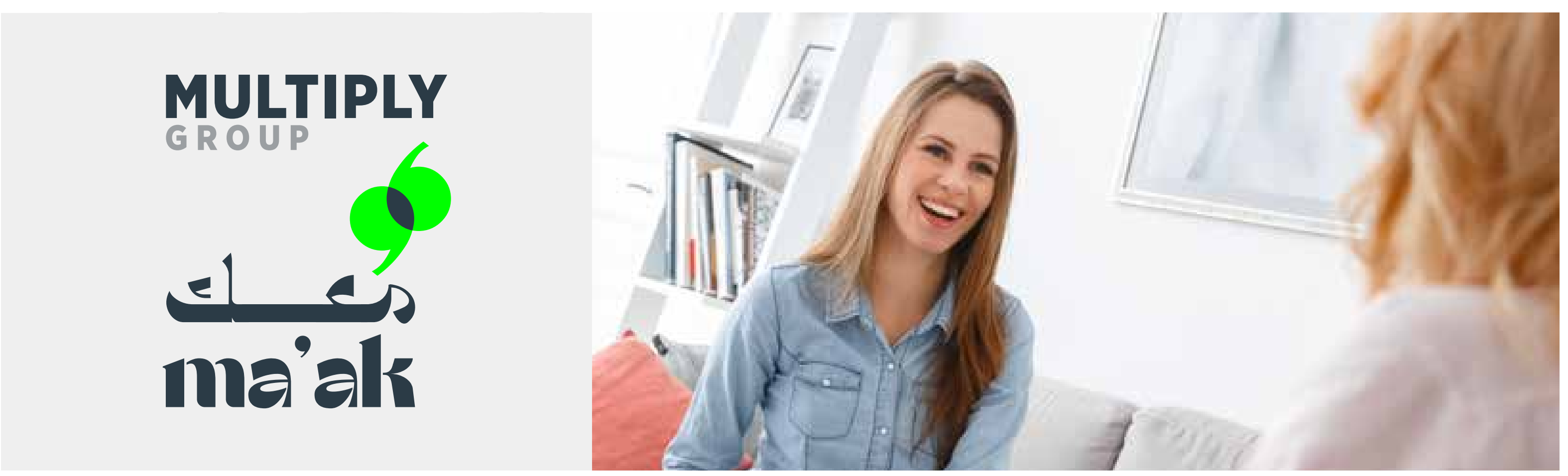
Multiply Group were Climate Supporters of COP28.



Employee wellbeing is also a key priority, with Multiply Group spearheading two key initiatives to provide benefits to all group-level and subsidiary employees. Firstly, the partnership with MyBenefits offers diverse perks to all 3,000+ employees, ranging from F&B to grooming and nursery education.



Secondly, a commitment to mental and emotional health is demonstrated through a collaboration with LVL Wellbeing, which provides access to on-demand wellness content.



In addition, Multiply Group launched the Ma'ak initiative for group-level employees, providing them with monthly confidential, 1:1 virtual session with 1 out of 2 available licensed psychologists. This research-backed approach combines principles from positive psychology, counselling and coaching to enhance their overall wellbeing. Ma'ak is the Arabic word for 'with you'.

DIGITAL INNOVATIONS:

The portfolio companies, EDC and Omorfia, are undergoing a digital transformation process including the addition of AI capabilities that will enhance financial performance.

Multiply's Media vertical is experiencing significant upgrades, with Media247 and Viola digitizing several out-of-home assets, and Firefly expanding its digital taxi tops business to Abu Dhabi, providing new and innovative advertising opportunities for our clients.

Multiply Group is implementing AI tools across its entire organisation to continuously improve operational performance and productivity.

The Report was approved by the Board of Directors on 29/2/2024

DocuSigned by:
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Mr. Andre George Sayegh
Chairman, Board of Directors

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Mr. Richard Mathew Gerson
Chairman, Audit Committee

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H.E. Hamad Khalfan Ali Matar Alshamsi
Chairman, Nomination & Remuneration Committee

DocuSigned by:
Ruchi Sharma
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Ms. Ruchi Sharma
Legal & Compliance Director

3 Audited Financial Statements

Directors' Report

For the year ended 31 December 2023

Dear Shareholders,

On behalf of the Board of Directors ("the Board"), I am pleased to present our consolidated financial statements of Multiply Group PJSC (the "Company") and its subsidiaries (together referred to as the "Group") as at 31 December 2023.

Financial aspect (Consolidated):

Multiply Group reported full year 2023 revenue of AED 1.29 billion (2022: AED 1.13 billion). This translates into an increase of 15% year-on-year reflecting the strength of our vertical building dual strategy of organic growth and acquisitions. 2023 Gross profit of AED 663 million (2022: AED 569 million) imply improved blended margin on enhanced profitability across core verticals.

Reported Group net profit stood at AED 552 million (2022: AED 18.6 billion). Net profit excluding fair value changes in investment portfolio more than doubled year-on-year to AED 1.1 billion (2022: AED 468 million) driven by strong vertical performance and increased share of profit from Kalyon joint venture.

Investment and other income of AED 407 million (2022: AED 18,396 million) included AED 562 million unrealized fair value losses on this year's market volatility backdrop (2022: AED 18.1 billion fair value gains).

The Group's total expenses (Direct expenses and general and administrative expenses) for the year were AED 933 million (2022: AED 794 million).

Earnings per share for year ended 31 December 2023 was AED 0.03 (2022: AED 1.65) largely impacted by unrealized fair value changes in investment portfolio.

The Group's consolidated statement of financial position remains robust with total assets of AED 42.2 billion (2022: AED 41.2 billion). Cash balance stands at AED 1.56 billion (2022: AED 1.03 billion) after realizing net operating cash flow of AED 997 million during the year (2022: AED 857 million).

Going concern basis

The Board of Directors has reasonable expectation that the Group has adequate resources and support to continue its operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the annual audited consolidated financial statements for the full year ended 31 December 2023.

Transactions with related parties

The consolidated financial statements disclose related party transactions and balances in note 19. All transactions are carried out as part of our normal course of business and in compliance with applicable laws and regulations.

Disclaimer

To the best of our knowledge, the financial information fairly presents in all material respects, the financial condition, results of its operations and cash flows of the Group for the years presented in this report.

Auditors

Ernst & Young were appointed as external auditors for the Group for the year ended 31 December 2023. Ernst & Young expressed their willingness to continue their role for the next year 2024.

On behalf of the Board of Directors

Samia Bouazza
Chief Executive Officer
06 February 2024

Independent Auditor's Report to the Shareholders of Multiply Group PJSC

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Multiply Group PJSC (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material acounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2023 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

a. Revenue recognition

Revenue recognition is considered to be a key area of focus given there are multiple revenue streams associated with the Group which come from various decentralised operational locations. In addition, there are a number of different IT systems and applications in place for the recording of revenue transactions. The Group has a variety of customer contracts and revenue arrangements that require careful consideration and judgement to determine the appropriate revenue recognition. Further, revenue is also a key performance indicator for the Group's performance. During the year ended 31 December 2023, total revenue of the Group amounted to AED 1,293,883 thousand (2022: AED 1,125,509 thousand) (note 25).

As applicable, we reviewed the revenue recognition policies applied by the Group to assess their compliance with IFRS requirements. For each material operational location with significant revenue streams, we performed or involved component auditors to perform substantive audit procedures which included substantive analytical procedures at the Group, and subsidiary level and performed testing on samples of transactions around the year end, to assess whether revenues were recognised in the correct accounting period, and through out the year, to assess whether revenue was properly recognised.

We have assessed the adequacy of disclosure in line with the requirements of the IFRSs.

b. Impairment assessment of goodwill

The Group has recognized goodwill amounting to AED 434 million arising from acquisition of its subsidiaries operating in multiple segments (2022: AED 230 million) (note 9).

Management carries out impairment assessments of goodwill annually. Goodwill impairment testing is considered a key audit area given the significant estimates and assumptions involved in determining the value in use of the repsective cash generating units. Assumptions used relate to future cash flows, revenue growth rates, expected inflation rates and discount rates.

As part of our audit procedures for cash generating units with material goodwill, we tested, together with our valuation specialists, the methodologies and inputs used by the Group in the discounted cash flow models as well as the assumptions relating to the growth rates, inflation rates and discount rates, as applicable. We have analyzed the sensitivity of available headroom in the respective CGUs to changes in certain assumptions. We have also compared actual performance of cash generating units to the assumptions applied in discounted cash flow models to assess the historical accuracy of management's estimates.

We have assessed the adequacy of disclosure in line with the requirements of the IFRSs.

Independent Auditor's Report to the Shareholders of Multiply Group PJSC (continued)

Report on the Audit of the Consolidated Financial Statements (Continued)

c. Business combinations within the scope of IFRS 3

During the year, the Group acquired control over the entities disclosed in note 6.2 which were determined to be business combinations as defined by IFRS 3. External valuation specialists were engaged by the Group to perform the purchase price allocation exercise, and fair valuation and identification of acquired assets and liabilities. The acquisition of businesses is a key audit matter as these are significant transactions during the year which require significant judgement and estimation regarding the allocation of the purchase price to the assets and liabilities acquired and adjustments made to align accounting policies of the newly acquired assets / businesses with those of the Group.

We performed, or involved component auditors to perform, the following procedures:

- Reviewed the share purchase agreements and ownership structures before and after the acquisitions to assess if the acquisitions fulfilled the requirements of business combination under IFRS 3;
- Obtained the purchase price allocation reports for material acquisitions prepared by the external valuers engaged by the Group, as applicable;
- Invovled our, or the components auditor's, internal valuation specialists in reviewing the reports. The review included discussions with management and consideration of the reasonableness of the key assumptions and valuations in line with our expectations;
- Assessed the indpendance, qualification and expertise of extenral valuation specialists engaged by the Group; and
- Assessed the adequacy of disclosures in line with the requirements of the IFRSs.

Other information

Other information consists of the information included in the Directors' report other than the consolidated financial statements and our auditor's report thereon.We obtained the Directors' report prior to the date of our audit report and we expect to obtain the annual report after the date of our auditor's report. Management is responsible for the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and the Board of Directors for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs and in compliance with the applicable provisions of the Articles of Association of the Company and the UAE Federal Law No. (32) of 2021 and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

Independent Auditor's Report to the Shareholders of Multiply Group PJSC (continued)

EY Building a better working world

Report on the Audit of the Consolidated Financial Statements (Continued)

Auditor's responsibilities for the audit of the consolidated financial statements (continued)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats, or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Further, as required by the UAE Federal Law No. (32) of 2021, we report that for the year ended 31 December 2023:

i) we have obtained all the information and explanations we considered necessary for the purposes of our audit;

ii) the consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Law No. (32) of 2021, the Articles of Association of the Company;

iii) the Group has maintained proper books of account;

iv) the consolidated financial statements included in the Directors' report is consistent with the books of account and records of the Group;

v) investments in shares and stocks are included in notes 11, 12, and 13 to the consolidated financial statements and include purchases and investments made by the Group during the year ended 31 December 2023;

vi) note 19 reflects the disclosures relating to material related party transactions and the terms under which they were conducted;

vii) based on the information that has been made available to us nothing has come to our attention which causes us to believe that the Company has contravened, during the financial year ended 31 December 2023, any of the applicable provisions of the UAE Federal Law No. (32) of 2021 (as amended) or of its Articles of Association which would materially affect its activities or its consolidated financial position as at 31 December 2023; and

viii) during the year, the Group made no social contributions.

Signed by:
Riad Ahmad
Partner
Ernst & Young
Registration No 811

6 Februrary 2024

Consolidated Statement of Financial Position

At 31 December 2023

	Notes	2023 AED'000	2022 AED'000
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	7	**1,456,955**	1,405,865
Investment property	8	**121,410**	126,546
Intangible assets and goodwill	9	**800,314**	465,362
Right-of-use assets	10	**128,929**	104,423
Investment in a joint venture	11	**2,065,268**	1,838,425
Non-current receivables	14	**1,236,517**	1,647,558
Loan to related parties	19	**616,505**	-
Investments carried at fair value through profit or loss	13	**17,213,115**	22,491,803
Investments carried at fair value through other comprehensive income	12	**446,986**	45,045
		24,085,999	28,125,027
CURRENT ASSETS			
Inventories	15	**32,727**	24,304
Investments carried at fair value through profit or loss	13	**15,763,589**	11,440,768
Trade and other receivables	14	**664,862**	526,128
Due from related parties	19	**54,195**	56,514
Cash and bank balances	16	**1,557,277**	1,033,141
		18,072,650	13,080,855
TOTAL ASSETS		**42,158,649**	41,205,882
EQUITY AND LIABILITIES			
EQUITY			
Share capital	17	**2,800,000**	2,800,000
Share premium	17	**6,703,610**	6,703,610
Statutory reserve	18	**1,400,000**	1,400,000
Hedging reserve		**(1,372)**	-
Cumulative changes on revaluation of investments		**12,875**	(21,491)
Merger, acquisition and other reserves		**383,553**	378,679
Retained earnings		**17,610,165**	17,266,690
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		**28,908,831**	28,527,488
Non-controlling interests	20	**1,277,745**	853,219
TOTAL EQUITY		**30,186,576**	29,380,707
NON-CURRENT LIABILITIES			
Employees' end of service benefit	21	**53,220**	44,647
Borrowings	22	**8,208,999**	8,102,301
Deferred tax liabilities	23	**42,903**	-
Loan from related parties	19	**20,497**	29,707
Lease liabilities	10	**99,376**	70,300
Other payables	24	**1,149,959**	1,540,153
		9,574,954	9,787,108
CURRENT LIABILITIES			
Loan from related parties	19	**17,965**	43,911
Borrowings	22	**1,381,143**	361,037
Lease liabilities	10	**34,861**	36,562
Due to related parties	19	**160,502**	960,763
Trade and other payable	24	**802,648**	635,794
		2,397,119	2,038,067
TOTAL LIABILITIES		**11,972,073**	11,825,175
TOTAL EQUITY AND LIABILITIES		**42,158,649**	41,205,882

CHAIRMAN | CHIEF EXECUTIVE OFFICER | GROUP FINANCE DIRECTOR

The attached notes 1 to 34 form part of these consolidated financial statements

Consolidated Statement of Profit or Loss

For the year ended 31 December 2023

	Notes	2023 AED'000	2022 AED'000
Revenue	25	**1,293,883**	1,125,509
Cost of revenue	26	**(630,486)**	(556,351)
GROSS PROFIT		**663,397**	569,158
Investment and other income	28	**407,329**	18,395,968
Share of profit (loss) from investment in a joint venture	11	**228,558**	(14,533)
General and administrative expenses	27	**(302,772)**	(237,564)
Finance cost	22	**(415,637)**	(150,081)
PROFIT FOR THE YEAR BEFORE TAX		**580,875**	18,562,948
Income tax expense	23	**(28,887)**	-
PROFIT AFTER TAX		**551,988**	18,562,948
ATTRIBUTABLE TO:			
Owners of the Company		**337,800**	18,425,295
Non-controlling interests		**214,188**	137,653
		551,988	18,562,948
BASIC EARNINGS PER SHARE (AED)	29	**0.03**	1.65

The attached notes 1 to 34 form part of these consolidated financial statements.

Consolidated Statement of other Comprehensive Income

For the year ended 31 December 2023

	Notes	2023 AED'000	2022 AED'000
Profit for the year		**551,988**	18,562,948
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss: Share of other comprehensive loss of a joint venture	11	**(1,715)**	-
Items that will not be reclassified subsequently to the consolidated statement of profit or loss:			
Change in the fair value of financial assets carried at fair value through other comprehensive income	12	**40,266**	(23,858)
Total other comprehensive income (loss)		**38,551**	(23,858)
Total comprehensive income for the year		**590,539**	18,539,090
Owners of the Company		**376,469**	18,402,420
Non-controlling interests		**214,070**	136,670
		590,539	18,539,090

The attached notes 1 to 34 form part of these consolidated financial statements.

Consolidated Statement of Changes in Equity

For the year ended 31 December 2023

	Attributable to equity holders of the Company									
	Share Capital AED'000	Share Premium AED'000	Statutory Reserve AED'000	Cumulative changes in fair value of investments AED'000	Hedging reserve AED'000	Merger acquisition and other reserve AED'000	Retained earnings AED'000	Total AED'000	Non controlling-interests AED'000	Total Equity AED'000
Balance at 1 January 2022	2,800,000	6,703,610	18,642	1,384	-	375,353	251,512	10,150,501	575,529	10,726,030
Profit for the year	-	-	-	-	-	-	18,425,295	18,425,295	137,653	18,562,948
Other comprehensive income for the year	-	-	-	(22,875)	-	-	-	(22,875)	(983)	(23,858)
Total comprehensive income for the year	-	-	-	(22,875)	-	-	18,425,295	18,402,420	136,670	18,539,090
Transfer to statutory reserve	-	-	1,381,358	-	-	-	(1,381,358)	-	-	-
Capital contributed by non-controlling interest	-	-	-	-	-	-	-	-	189,196	189,196
Business combination of entities under common control (note 6.1)	-	-	-	-	-	240	-	240	60	300
Other equity movement	-	-	-	-	-	2,961	(28,759)	(25,798)	(3,763)	(29,561)
Disposal of partial interest in a subsidiary (note 6.3)	-	-	-	-	-	125	-	125	(125)	-
Dividends to non-controlling interest (note 31)	-	-	-	-	-	-	-	-	(44,348)	(44,348)
Balance at 31 December 2022	2,800,000	6,703,610	1,400,000	(21,491)	-	378,679	17,266,690	28,527,488	853,219	29,380,707
Balance at 1 January 2023	2,800,000	6,703,610	1,400,000	(21,491)	-	378,679	17,266,690	28,527,488	853,219	29,380,707
Profit for the year	-	-	-	-	-	-	337,800	337,800	214,188	551,988
Other comprehensive income for the year	-	-	-	40,041	(1,372)	-	-	38,669	(118)	38,551
Total comprehensive income for the year	-	-	-	40,041	(1,372)	-	337,800	376,469	214,070	590,539
Acquisition of subsidiaries	-	-	-	-	-	-	-	-	72,529	72,529
Capital contributed by non-controlling interest	-	-	-	-	-	-	-	-	184,609	184,609
Transferred to investment in subsidiaries	-	-	-	(5,675)	-	-	5,675	-	-	-
Disposal of partial interest in a subsidiary (note 6.2 (a))	-	-	-	-	-	4,874	-	4,874	-	4,874
Dividends to non-controlling interest (note 31)	-	-	-	-	-	-	-	-	(46,682)	(46,682)
Balance at 31 December 2023	2,800,000	6,703,610	1,400,000	12,875	(1,372)	383,553	17,610,165	28,908,831	1,277,745	30,186,576

The attached notes 1 to 34 form part of these consolidated financial statements.

Consolidated Statement of Cash Flows

For the year ended 31 December 2023

	Notes	2023 AED'000	2022 AED'000
OPERATING ACTIVITIES			
Profit for the year		**580,875**	18,562,948
Adjustments for:			
Depreciation of property, plant and equipment	7	**76,176**	67,913
Depreciation of right-of-use assets	10	**38,811**	31,307
Depreciation of investment property	8	**5,136**	5,136
Amortisation of intangible assets	9	**30,234**	20,895
Share of loss (profit) from investment in associate	11	**(228,558)**	14,533
Change in fair value of investments carried at fair value through profit or loss	13	**561,587**	(18,095,400)
Gain on disposal of property, plant and equipment	28	**(706)**	(1,133)
Provision for employees' end of service benefit	21	**12,501**	10,887
Finance costs	22	**415,637**	150,081
Interest and dividend income	28	**(570,713)**	(113,454)
Allowance for slow moving inventories	15	**1,061**	690
Amortisation of deferred income	28	**(387,061)**	(116,647)
Unwinding of discount on non-current receivable	28	**(146,225)**	(47,808)
Loss on reassessment of non-current receivable	28	**169,616**	-
(Reversal of) allowance for expected credit losses	14	**(15,412)**	14,367
Operating cash flows before working capital changes		**542,959**	504,315
WORKING CAPITAL CHANGES:			
Inventories		**(5,940)**	(4,443)
Due from related parties		**2,902**	287,050
Trade and other receivables		**337,536**	(1,932,982)
Due to related parties		**116,128**	11,682
Trade and other payables		**44,446**	2,001,603
Cash from operations		**1,038,031**	867,225
Finance costs paid		**(35,425)**	(6,417)
Employees' end of service benefit paid	21	**(5,982)**	(3,653)
Net cash from operating activities		**996,624**	857,155
INVESTING ACTIVITIES			
Purchase of property, plant and equipment		**(114,594)**	(207,911)
Term deposits with original maturities of more than three months		**(241,324)**	(100,000)
Purchase of intangible assets	9	**(5,748)**	(838)
Proceeds from sale of property, plant and equipment		**1,356**	2,016
Purchase of investments carried at fair value through profit or loss	13	**(57,603)**	(11,185,397)
Purchase of investment carried at fair value through other comprehensive income	12	**(374,700)**	-
Purchase of investment in a joint venture	11	**-**	(932,371)
Proceeds from disposal of investments carried at fair value through profit or loss		**451,883**	781,630
Payment due on acquisition of investment in a joint venture		**(921,203)**	-
Finance cost paid		**(240,223)**	-
Loan to a related party		**(616,505)**	-
Interest and dividend received		**554,871**	113,454
Cash paid through acquisition of a subsidiary	6.2	**(191,307)**	(7,200
Net cash used in investing activities		**(1,755,097)**	(11,536,617)
FINANCING ACTIVITIES			
Net proceeds from borrowings		**947,488**	7,962,119
Repayment of lease liabilities	10	**(44,130)**	(36,690)
Dividend paid	31	**(46,682)**	(44,348)
Capital contribution by non-controlling interest		**184,609**	189,196
Net cash from financing activities		**1,041,285**	8,070,277
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE YEAR		**282,812**	(2,609,185)
Cash and cash equivalents at beginning of the year		**833,141**	3,442,326
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	16	**1,115,953**	833,141

The attached notes 1 to 34 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements

31 December 2023

1. GENERAL INFORMATION

Multiply Group PJSC (the "Company") is a public joint stock company registered under the UAE Federal Law No. (32) of 2021. The registered office of the Company is P.O Box 34491, Abu Dhabi, United Arab Emirates.

On 27 October 2021, the shareholders resolved to change the legal form of the Company from a limited liability company to a public joint stock company and to increase the share capital of the Company to AED 2,800,000,000. On 5 December 2021, the Company listed its ordinary shares on the main market of the Abu Dhabi Securities Exchange ("ADX").

International Holding Company PJSC is the Parent and Royal Group Holding LLC is the Ultimate Parent Company.

These consolidated financial statements include the results of operations and financial position of the Company and it's subsidiaries (together referred to as the "Group"). The main activities of the Group are:

- Advertisement design and production;
- Economic feasibility consultancy and studies;
- Exhibition organisation and management;
- Public relationship consultancy;
- Organisation and event management and newspaper advertisement;
- Management and development of motor vehicles driving training;
- Manage investments properties;
- Installation of district cooling and air conditioning;
- Repair of district cooling;
- Investment in infrastructure projects;
- Wholesale of cosmetics and make-up trading;
- Women and men personal care and other grooming related services;
- Physiotherapy center; and
- Physical medicine and rehabilitation center.

The consolidated financial statements for the year ended 31 December 2023 were approved and authorised for issuance on 06 February 2024 .

2.1 BASIS OF PREPARATION

Statement of compliance
The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and applicable requirements of laws of the United Arab Emirates.

Basis for measurement
The consolidated financial statements have been prepared on historical cost basis, except for investments carried at fair value through other comprehensive income and investments carried at fair value through profit or loss which are stated at fair value.

Functional and presentation currency
The consolidated financial statements are presented in United Arab Emirates Dirham ("AED"), which is the functional and presentation currency of the Group. All the values are rounded to the nearest thousand (AED '000) except where otherwise indicated.

2.2 BASIS FOR CONSOLIDATION

The consolidated financial statements of the Group comprise the financial information of the Company and its subsidiaries.

Control is achieved when the Group is expose or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its return

When the Group has less than a majority of the voting or similar right of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

Notes to the Consolidated Financial Statements
31 December 2023

2.2 BASIS FOR CONSOLIDATION (continued)

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Non-controlling interest represent the portion of profit or loss and net assets of subsidiaries not owned directly or indirectly by the Parent Company. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IFRS 9, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Details of subsidiaries as at 31 December 2023 and 31 December 2022 were as follows:

Name of subsidiary	Place of Incorporation	Principal Activities	Proportion of ownership interest and voting power held	
			2023	2022
Multiply Companies Management Sole proprietorship LLC	United Arab Emirates	Management services of companies and private institutions	**100%**	100%
MG Communications LLC	United Arab Emirates	Establishing, investing and managing technology projects	**100%**	100%
MG Wellness Holding LLC	United Arab Emirates	Investment, institute and management of health services enterprises	**100%**	100%
MG Digital Holding LLC	United Arab Emirates	Establishing, investing and managing technology projects	**100%**	100%
MG Utilities Holding LLC	United Arab Emirates	Establishing, investing and managing infrastructure projects	**100%**	100%
MG Ventures Holding LLC	United Arab Emirates	Establishing, investing and managing commercial projects	**100%**	100%
MG Entertainment Holding LLC	United Arab Emirates	Entertainment enterprises investment, institution and management	**100%**	-
Multiply Group International Limited (i)	United Arab Emirates	Holding company	**100%**	-
Below are the subsidiaries of MG Communications Holding LLC:				
Viola Communications LLC	United Arab Emirates	Communication, marketing, media and events	**100%**	100%
24 7 Media Holding LLC (ii)	United Arab Emirates	Investment holding company	**60%**	-

Notes to the Consolidated Financial Statements
31 December 2023

2.2 BASIS FOR CONSOLIDATION (continued)

Name of subsidiary	Place of Incorporation	Principal Activities	Proportion of ownership interest and voting power held	
Below are the subsidiaries of Viola Communications LLC:				
Purple Printing LLC	United Arab Emirates	Commercial publication printing	**100%**	100%
Purple Exhibition LLC	United Arab Emirates	Commercial publication printing	**100%**	100%
Below are the subsidiaries of 24 7 Media Holding LLC:				
24 7 Media LLC	United Arab Emirates	Advertising billboards contracting	**100%**	100%
Meida 20-4 Seven DMCC	United Arab Emirates	Public relation management, media studies, consultancies advertising, consultancies services and events management	**100%**	100%
Below are the subsidiaries of MG Wellness Holding LLC:				
Omorfia Group LLC	United Arab Emirates	Women and men personal care and other grooming related services, including procuring beauty products and equipment	**51%**	51%
LVL Technology Holding (formerly "Switch Technology Holding") (ii) *	Cayman Islands	Operation of a wellbeing streaming service and marketplace via an online platform and in physical studios	**49.38%**	-
Below are the subsidiaries of Omorfia Group LLC:				
Bedashing Holding Company LLC	United Arab Emirates	Wholesale cosmetic and make-up trading women personal care and other grooming related services	**100%**	100%
Tips & Toes Beauty And Spa Centre LLC	United Arab Emirates	Ladies' cosmetic and personal care centre, women salon, ladies oriental bath and ladies spa club	**100%**	100%
Jazz Lounge Spa LLC	United Arab Emirates	Men oriental bath, gents cosmetic and personal care centre, hair fixing centre, perfumes and cosmetic trading, gents haircutting and hairdressing salon	**100%**	100%
Ben Suhail Distribution L.L.C	United Arab Emirates	Perfumes and cosmetic trading, beauty and personal care equipment trading, imitation jewellery trading, soap and hair care products trading	**100%**	100%
Omorfia Institute of Beauty and Well-ness Women Beauty Saloon Works Training - Sole Proprietorship LLC (formerly Nippers & Scissors training Centre - Sole Proprietorship LLC)	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services	**100%**	100%
Bedashing Beauty Lounge - Sole proprietorship LLC	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services	**100%**	100%
Bedashing Beauty Lounge International Limited	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services	**100%**	100%
Fisio Theraphy and Rehabilitation LLC (ii)	United Arab Emirates	Physical medicine and rehabilitation center and physiotherapy center	**100%**	-
Juice Lounge SPA and Beauty Center LLC (ii)	United Arab Emirates	Woman salon, ladies oriental bath, ladies health club, ladies massage & relaxation center	**100%**	-
Juice SPA Salon (ii)	United Arab Emirates	Ladies health club, ladies oriental bath, ladies cosmetic & personal care center	**100%**	-
Jamm Salon Supplies (ii)	United Arab Emirates	Ladies cosmetic & personal care center, women salon, hair fixing center, and henna saloon	**100%**	-

Notes to the Consolidated Financial Statements
31 December 2023

2.2 Basis for Consolidation (continued)

Name of subsidiary	Place of Incorporation	Principal Activities	Proportion of ownership interest and voting power held	
Below are the subsidiaries of Omorfia Group LLC (continued):				
The Juice Beauty Salon LLC (ii)	United Arab Emirates	Perfumes & cosmetics trading, ladies oriental bath, ladies health club, women salon, soap & hair care products trading, ladies massage & relaxation center	**100%**	-
Acumen International Ltd. (ii)	United Arab Emirates	Gents cosmetic & personal care, gents haircutting & hairdressing salon, ladies cosmetic & personal care, ladies haircutting & hair dressing, ladies spa club	**100%**	-
Atelier Hommage Mens Salon LLC (ii)	United Arab Emirates	Men oriental bath, gents haircutting & hairdressing salon, gents health club, gents massage & relaxation center	**100%**	-
Below is the subsidiary of LVL Technology Holding:				
HealthierU Wellness Services L.L.C (iii)	United Arab Emirates	Health enterprise investment, institution and management.	**100%**	100%
Below is the subsidiary of MG Digital Holding LLC:				
PAL Cooling Holding LLC	United Arab Emirates	District cooling and air conditioning	**100%**	100%
Below are the subsidiaries of PAL Cooling Holding LLC:				
PAL Cooling Services LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL First Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL Danat Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL Saraya Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL Shams Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL Najmat Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
PAL 4 Reem Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investments in infrastructure projects	**100%**	100%
PAL 4 Shams Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects	**100%**	100%
Below is the subsidiary of MG Utilities Holding LLC:				
PAL 4 Solar Energy LLC	United Arab Emirates	Installation and maintenance of alternative energy equipment.	**80%**	80%
Below are the subsidiaries of PAL 4 Solar Energy LLC:				
International Energy Holding LLC	United Arab Emirates	Commercial enterprises, investment, institution and management, power enterprise investment and industrial enterprise investment.	**100%**	100%

Notes to the Consolidated Financial Statements
31 December 2023

2.2 Basis for Consolidation (continued)

Name of subsidiary	Place of Incorporation	Principal Activities	Proportion of ownership interest and voting power held	
Below are the subsidiaries of MG Ventures Holding LLC:				
Emirates Driving Company PJSC*	United Arab Emirates	Drivers training and road safety education	**48.01%**	48.01%
Spranza Commercial Investment - Sole Proprietorship LLC	United Arab Emirates	Establishing, investing and managing commercial projects	**100%**	100%
Norm Commercial Investment – Sole Proprietorship LLC	United Arab Emirates	Investing company	**100%**	100%
Below is the subsidiary of Emirates Driving Company PJSC:				
Tabieah Property Investments - Sole Proprietorship LLC	United Arab Emirates	Manage Investment Properties	**100%**	100%

(i) Subsidiary incorporated during the period
(ii) Subsidiaries acquired during the period
(iii) Subsidiary partially disposed during the period
* Subsidiaries consolidated based on de facto control/ contractual arrangement.

2.3 Changes in Accounting Policies

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new standards, interpretations and amendments effective as of 1 January 2023. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

- IFRS 17 Insurance Contracts
- Definition of Accounting Estimates – Amendments to IAS 8
- Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2
- Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12
- International Tax Reform—Pillar Two Model Rules – Amendments to IAS 12

These amendments had no material impact on the consolidated financial statements of the Group. The Group intends to use the practical expedients in future periods if they become applicable.

MAKING MATERIALITY JUDGMENTS – DISCLOSURE OF ACCOUNTING POLICIES

The Group has adopted the amendments to IAS 1 for the first time in the current year. The amendments change the requirements in IAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies' with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in IAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material.

UAE CORPORATE INCOME TAX

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (Corporate Tax Law or the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime is effective from 1 June 2023 and accordingly, it has an income tax related impact on the financial statements for accounting periods beginning on or after 1 June 2023.

Decision No. 116 of 2022 (published in December 2022 and considered to be effective from 16 January 2023) specifies that taxable income not exceeding AED 375,000 would be subject to the 0% UAE CT rate, and taxable income exceeding AED 375,000 would be subject to the 9% UAE CT rate. With the publication of this Decision, the UAE CT Law is considered to be substantively enacted for the purposes of accounting for Income Taxes.

The UAE CT Law shall apply to the Company and its UAE based subsidiaries with effect from 1 January 2024. The Ministry of Finance continue to issue supplemental Decisions of the Cabinet of Ministers of the UAE (Decisions) to further clarify certain aspects of the UAE CT Law. Such Decisions, and other interpretive guidance of the UAE Federal Tax Authority, are required to fully evaluate the impact of the UAE CT Law on the Group.

Since the provisions of UAE CT law will apply to Tax Periods commencing on or after 1 June 2023, the related current taxes shall be accounted for in the consolidated financial statements for the period beginning 1 January 2024. However, the related deferred tax accounting impact has been considered for the financial year ended 31 December 2023. Deferred tax liability has been recorded which amounted to AED 42,903 thousand (note 23) as at 31 December 2023.

No other potential deferred tax assets or liabilities have been identified as at the reported date.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information

BUSINESS COMBINATIONS AND GOODWILL

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in general and administrative expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with IAS 12 Income Taxes and IAS 19 Employee Benefits, respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree are measured in accordance with IFRS 2 Share-based Payment at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognised in the consolidated statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in consolidated statement of profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in consolidated statement of profit or loss.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another IFRS.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

BUSINESS COMBINATIONS AND GOODWILL (continued)

Changes in Group's ownership interest in existing subsidiaries
Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the Owner of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognised in statement of profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary.

The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the initial carrying amount for the purposes of subsequent accounting for the retained interest as an investment in an associate or a joint venture or financial asset.

Disposals of interest in a subsidiary to an equity accounted investee
Gain or loss on the disposal of interest in a subsidiary to an equity accounted investee is eliminated to the extent of the retained indirect interest in that disposed entity by the Group.

ACQUISITION OF ENTITIES UNDER COMMON CONTROL

Transactions giving rise to a transfer of interest in entities that are under common control are accounted for in accordance with the pooling of interest method of accounting at the date the transfer without restatement of prior periods. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the books of transferor entity. The components of the equity of the acquired entities are added to the merger reserve. Any transaction costs paid for the acquisition are recognised directly in equity.

INVESTMENT IN ASSOCIATES AND JOINT VENTURES

An associate is an entity over which the Group has significant influence that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but has no control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries. The Group's investment in associate and joint venture are accounted for using the equity method.

Under the equity method, the investment in an associate or a joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment separately.

The results and assets and liabilities of the associates or joint venture are incorporated in the consolidated financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for under IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

The consolidated statement of profit or loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement consolidated of profit or loss outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate or joint venture.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

INVESTMENT IN ASSOCIATES AND JOINT VENTURES (continued)

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss within "share of loss from investment in associate and joint venture" in the consolidated statement of profit or loss.

Upon loss of significant influence over the associate or joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

REVENUE RECOGNITION

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of allowances and rebates. The Group recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities, as described below. The Group recognises revenue from contracts with customers based on a five-step model as set out in IFRS 15.

Step 1
Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met..
Step 2
Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.
Step 3
Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
Step 4
Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.
Step 5
Recognise revenue when (or as) the Group satisfies a performance obligation.

Media and marketing services
The Group provides advertising, public relations, production, events management, media and outdoor advertising. Revenue from providing such services is recognised overtime in the accounting period in which the services are rendered or when the event is held at point in time.

District cooling services

Revenue from services
Revenue from providing district cooling services in the course of ordinary activities is measured at the fair value of the consideration received or receivable. Revenue is recognised when pervasive evidence exists, usually in the form of an executed sales agreement, the significant risks and rewards of ownership have been transferred to the customer and the service has been rendered to the customer, recovery of the consideration is probable, the associated costs can be estimated reliably, there is no continuing management involvement with the service, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

Connection fees
Connection fees are recognised on a straight-line basis over the term of the respective customer contracts unless it represents a separately identifiable service and satisfies other criteria for upfront recognition to the consolidated statement of profit or loss.

Sale of cosmetics and related personal care services:

Sale of goods
The Group's contracts with customers for the sale of goods generally include one performance obligation. The Group accounts for that revenue at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods.

Rendering of services
The Group provides services related to women and men personal care and beauty. Such services are generally recognised as a performance obligation satisfied at the point in time when the service is rendered to the customer. Fees paid in advance for such services are deferred and released to revenue when the services is provided or when the validity has lapsed.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

REVENUE RECOGNITION (continued)

Sale of cosmetics and related personal care services: (continued)

Income from franchise business arrangements
The Group has entered into franchise agreements with franchisees and royalty income and marketing charge is recognised in revenue based on the percentages agreed in franchise agreements which are recognised over time.

Training and coaching services
The Group is engaged in the management and development of motor vehicles driving training. Revenue represents fees charged to customers during the year, which is recognised over the period of the courses on a time proportionate basis when services are provided to customers. Fees paid in advance relating to training services are deferred and released to revenue when the related services are provided.

Revenue from rentals
Rental income from operating leases is recognised on a straight-line basis over the term except where another systematic basis is more representative of the time pattern in which benefit from the use of the underlying asset is diminished.

EMPLOYEE BENEFITS

An accrual is made for estimated liability for employees' entitlement to annual leave and leave passage as a result of services rendered by eligible employees up to the end of the reporting period.

Provision is also made for the full amount of end of service benefits due to employees in accordance with the Group's policy, which is at least equal to the benefits payable in accordance with UAE Labour Law, for their period of service up to the end of the reporting period. The accrual relating to annual leave and leave passage is classified as a current liability, while the provision relating to end of service benefits is classified as a non-current liability.

Pension contributions are made in respect of UAE national employees to the UAE General Pension and Social Security Authority in accordance with the UAE Federal Law No. (2), 2000 for Pension and Social Security.

PROPERTY, PLANT AND EQUIPMENT

Recognition and measurement
Items of property, plant and equipment are stated at historical cost less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the followings:

- the cost of materials and direct labour;
- any other costs directly attributable to bringing the assets to a working condition for their intended use;
- when the Group has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located; and capitalised borrowing costs.

When parts of an item of property, plant and equipment are significant and have different useful lives, they are accounted for as separate items of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in the consolidated statement of profit or loss.

Subsequent costs
Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the consolidated statement of profit or loss in the period in which they are incurred.

Depreciation is calculated on a straight-line basis over their useful lives as follows:

Buildings and leasehold improvements	3 – 30 years
Plant and machinery	30 – 35 years
Office equipment, furniture and fixtures	3 – 10 years
Motor vehicles	3 – 15 years

The estimated useful lives, residual values and depreciation method are reviewed at each year-end, with the effect of any changes in estimate accounted for on a prospective basis.

Capital work in progress
Assets under construction ('capital work in progress') are stated at cost, net of accumulated impairment losses, and are not depreciated. All costs directly attribute to bringing the asset to the location and condition necessary for it to be used in the manner intended by management are included in the construction cost, including related staff costs, and for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. When the assets are ready for intended use, the capital work in progress is transferred to the appropriate property, plant and equipment or investment properties category and is depreciated in accordance with the Group's policies.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

PROPERTY, PLANT AND EQUIPMENT (continued)

Derecognition
The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in consolidated statement profit or loss.

INTANGIBLE ASSETS

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in consolidated statement of profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit or loss.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit or loss.

Concession rights
These include cost incurred to obtain certain concession rights and are amortised on a straight-line basis in the consolidated statement of profit or loss over their estimated useful life of 37 years from the date of construction of the district cooling plant.

Customer relationship
Customer relationship represents future economic benefits in the form of future business with a customer beyond the amount secured by any current contractual arrangements. Customer relationship acquired in a business combination that does not arise from a contract may nevertheless be identifiable because the relationship is separable. These mainly represent non-contractual relationships and meet the criteria for recognition as intangible assets under IAS 38. Customer relationships have a finite useful life and are carried at cost less accumulated amortisation and impairment. Amortisation is calculated using the straight-line method to allocate the cost over their estimated useful lives of 5 to 7 years.

Brand name
Brand is a unique design, sign, symbol, words, or a combination of these, employed in creating an image that identifies a product and differentiates it from its competitors. Brand name represents future economic benefits in the form of future business linked the brand name of subsidiaries. Brand name has a finite useful life and are carried at cost less accumulated amortisation and impairment. Amortisation is calculated using the straight-line method to allocate the cost over their estimated useful life of 5 to 20 years.

Other intangible assets are amortised over a period of 2 to 10 years using straight-line method.

BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in consolidated statements of profit or loss in the period during which they are incurred.

LEASES

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

LEASES (continued)

Group as a lessee
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i. Right-of-use assets
The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any premeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and estimated useful life of the assets, as follows:

Office space	3 - 10 years
Salon shops	2 - 7 years
Land	32 years
Motor vehicles	3 - 4 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for an identified impairment loss as described in the 'property, plant and equipment' policy.

ii. Lease liabilities
At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line general and administrative in the consolidated statement of profit or loss.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The Group re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:
- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.

iii. Short-term leases and leases of low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases of Property, plant and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered of low value. Lease payments on short- term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor
The Group enters into lease agreements as a lessor with respect to some of its investment properties.

Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term. Amounts due from lessees under finance leases are recognised as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

LEASES (continued)

Group as a lessor(continued)
When a contract includes lease and non-lease components, the Group applies IFRS 15 to allocate consideration under the contract to each component.

INVESTMENT PROPERTIES

Investment properties are properties held to earn rentals and/or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are stated at cost less accumulated depreciation and impairment.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed assets includes the following:

- the cost of materials and direct labour;
- any other costs directly attributable to bringing the assets to a working condition for their intended use;
- when the Group has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located; and
- capitalised borrowing costs.

Upon completion of construction or development, a property is transferred from properties under development to completed properties.

Investment properties are derecognised either when they have been disposed of (i.e., at the date the recipient obtains control) or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the consolidated statement of profit or loss in the period of derecognition. In determining the amount of consideration from the derecognition of investment property the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

When the use of investment property changes such that it is reclassified from, or to, property, plant and equipment, inventory or development work-in-progress, it's carrying value at the date of reclassification becomes its cost for subsequent accounting purposes.

Depreciation on investment properties is calculated using the straight-line method over their estimated useful life being 30 years.

INVENTORIES

Inventories are valued at the lower of cost and net realisable value. Cost is determined on the weighted average cost basis and comprises invoiced cost, duties, freight charges and other related expenses that have been incurred in bringing the inventory to their present location and condition. NRV is the estimated selling price in the ordinary course of business less the estimated costs of completion and sale. The costs of sale include directly attributable marketing and distribution costs.

FOREIGN CURRENCIES

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the reporting date. All differences are taken to the consolidated statement of profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

FINANCIAL ASSETS

Initial recognition and measurement
Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. The Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Notes to the Consolidated Financial Statements
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3. Material Accounting Policy Information (continued)

FINANCIAL ASSETS (continued)

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified in four categories:

a. Financial assets at amortised cost (debt instruments, cash and cash equivalents and trade receivables)
b. Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
c. Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
d. Financial assets at fair value through profit or loss

The Group has the following financial assets:

Financial assets at amortised cost
The Group measures financial assets at amortised cost if both of the following conditions are met:

a. The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in the consolidated statement of profit or loss when the asset is derecognised, modified or impaired. The Group's financial assets at amortised cost include a certain portion of trade and other receivables, due from related parties and cash and bank balances.

Cash and short-term deposits
Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term highly liquid deposits with a maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

Financial assets designated at fair value through OCI (equity instruments)
Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised under investment and other income in the consolidated statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognised in the consolidated statement of profit or loss.

This category includes quoted and unquoted equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Dividends on quoted and unquoted equity investments are recognised under investment and other income in the consolidated statement of profit or loss when the right of payment has been established.

Impairment of financial assets
The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition of financial assets
The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset.

FINANCIAL LIABILITIES AND EQUITY INSTRUMENTS

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

FINANCIAL LIABILITIES AND EQUITY INSTRUMENTS (continued)

Equity instruments
An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, due to related parties, loan from related parties, lease liabilities and borrowings.

Subsequent measurement
For purposes of subsequent measurement, financial liabilities are classified in two categories:
- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at amortised cost (loans and borrowings)
This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in consolidated statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit or loss.

This category generally applies to a certain portion of trade and other payables, due to related parties, lease liabilities and borrowings.

Derecognition of financial liabilities
The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

OFFSETTING OF FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

VALUE ADDED TAX ("VAT")

Expenses and assets are recognised net of the amount of VAT, except:
- When the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of VAT included

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the consolidated statement of financial position.

FAIR VALUE MEASUREMENT

The Group measures financial instruments such as financial assets at fair value through other comprehensive income, trade and other receivables, due from related parties and cash and bank balances at fair value at each consolidated statement of financial position date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:
- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

FAIR VALUE MEASUREMENT (continued)

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

IMPAIRMENT OF NON-FINANCIAL ASSETS

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations are recognised in the consolidated statement of profit or loss in expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill and intangible assets with indefinite useful lives are tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

PROVISIONS

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

CONTINGENCIES

Contingent liabilities are not recognised in the consolidated financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognised in the consolidated financial statements but disclosed when an inflow of economic benefits is probable.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification.

An asset is classified as current when it is:
- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:
- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Group classifies all other liabilities as non-current.

NON-MONETARY CONTRIBUTIONS FROM SHAREHOLDERS

Non-monetary contributions received from shareholders are initially recorded at a nominal value. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

DIVIDENDS

The Company recognises a liability to pay a dividend when the distribution is authorised, and the distribution is no longer at the discretion of the Group. A distribution is authorised when it is approved by the shareholder. A corresponding amount is recognized directly in equity.

INCOME TAX EXPENSE

The tax expense for the period comprises current and deferred tax. Tax is recognized in the consolidated statement of comprehensive income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred tax is recognised on all temporary differences at the reporting date between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit, with the following exceptions:

Where the temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss;

In respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future; and

Deferred tax assets are recognised only to the extent that it is probable that a taxable profit will be available against which the deductible temporary differences and carried forward tax credits or tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the asset is realised or the liability is settled, based on tax rates and tax laws enacted or substantively enacted at the reporting date.

Notes to the Consolidated Financial Statements
31 December 2023

3. Material Accounting Policy Information (continued)

INCOME TAX EXPENSE (continued)

Current and deferred tax is charged or credited directly to other comprehensive income or equity if it relates to items that are credited or charged to, respectively, other comprehensive income or equity. Otherwise, income tax is recognised in the consolidated statement of comprehensive income.

4. Standards Issued but Not Effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

- Amendments to IFRS 16: Lease Liability in a Sale and Lease back
- Amendments to IAS 1: Classification of Liabilities as Current or Non-Current
- Supplier Finance Arrangement – Amendments to IAS 7 and IFRS 17

The Group does not expect that the adoption of these new and amended standards and interpretations will have a material impact on its consolidated financial statements.

5. Critical Accounting Judgments and Key Sources of Estimation of Uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

While applying the accounting policies as stated in note 3, management of the Group has made certain judgments, estimates and assumptions that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period of the revision in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

KEY SOURCES OF ESTIMATION OF UNCERTAINTY

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Useful lives of property, plant and equipment, intangible assets and investment properties
The management determines the estimated useful lives of its property, plant and equipment, intangible assets and investment properties for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and the future depreciation/amortisation charge would be adjusted where management believes that the useful lives differ from previous estimates.

Impairment assessment of non-financial assets
Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill recognised by the Group.

Property, plant and equipment, intangible assets with an indefinite useful life, right-of-use assets and investment properties are assessed for impairment based on the assessment of cash flows on individual cash-generating units when there is an indication that those assets have suffered an impairment loss. Goodwill is tested for impairment on an annual basis.

Based on the assessment performed, no impairment loss was recorded or the year ended 31 December 2023 (2022: nil).

Notes to the Consolidated Financial Statements
31 December 2023

5. Critical Accounting Judgments and Key Sources of Estimation of Uncertainty (continued)

KEY SOURCES OF ESTIMATION OF UNCERTAINTY (continued)

Business combinations
Accounting for the acquisition of a business requires the allocation of the purchase price to the various assets and liabilities of the acquired business. For most assets and liabilities, the purchase price allocation is accomplished by recording the asset or liability at its estimated fair value. Determining the fair value of assets acquired and liabilities assumed requires judgment by management and often involves the use of significant estimates and assumptions, including assumptions with respect to future cash inflows and outflows, discount rates, the useful lives of assets and market multiples. The Group's management uses all available information to make these fair value determinations.

Allowance for slow moving inventories
Inventories are stated at the lower of cost or net realisable value. Adjustments to reduce the cost of inventory to its net realisable value, if required, are made at the product level for estimated excess, obsolescence or impaired balances. Factors influencing these adjustments include changes in demand, technological changes, physical deterioration and quality issues. Revisions to the allowance for slow moving inventories would be required if the outcome of these indicative factors differ from the estimates.

Provision for expected credit losses of trade receivables
The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating etc.).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

At the reporting date, gross trade receivables were AED 207,214 thousand (2022: AED 165,509 thousand) with provision for expected credit losses of AED 20,510 thousand (2022: AED 35,922 thousand). Any difference between the amounts actually collected in future periods and the amounts expected to be received will be recognised in the consolidated statement of profit or loss.

Fair value measurement of financial instruments
When the fair values of financial assets and financial liabilities recorded in the statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions relating to these factors could affect the reported fair value of financial instruments. See Note 34 for further disclosures.

Leases - estimating the incremental borrowing rate
The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

CRITICAL ACCOUNTING JUDGEMENTS IN APPLYING ACCOUNTING POLICIES

In the process of applying the Group's accounting policies, which are descried in note 3, management has made the following judgements that have the most significant effect on the amounts recognised in the consolidated financial statements.

Determining the lease term of contracts with renewal options
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate..

Notes to the Consolidated Financial Statements
31 December 2023

5. Critical Accounting Judgments and Key Sources of Estimation of Uncertainty (continued)

CRITICAL ACCOUNTING JUDGEMENTS IN APPLYING ACCOUNTING POLICIES (continued)

Consolidation of entities in which the Group holds less than a majority of voting right (de facto control)
The Group considers that it has de-facto control over the following entities, even though it owns less than 50% of the voting rights.

Emirates Driving Company PJSC ("DRIVE")
- The Group is the single largest shareholder at 48.01% with the remaining 51.99% being dispersed amongst 589 shareholders, of which two holds 6.51% and 5.74% and the remaining individually hold no more than 5% of the voting rights; and
- There is no history of the other shareholders collaborating to exercise their votes collectively or to outvote the Group.

LVL Technology Holding (formerly "Switch Technology Holding") ("LVL")
- The Group has appointed four out of the total seven members of LVL's board and such appointment is contractual as per the amended shareholders' agreement; and
- The Board is fully empowered to manage and carry out all acts and transaction on behalf of the entity including supervision of LVL;s business affairs, ensuring the effectiveness of governance, overseeing management, as well as appointing and removing LVL's Senior management.

6. BUSINESS COMBINATIONS

6.1 | BUSINESS COMBINATION UNDER COMMON CONTROL

During the years ended 31 December 2022, the Group acquired the following entities under common control. These acquisitions are excluded from the scope of International Financial Reporting Standard 3 (IFRS 3) "Business Combinations" as they are business combinations of entities under common control, given that the Company and the acquired entities are ultimately controlled by the same party before and after the acquisition. The acquisitions have been accounted for in the consolidated financial statements using the pooling of interest method, which reflects the economic substance of the transaction. The Group has elected to consolidate the income, expenses, assets and liabilities of acquired entities from the date of acquisition.

ACQUISITIONS DURING THE YEAR

International Energy Holding LLC
Effective 1 August 2022, PAL 4 Solar Energy LLC, a subsidiary, acquired a 100% equity interest in International Energy Holding LLC ("Energy") for nil consideration. Energy is based in Abu Dhabi, United Arab Emirates, and is involved in commercial, power, and industrial enterprise investment, institution and management. From the date of acquisition, Energy contributed a loss to the Group amounting to AED 10,593 thousand for the year ended 31 December 2022.

The amount recognised in respect of the identifiable asset acquired and liabilities assumed are set out in the table below.

	AED'000
ASSETS	
Due from related parties	300
Total assets	**300**
NET ASSETS	**300**
Less: non-controlling interest	(60)
Proportionate share of identifiable net assets acquired	240
Merger reserve	**240**

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION

6.2.A | ACQUISITIONS DURING THE YEAR

During the year, the Group acquired the following entities which were accounted for using the acquisition method under IFRS 3 Business Combinations

Fisio Therapy and Rehabilitation Center LLC
Effective 1 March 2023, Omorfia Group LLC ("Omorfia"), a subsidiary, acquired a 100% equity interest in Fisio Therapy and Rehabilitation Center LLC ("Fisio") for consideration of AED 1 thousand. Fisio is based in the emirate of Dubai, and operates physical medicine, rehabilitation and physiotherapy center. From the date of acquisition, Fisio contributed revenue and loss to the Group amounting to AED 1,388 thousand and AED 708 thousand respectively. If the acquisition had taken place at the beginning of the year, Fisio would have contributed revenue and loss to the Group amounting to AED 1,616 thousand and AED 896 thousand respectively.

Notes to the Consolidated Financial Statements
31 December 2023

6. BUSINESS COMBINATIONS (continued)

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION (continued)

6.2.A | ACQUISITIONS DURING THE YEAR (continued)

Media 247 Holding Ltd
Effective 1 July 2023, the Group acquired a 60% equity interest in Media 247 Holding Ltd. ("Media 247"). Media 247 is a private company limited by shares incorporated and registered under the laws of Abu Dhabi Global Market. Media 247 is a specialised outdoor media solution provider in United Arab Emirates. From the date of acquisition, Media 247 contributed revenue and profit to the Group amounting to AED 101,066 thousand and AED 41,108 thousand respectively. If the acquisition had taken place at the beginning of the year, Media 247 would have contributed revenue and profit to the Group amounting to AED 185,730 thousand and AED 79,227 thousand respectively.

LVL Technology Holding (formerly "Switch Technology Holding") ("LVL")
Effective 1 July 2023, the Group acquired control over LVL, previously recognised as a financial asset, through the acquisition of an additional ownership interest of 33% in LVL (cumulative ownership interest of 49.38%) for a consideration which consisted of cash amounting to AED 22,050 thousand and contribution of a subsidiary of the Group, Healthier U Wellness Services LLC (i.e. the fair value of the 50.62% interest in Healthier transferred to the third party). From the date of acquisition, LVL contributed revenue and loss to the Group amounting to AED 937 thousand and AED 5,896 thousand respectively. If the acquisition had taken place at the beginning of the year, LVL would have contributed revenue and loss to the Group amounting to AED 1,246 thousand and AED 6,754 thousand respectively.

JUICE SPA - GROUP OF ENTITIES ("Juice SPA"))
Effective 1 October 2023, Omorfia Group LLC ("Omorfia"), a subsidiary, acquired a 100% equity interest, for a consideration of AED 24,500 thousand, in the following entities ("Juice SPA"):

Name of entities	Place of incorporation and operation	Principal activities
Juice Lounge SPA and Beauty Center LLC	United Arab Emirates	Woman salon, ladies oriental bath, ladies health club, ladies massage & relaxation center
Juice SPA Salon	United Arab Emirates	Ladies health club, ladies oriental bath, ladies cosmetic & personal care center
Jamm Salon Supplies	United Arab Emirates	Ladies cosmetic & personal care center, women salon, hair fixing center, and henna saloon
The Juice Beauty Salon LLC	United Arab Emirates	Perfumes & cosmetics trading, ladies oriental bath, ladies health club, women salon, soap & hair care products trading, ladies massage & relaxation center
Acumen International Ltd.	United Arab Emirates	Gents cosmetic & personal care, gents haircutting & hairdressing salon, ladies cosmetic & personal care, ladies haircutting & hair dressing, ladies spa club
Atelier Hommage Mens Salon LLC	United Arab Emirates	Men oriental bath, gents haircutting & hairdressing salon, gents health club, gents massage & relaxation center

From the date of acquisition, Juice SPA contributed revenue and profit to the Group amounting to AED 8,314 thousand and AED 854 thousand respectively. If the acquisition had taken place at the beginning of the year, Juice SPA would have contributed revenue and profit to the Group amounting to AED 29,074 thousand and AED 2,389 thousand respectively.

Notes to the Consolidated Financial Statements
31 December 2023

6. BUSINESS COMBINATIONS (continued)

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION (continued)

6.2.A | ACQUISITIONS DURING THE YEAR (continued)

Assets acquired and liabilities assumed
The fair values of the identifiable assets and liabilities of the acquired entity as at the date of acquisition were as follows:

	Fisio AED'000	Media 247 AED'000	LVL AED'000	Juice SPA* AED'000	Total AED'000
Assets					
Property, plant and equipment	1,674	2,270	8	3,025	6,977
Intangible assets	-	142,545	2,927	10,261	155,733
Inventories	20	-	-	3,524	3,544
Due from related parties	-	53	530	-	583
Trade and other receivables	1,485	53,212	521	2,148	57,366
Cash and bank balances	192	14,361	23,582	1,675	39,810
Total assets	**3,371**	**212,441**	**27,568**	**20,633**	**264,013**
Liabilities					
Employees' end of service benefit	39	1,318	613	84	2,054
Loan from a related party	-	-	6,015	-	6,015
Deferred tax liability	-	12,829	263	923	14,015
Due to related parties	-	4,769	45	-	4,814
Trade and other payables	4,514	29,616	6,872	1,870	42,872
Total liabilities	**4,553**	**48,532**	**13,808**	**2,877**	**69,770**
Total identifiable net (liabilities) assets at fair value	**(1,182)**	**163,909**	**13,760**	**17,756**	**194,243**
Proportionate share of identifiable net (liabilities) assets acquired	(1,182)	98,345	6,795	17,756	121,714
Goodwill arising on acquisition	1,183	162,624	33,154	6,744	203,705
Total purchase consideration	**1**	**260,969**	**39,949**	**24,500**	**325,419**
Non-controlling interest on acquisition	-	65,564	6,965	-	72,529

* The net assets recognised are based on a provisional assessment of their fair values as at the acquisition date. The Group will finalise the purchase price allocation exercise of the acquisitions before the end of 2024.

Intangible assets of AED 155,733 thousand have been recognised as a result of aforementioned acquisitions, which comprises largely of brand name, customer relationships, customer contracts, trademarks, license and lease benefits.

Goodwill of AED 203,705 thousand arising from the acquisitions comprises largely the value of expected synergies arising from the acquisitions, which are not separately recognised.

The fair value measurement is based on significant inputs that are not observable in the market, which IFRS 13 "Fair Value Measurement" refers to as level 3 inputs. The fair value estimate is based on:
- Assumed discount rates of 16.5% to 23%; and
- A terminal value, calculated based on long-term sustainable growth rates for the industry ranging from 1% to 2%, which has been used to determine income for the future years.

Notes to the Consolidated Financial Statements
31 December 2023

6. BUSINESS COMBINATIONS (continued)

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION (continued)

6.2.A | ACQUISITIONS DURING THE YEAR (continued)

Details of purchase consideration on acquisition is as follows:

	Fisio AED'000	Media 247 AED'000	LVL AED'000	Juice SPA* AED'000	Total AED'000
Cash paid for the acquisition	1	184,566	22,050	24,500	231,117
Deferred consideration (i)	-	36,403	-	-	36,403
Contingent consideration (ii)	-	40,000	-	-	40,000
Fair value of previously held equity interest	-	-	13,025	-	13,025
Fair value of shares in a subsidiary (iii)	-	-	4,874	-	4,874
Total purchase consideration	**1**	**260,969**	**39,949**	**24,500**	**325,419**

(i) This represents the deferred payment of the purchase consideration as per the agreement.

(ii) As part of the purchase agreement for the acquisition of Media 247, an additional cash payment of AED 40,000 thousand is to be paid to the previous owner in to be paid subject to Media 247 achieving a minimum net profit of AED 60,000 thousand during the year ending 31 December 2023. As at the acquisition date, the fair value of the contingent consideration was estimated at AED 40,000 thousand. The Group has recorded the contingent consideration as it is highly probability that the target net profit will be achieved.

(iii) Represents the fair value of 50.62% ownership interest in HealthierU which was granted to a third party as part of the agreement to acquire LVL.

Analysis of cashflows on acquisition is as follows:

	Fisio AED'000	Media 247 AED'000	LVL AED'000	Juice SPA* AED'000	Total AED'000
Cash paid for the acquisition	1	184,566	22,050	24,500	231,117
Cash acquired on business combination	(192)	(14,361)	(23,582)	(1,675)	(39,810)
Acquisition of operating business – net of cash used (included in cash flows from investing activities)	(191)	170,205	(1,532)	22,825	191,307
Transaction costs of the acquisition (included in cash flows from operating activities)	-	1,336	386	265	1,987
Net cash used on acquisition	(191)	171,541	(1,146)	23,090	193,294

Acquisition related costs amounting to AED 1,987 thousand were expensed during the year and are included in general and administrative expenses.

Notes to the Consolidated Financial Statements
31 December 2023

6. BUSINESS COMBINATIONS (continued)

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION (continued)

6.2.B | ACQUISITIONS IN PRIOR YEAR

During 2022, the Group acquired the following entity, which was accounted for using the acquisition method under IFRS 3 Business Combination:

Rose Water Ladies Salon – Sole Proprietorship LLC ("ROSE")
Effective 1 January 2022, Bedashing Holding Company LLC, a subsidiary, acquired a 100% equity interest in Rose Water Ladies Salon - Sole Proprietorship LLC for consideration of AED 7,200 thousand. ROSE is a sole proprietorship LLC, registered in the Emirate of Abu Dhabi, engaged in women personal care and beauty, women hairdressing, trimming, styling and henna pigmenting. From the date of acquisition, ROSE contributed revenue and profit to the Group amounting to AED 5,407 thousand and AED 1,352 thousand respectively for the year ended 31 December 2022.

Assets acquired and liabilities assumed
The fair values of the identifiable assets and liabilities of the acquired entity as at the date of acquisition was as follows:

	2022 AED'000
ASSETS	
Property, plant and equipment	**837**
Intangible assets	**577**
Inventories	**160**
Trade and other receivables	**230**
TOTAL ASSETS	**1,804**
LIABILITIES	
Employees' end of service benefit	**30**
Trade and other payables	**117**
TOTAL LIABILITIES	**147**
TOTAL IDENTIFIABLE NET ASSETS AT FAIR VALUE	**1,657**
Goodwill arising on acquisition	5,543
TOTAL PURCHASE CONSIDERATION	**7,200**

Goodwill of AED 5,543 thousand arising from the acquisition comprises largely the value of expected synergies arising from the acquisition, which is not separately recognized. None of the goodwill recognized is expected to be deductible for income tax purposes.

The fair value measurement is based on significant inputs that are not observable in the market, which IFRS 13 "Fair Value Measurement" refers to as level 3 inputs. The fair value estimates are based on:

- An assumed discount rate of 13.1%
- A terminal value, calculated based on long-term sustainable growth rates of the industry is 2% , which has been used to determine income for the future years.

Notes to the Consolidated Financial Statements
31 December 2023

6. BUSINESS COMBINATIONS (continued)

6.2 | ACQUISITIONS UNDER IFRS 3 BUSINESS COMBINATION (continued)

6.2.B | ACQUISITIONS IN PRIOR YEAR (continued)

Analysis of cashflows on acquisition is as follows:

	Total AED'000
Cash paid for the acquisition	7,200
Net cash acquired on business combination	-
Acquisition of operating business – net of cash used (included in cash flows from investing activities)	**7,200**
Transaction costs of the acquisition (included in cash flows from operating activities)	30
Net cash used on acquisition	**7,230**

Acquisition related costs amounting to AED 30 thousand were expensed during prior year and were included in general and administrative expenses.

6.3 | REDUCTION IN SHAREHOLDING WITHOUT A LOSS OF CONTROL

6.3.A | DECREASE OF SHAREHOLDING IN A SUBSIDIARY WITHOUT CONSIDERATION IN THE CURRENT YEAR

During the year, the Group transferred a portion of its shareholding in the following subsidiary as a form of consideration against the acquisition of a new subsidiary:

	HealthierU
	2023
Reduction in shareholding (%)	50.62%
Carrying value of the shareholding disposed-off (AED '000)	-
Less: consideration received (AED '000)	4,874
Difference recognised directly in merger and acquisition reserve (AED '000	**4,874**

6.3.B | DECREASE OF SHAREHOLDING IN A SUBSIDIARY WITHOUT CONSIDERATION IN THE PRIOR YEAR

During 2022, the Group transferred 20% shareholding in PAL 4 Solar Energy LLC to a related party (Alpha Dhabi Holding PJSC) for nil consideration. Following is the schedule for the reduction in shareholding of PAL 4 Solar Energy LLC:

	PAL 4 Solar Energy LLC
	2022
Reduction in shareholding (%)	20%
Number of shares disposed-off	2,000
Carrying value of the shareholding disposed-off (net liabilities) (AED '000)	(125)
Cash consideration received	-
Difference recognised directly in mergers acquisition and other reserves (AED '000)	**(125)**

Notes to the Consolidated Financial Statements
31 December 2023

7. PROPERTY, PLANT AND EQUIPMENT

	Building and leasehold improveemts AED'000	Plant and Machinery AED'000	Office euipment furniture and fixtures AED'000	Motor Vehicles AED'000	Capital work in progress AED'000	Total AED'000
2023						
COST						
At 1 January 2023	303,711	1,089,678	183,282	40,589	306,736	1,923,996
Acquired in business combination (note 6.2)	13,002	92	5,253	167	-	18,514
Additions	9,971	550	12,538	3,770	94,110	120,939
Transfer from capital work in progress	35,369	16,428	17,699	-	(69,496)	-
Disposals	-	-	(1,153)	(2,760)	-	(3,913)
At 31 December 2023	**362,053**	**1,106,748**	**217,619**	**41,766**	**331,350**	**2,059,536**
ACCUMULATED DEPRECIATION:						
At 1 January 2023	131,845	225,572	137,361	23,353	-	518,131
Acquired in business combination (note 6.2)	10,408	92	1,037	-	-	11,537
Charge for the year	16,247	38,452	17,240	4,237	-	76,176
Relating to disposals	-	-	(840)	(2,423)	-	(3,263)
At 31 December 2023	**158,500**	**264,116**	**154,798**	**25,167**	**-**	**602,581**
NET CARRYING AMOUNT:						
At 31 December 2023	203,553	842,632	62,821	16,599	331,350	1,456,955
2022						
COST:						
At 1 January 2022	298,449	862,855	164,202	44,543	343,010	1,713,059
Acquired in business combination (note 6.2)	1,146	-	296	-	-	1,442
Additions	2,736	1,047	9,081	1,057	198,708	212,629
Transfer from intangible assets, net			3,657	-	(698)	2,959
Transfer	**1,796**	**225,776**	**6,712**	**-**	**(234,284)**	**-**
Disposals	**(416)**	**-**	**(666)**	**(5,011)**	**-**	**(6,093)**
At 31 December 2022	**303,711**	**1,089,678**	**183,282**	**40,589**	**306,736**	**1,923,996**
ACCUMULATED DEPRECIATION:						
At 1 January 2022	115,775	192,632	119,675	24,030	-	452,112
Acquired in business combination (note 6.2)	437	-	168	-	-	605
Charge for the year	15,880	32,940	14,953	4,140	-	67,913
Transfer from intangible assets, net	-	-	2,711	-	-	2,711
Relating to disposals	(247)	-	(146)	(4,817)	-	(5,210)
At 31 December 2022	**131,845**	**225,572**	**137,361**	**23,353**	**-**	**518,131**
NET CARRYING AMOUNT:						
At 31 December 2022	171,866	864,106	45,921	17,236	306,736	1,405,865

Notes to the Consolidated Financial Statements
31 December 2023

7. Property, Plant and Equipment (continued)

At 31 December 2023, capital work in progress mainly comprises costs incurred towards construction of district cooling plants and expansion of capacity of plants located in Abu Dhabi which are expected to be completed during the year ending 2024.

During the year ended 31 December 2023, the Group capitalised finance cost of AED 6,345 thousand related to its borrowings (31 December 2022: AED 4,718 thousand).

Property, plant and equipment with a carrying amount of AED 900,445 thousand (31 December 2022: AED 992,195 thousand) are mortgaged as security against borrowings (note 22).

Deprecation charge for the year has been allocated and disclosed in the consolidated statement of profit or loss as follows: :

	2023 AED'000	2022 AED'000
Cost of revenue (note 26)	**56,815**	52,061
General and administrative expenses (note 27)	**19,361**	15,852
	76,176	67,913

8. Investment Property

	2023 AED'000	2022 AED'000
COST:		
At 1 January	**176,000**	176,000
Additions during the year	**-**	-
At 31 December	**176,000**	176,000
ACCUMULATED DEPRECIATION:		
At 1 January	**49,454**	44,318
Charge for the year	**5,136**	5,136
At 31 December	**54,590**	49,454
NET CARRYING AMOUNT		
At 31 December	**121,410**	126,546

Investment property represents a building located in Sadyaat Island, acquired on 28 August 2017 by Emirates Driving Company PJSC, a subsidiary.

The fair value of the Group's investment property as at 31 December 2023 amounted to AED 164,100 thousand (31 December 2022: AED 148,500 thousand) and has been arrived by reference to a valuation carried out by independent valuer not related to the Group. The independent valuer appropriate qualifications and recent experience in the valuation of properties in the relevant location.

The fair value of investment property is determined using the market comparable method. Under this method, comparable investment and rental transactions, together with evidence of demand within the vicinity of the subject property, were applied to value the property. The fair value measurement falls under level 2 in the fair value measurement hierarchy.

Notes to the Consolidated Financial Statements
31 December 2023

8. Investment Property (continued)

The property rental income earned by the Group from its investment property, which is leased out under operating leases and the direct operating expenses arising on the investment property are as follows:

	2023 AED'000	2022 AED'000
Rental income	**8,414**	8,094
Direct operating expenses (excluding depreciation)	**(3,220)**	(3,330)
	5,194	4,764

9. Intangible Assets and Goodwill

	Goodwill AED'000	Brand name AED'000	Concession rights AED'000	Customer relationship AED'000	Others AED'000	Total AED'000
At 1 January 2023	**230,491**	**146,883**	**71,712**	**6,100**	**10,176**	**465,362**
Relating to business combinations (note 6)	**203,705**	**20,888**	**-**	**123,910**	**10,935**	**359,438**
Additions during the year	**-**	**-**	**-**	**-**	**5,748**	**5,748**
Amortisation during the year	**-**	**(13,567)**	**(2,162)**	**(10,239)**	**(4,266)**	**(30,234)**
At 31 December 2023	**434,196**	**154,204**	**69,550**	**119,771**	**22,593**	**800,314**
At 1 January 2022	246,829	158,475	73,874	7,986	14,264	501,428
Relating to business combinations (note 6)	5,543	546	-	-	31	6,120
Transferred to property, plant and equipment, net	-	-	-	-	(248)	(248)
Relating to finalization of prior year's PPA	(21,881)	-	-	-	-	(21,881)
Additions during the year	-	-	-	-	838	838
Reclassification	-	765	-	-	(765)	-
Amortisation during the year	-	(12,903)	(2,162)	(1,886)	(3,944)	(20,895)
At 31 December 2022	230,491	146,883	71,712	6,100	10,176	465,362

Goodwill

Goodwill primarily comprises sales growth, new customers and expected synergies arising from the acquisitions.

During the year ended 31 December 2023, management performed its annual impairment assessments of goodwill, using the discounted cashflow model approach to calculate the value in use for the respective cash generating units.

For the purpose of the impairment testing, goodwill was allocated to the respective cash generating units based on the respective enterprise values.

Management has assessed that no impairment loss is required to be recognised against goodwill at the reporting date.

Following key assumptions were used in the discounted cashflow review:
- Terminal growth rate: 2% - 3% (31 December 20222: 2 % - 2.5 %)
- Inflation rate: 4% (31 December 2022: 5.2%)
- Discount rate: 11.5% - 12.7% (31 December 2022: 14 %)

Customer relationship

These represent long term non-cancellable contracts with customers and non-contractual relationships which were acquired (note 6) and meet the criteria for recognition as intangible assets under IAS 38.

Notes to the Consolidated Financial Statements
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9. Intangible Assets and Goodwill (continued)

Concession rights
In December 2018, PAL Cooling Holding LLC, subsidiary of the Company, acquired rights and obligations attached to a district cooling concessional contract relating to part of Sector 4, Reem Island Development Area, Abu Dhabi from its shareholder PAL Group of Companies LLC for AED 80 million (who concurrently acquired the same rights and obligations from Pal Technology Services LLC, a related party of the Group) to provide district cooling services to customers in a concession area developed by Tamouh. The duration of the contract is 37 years from the date of construction of the district cooling plant.

Brand name
Brand name represents future economic benefits in the form of future business linked with brand name of subsidiaries acquired (note 6) and meet the criteria for recognition as intangible assets under IAS 38.

Amortisation charge for the year has been allocated to the consolidated statement of profit or loss as follows:

	2023 AED'000	2022 AED'000
Cost of revenue (note 26)	**2,162**	2,162
General and administrative expenses (note 27)	**28,072**	18,733
	30,234	20,895

10. Right-of-Use Assets and Lease Liabilities

	2023 AED'000	2022 AED'000
RIGHT-OF-USE ASSETS:		
As at 1 January	**104,423**	94,384
Additions during the year	**70,446**	42,007
Termination of a lease	**(7,129)**	(692)
Lease modification	**-**	31
Depreciation expense	**(38,811)**	(31,307)
As at 31 December	**128,929**	104,423
LEASE LIABILITIES:		
As at 1 January	**106,862**	95,730
Additions during the year	**70,446**	42,007
Interest expense (note 22)	**9,203**	6,729
Termination of a lease	**(8,144)**	(945)
Lease modification	**-**	31
Payments	**(44,130)**	(36,690)
As at 31 December	**134,237**	106,862
Lease liabilities is analysed in the consolidated statement of financial position as follows:		
Current	**34,861**	36,562
Non-current	**99,376**	70,300
	134,237	106,862

Maturity analysis of lease liabilities is disclosed in note 33.

Notes to the Consolidated Financial Statements
31 December 2023

10. Right-of-Use Assets and Lease Liabilities (continued)

Amortisation charge for the year has been allocated to the consolidated statement of profit or loss as follows:

	2023 AED'000	2022 AED'000
Cost of revenue (note 26)	**29,857**	26,576
General and administrative expenses (note 27)	**8,954**	4,731
	38,811	31,307

11. Investment in Associate and Joint Venture

Details of the Group's associate and joint venture are as follows:

Name of entity	Principal activities	Place of incorporation and operation	Ownership interest	
			2023	2022
JOINT VENTURE:				
Kalyon Enerji Yatirmiliari A.S ("Kalyon") (i)	Clean and renewable energy company	Turkey	**50%**	50%

(i) During 2022, the Group acquired 50% shareholding in Kalyon for total consideration of AED 1,852,958 thousand. The investment in Kalyon is accounted for under the equity method of accounting.

Movement in investment in associate and joint venture is as follows:

	2023 AED'000	2022 AED'000
AT 1 JANUARY	**1,838,425**	-
Additions during the year	**-**	1,852,958
Share of profit (loss) for the year	**228,558**	(14,533)
Share of other comprehensive loss for the year	**(1,715)**	-
At 31 December	**2,065,268**	1,838,425

Notes to the Consolidated Financial Statements
31 December 2023

11. Investment in Associate and Joint Venture (continued)

Summarised financial information in respect of the Group's joint venture is set out below:

	2023 AED'000	2022 AED'000
Non-current assets	**7,758,349**	3,483,981
Current assets	**441,882**	267,162
Non-current liabilities	**(3,678,359)**	(2,859,415)
Current liabilities	**(627,848)**	(270,392)
Equity (100%)	**3,894,024**	621,336
Less: non-controlling interest	**(1,113)**	(40,425)
Equity attributable to the owner of the entity	**3,892,911**	580,911
Group's share of net assets (50% ownership interest)	**1,946,456**	290,456
Group carrying amount of the investment (including goodwill)	**2,065,268**	1,838,425
Revenue	**692,697**	108,685
Profit (loss) for the year	**457,116**	(29,066)
Group's share of profit (loss)	**228,558**	(14,533)

12. Investments Carried at Fair Value Through Other Comprehensive Income

	2023 AED'000	2022 AED'000
Quoted	**36,659**	36,227
Unquoted	**410,327**	8,818
	446,986	45,045

The geographical distribution of investments is as follows:

	2023 AED'000	2022 AED'000
Inside the UAE	**36,659**	36,227
Outside the UAE	**410,327**	8,818
	446,986	45,045

The investments are recorded at fair value using the valuation techniques disclosed in note 34. Movement in investment in financial assets carried at fair value through other comprehensive income is as follows:

	2023 AED'000	2022 AED'000
At 1 January	**45,045**	68,903
Additions during year	**374,700**	-
Transferred to investment in subsidiaries (note 6.2 (a))	**(13,025)**	-
Change in fair value	**40,266**	(23,858)
At 31 December	**446,986**	45,045

Notes to the Consolidated Financial Statements
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13. Investments Carried at Fair Value Through Profit or Loss

	2023 AED'000	2022 AED'000
Quoted	**32,893,112**	33,837,534
Unquoted	**83,592**	95,037
	32,976,704	33,932,571

Investments carried at fair value through profit or loss are analyzed as follows:

	2023 AED'000	2022 AED'000
Non-current	**17,213,115**	22,491,803
Current	**15,763,589**	11,440,768
	32,976,704	33,932,571

The geographical distribution of investments is as follows:

	2023 AED'000	2022 AED'000
Inside the UAE	**32,740,517**	33,676,220
Outside the UAE	**236,187**	256,351
	32,976,704	33,932,571

The investments are recorded at fair value using valuation techniques disclosed in note 34. Movement in investments in financial assets carried at fair value through profit or loss is as follows:

	2023 AED'000	2022 AED'000
At 1 January	**33,932,571**	5,433,404
Additions	**57,603**	11,185,397
Change in fair value (note 27)	**(561,587)**	18,095,400
Disposals	**(451,883)**	(781,630)
At 31 December	**32,976,704**	33,932,571

During the year, shares with a fair value of AED 31,577,159 (2022: AED 32,465,133 thousand), are pledged as security against borrowings.

Notes to the Consolidated Financial Statements
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14. Trade and Other Receivables

	2023 AED'000	2022 AED'000
Trade receivables	**207,214**	165,509
Less: allowance for expected credit losses	**(20,510)**	(35,922)
	186,704	129,587
Advances to suppliers	**33,229**	15,589
Prepayments	**37,324**	19,471
Dividends receivable	**-**	6,458
Receivable under share purchase agreement*	**1,585,949**	1,983,110
Other receivables	**58,173**	19,471
	1,901,379	2,173,686
Less: non-current portion	**(1,236,517)**	(1,647,558)
	664,862	526,128

* During 2022, the Group entered into an agreement to acquire shares of a listed company. Under the provisions of the agreement, the Group is entitled to receive a guaranteed return over a period of 5 years, which shall be reduced by any dividends that may be declared and paid by the investee over the 5-year period. Accordingly, the Group recognised a non-current receivable of AED 1,935,301 thousand on the transaction date, using a discount rate of 8%, with a corresponding deferred income. During the year, unwinding of non-current receivable amounting to AED 146,225 thousand (2022: AED 47,808 thousand) (note 28) and amortisation of deferred income amounting to AED 387,061 thousand (2022: AED 116,647 thousand) (note 28) were recorded in the consolidated statement of profit or loss.

During the year, the Group recorded a loss of AED 169.6 million (note 28) on reassessment of the receivable under the share purchase agreement due to the change in the expected future cash flows.

Receivable under share purchase agreement is analysed in the consolidated statement of financial position as follows:

	2023 AED'000	2022 AED'000
Current	**349,432**	335,552
Non-current	**1,236,517**	1,647,558
	1,585,949	1,983,110

Movement in allowance for expected credit losses against trade receivables during the year was as follows:

	2023 AED'000	2022 AED'000
Balance at 1 January	**35,922**	21,555
(Reversal) charge for the year (net)	**(15,412)**	14,367
Balance at 31 December	**20,510**	35,922

The Group measures the loss allowance for trade receivables at an amount equal to lifetime ECL. The expected credit losses on financial assets and contract assets are estimated using a provision matrix based on the Group's historical credit loss experience and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtor operates and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Notes to the Consolidated Financial Statements
31 December 2023

14. Trade and Other Receivables (continued)

Below is the information about the credit risk exposure on the Group's trade receivables:

	Total AED'000	Not past due AED'000	<30 days AED'000	31-60 days AED'000	61-120 days AED'000	121-360 days AED'000	>360 days AED'000
31 December 2023							
Expected credit loss rate		**2.29%**	**1.97%**	**0.96%**	**1.76%**	**9.53%**	**92.51%**
Estimated total gross carrying amount at default	**207,214**	**39,131**	**16,622**	**34,181**	**45,540**	**58,094**	**13,646**
Life time ECL	**20,510**	**895**	**328**	**327**	**801**	**5,535**	**12,624**
31 December 2022							
Expected credit loss rate		6.85%	6.55%	4.56%	12.18%	17.43%	85.90%
Estimated total gross carrying amount at default	165,509	9,951	11,469	27,222	30,995	64,688	21,184
Life time ECL	35,922	682	751	1,240	3,774	11,278	18,197

15. Inventories

	2023 AED'000	2022 AED'000
Finished goods	**33,821**	22,147
Spares and consumables	**898**	797
Raw materials	**963**	3,254
	35,682	26,198
Less: allowance for slow moving inventories	**(2,955)**	(1,894)
	32,727	24,304

Movement in allowance for slow moving inventories is as follows:

	2023 AED'000	2022 AED'000
At 1 January	**1,894**	2,584
Charge (reversal) for the year (net)	**1,061**	(690)
At 31 December	**2,955**	1,894

Notes to the Consolidated Financial Statements
31 December 2023

16. Cash and Bank Balances

	2023 AED'000	2022 AED'000
Cash on hand	**2,539**	2,206
Cash at banks	**716,275**	344,237
Term deposits	**838,468**	686,703
Less: allowance for expected credit loss	**(5)**	(5)
Cash and bank balances	**1,557,277**	1,033,141
Less: term deposits with an original maturity more than three months	**(441,324)**	(200,000)
Cash and cash equivalents	**1,115,953**	833,141

Term deposits are placed with commercial banks in UAE, which carry interest rate ranging from 5.15% to 5.95% per annum (2022: 0.84% to 5.5%).

17. Share Capital

	2023 AED'000	2022 AED'000
Authorised issued and fully paid 11,200,000,000 shares of AED 0.25 each (31 December 2022: 11,200,000,000 shares of AED 0.25 each)	**2,800,000**	2,800,000

On 1 April 2021, the shareholders approved to increase the share capital of the Company from AED 300 thousand to AED 100,000 thousand, with a reduction of the par value per share from AED 1,000 to AED 1 and the issuance of 99,999,700 new shares.

On 30 September 2021, the Company's share capital was increased from AED 100,000 thousand to AED 2,100,000 thousand through the issuance of 2,000,000 thousand new shares, out of which 1,224,090 thousand shares were issued to a new shareholder for AED 5,519,700 thousand resulting in a share premium of AED 4,295,610 thousand. The new shareholder contributed cash of AED 1,834,100 thousand and investments with a fair value of AED 3,685,600 thousand.

On 27 October 2021, the shareholders approved to increase the share capital of the Company from AED 2,100,000 thousand to AED 2,800,000 thousand, with a reduction of the par value per share from AED 1 to AED 0.25 and the issuance of 2,800,000 thousand new shares. The new shares were issued to new shareholders, through the public offering conducted on 5 December 2021, for AED 3,108,000 thousand contributed in cash, resulting in a share premium of AED 2,408,000 thousand.

18. Statutory Reserve

In accordance with United Arab Emirates Federal Law No. (32) of 2021 and the Company's articles of association, the Company has established a statutory reserve by appropriation of 10% of profit for each year until the reserve equals 50% of the share capital. This reserve is not available for distribution except as stipulated by the Law.

19. Related Party Balances and Transactions

The Group enters into transactions with companies and entities that fall within the definition of a related party as contained in the International Accounting Standard (IAS) 24 Related Party Disclosures.

Related parties include the Group's major Shareholders, Directors and businesses controlled by them and their families over which they exercise significant influence in financial and operating decisions making as well as key management personnel.

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19. Related Party Balances and Transactions (continued)

19.1 | BALANCES

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

Name	Nature of relationship	2023 AED'000	2022 AED'000
DUE FROM RELATED PARTIES:			
Kalyon Enerji Yatirimlari A.S.	Joint venture	**31,038**	-
Aldar Properties PJSC	Entity under common control	**6,342**	-
TSL Properties LLC	Entity under common control	**4,783**	-
International Holding Company PJSC	Parent Company	**3,810**	2,907
Oriontek Innovation LLC ICP	Entity under common control	**2,458**	-
ATGC Transport & GC LLC	Entity under common control	**1,420**	-
National Marine Dredging Company PJSC (NMDC)	Entity under common control	**1,268**	-
International Securities LLC	Entity under common control	**642**	4,449
Pal Technology Services LLC	Entity under common control	**-**	22,736
Al Ataa Investment LLC	Entity under common control	**-**	6,769
PAL Group of Companies LLC	Entity under common control	**-**	3,308
Q Holding PJSC	Entity under common control	**-**	2,803
Reem Developers Sole Proprietorship LLC	Entity under common control	**-**	1,714
Alpha Dhabi Holding PJSC	Entity under common control	**-**	1,179
Other	Entity under common control/ other related parties	**4,351**	11,082
		56,112	56,947
Less: allowance for expected credit loss		**(1,917)**	(433)
		54,195	56,514
DUE TO RELATED PARTIES:			
Alpha Dhabi Holding PJSC	Entity under common control	**123,263**	-
Kalyon Insaat Sanyi VE Ticaret A.S	Other related party	**-**	920,587
Chimera Investments LLC	Entity under common control	**14,700**	14,700
Tamouh Investments Company LLC	Entity under common control	**5,150**	3,104
RG Procurement RSC LTD	Entity under common control	**3,905**	3,560
IMEDIA 247 LLC	Entity under common control	**2,857**	-
IMEDIA 24-7 LLC – Sharjah	Entity under common control	**1,872**	-
Reem from energy Investment Services LLC	Other related party	**1,788**	7,550
International Holding Company PJSC	Parent Company	**1,474**	-
PAL Technology services LLC	Entity under common control	**-**	4,184
Provis Real Estate SP LLC	Entity under common control	**-**	2,887
Oriontek Innovation LLC	Other related party	**-**	1,016
Other	Entity under common control/ other related parties	**5,493**	3,175
		160,502	960,763

Movement in allowance for expected credit losses against due from related parties is as follows:

	2023 AED'000	2022 AED'000
Balance at 1 January	**433**	472
Charge (reversal) during the year	**1,484**	(39)
Balance at 31 December	**1,917**	433

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19. Related Party Balances and Transactions (continued)

19.1 | BALANCES (continued)

Name	Nature of relationship	2023 AED'000	2022 AED'000
Investments in financial assets	Entity under common control	**3,554,153**	4,716,524
Right of use assets	Entity under common control/other related parties	**33,736**	7,129
Lease liabilities	Entity under common control/other related parties	**34,759**	6,692

Loans to a related party
International Energy Holding LLC, a subsidiary, signed agreements with Kalyon Enerjij Yatirimlari A.S, a joint venture of the Group, to grant loans amounting to USD 128 million and EUR 36 million in order to fund 50% of the joint venture's working capital requirements. The loans carry interest ranging from 8.25% to 10.5% per annum on outstanding principal amounts, which are payable on quarterly basis starting from 31 December 2023. The principal amounts are repayable at the end of maturity of the loans.

	Currency	Interest rates	Maturity	2023 AED'000	2022 AED'000
Related party loan 1	USD	10.5%	June 2025	**213,150**	-
Related party loan 2	EUR	10.5%	June 2025	**116,884**	-
Related party loan 3	EUR	10.5%	June 2025	**29,221**	-
Related party loan 4	USD	8.25%	September 2031	**196,613**	
Related party loan 5	USD	10.5%	September 2031	**60,637**	-
				616,505	-

Loan from related parties

	Security	Interest rates	Maturity	2023 AED'000	2022 AED'000
Related party loan 1	Secured	5%	December 2026	**31,785**	40,995
Related party loan 2	Unsecured	Interest free	April 2023	**5,015**	7,623
Related party loan 3	Unsecured	Interest free	June 2023	**-**	25,000
Related party loan 4	Unsecured	13%	April 2024	**1,662**	-
				38,462	73,618

Disclosed in the consolidated statement of financial position as follows:

	2023 AED'000	2022 AED'000
Non-current portion	**20,497**	29,707
Current portion	**17,965**	43,911
	38,462	73,618

19.2 | TRANSACTIONS

During the year, the Group entered into the following transactions with related parties:

	2023 AED'000	2022 AED'000
Revenue (entities under common control)	**49,239**	75,125
Cost of revenue (entities under common control)	**13,262**	25,180
General and administrative expenses (entities under common control)	**7,402**	5,427
Investment and other income (other related parties)	**31,868**	-

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19. Related Party Balances and Transactions (continued)

19.2 | TRANSACTIONS (continued)

Transactions and balances with a financial institution (other related party)

	2023 AED'000	2022 AED'000
Balances with a financial institution	**740,241**	385,972
Borrowings	**9,421,428**	8,324,231
Interest expense for the year	**389,563**	133,918
Drawdown	**1,500,000**	8,076,944
Repayment of borrowings	**792,764**	89,620

19.3 | KEY MANAGEMENT REMUNERATION

	2023 AED'000	2022 AED'000
Salaries and employee benefits	**19,789**	18,351
Employees end of service benefits	**1,010**	893
	20,799	19,244
Remuneration for the Directors of the Company	**9,078**	5,230

20. PARTLY-OWNED SUBSIDIARIES

Financial information of subsidiaries that have material non-controlling interests is provided below:

Proportion of equity interest held by non-controlling interests:

Name	Country of incorporation and operation	2023	2022
Emirates Driving Company PJSC	United Arab Emirates	**51.99%**	51.99%
Omorfia Group LLC	United Arab Emirates	**49%**	49%
PAL 4 Solar Energy LLC	United Arab Emirates	**20%**	20%
Media 247 Holding Ltd	United Arab Emirates	**40%**	-
LVL Technology Holding	Caymen Island	**50.62%**	-

	2023 AED'000	2022 AED'000
Accumulated balances of material non-controlling interest:		
Emirates Driving Company PJSC	**577,467**	493,811
PAL 4 Solar Energy LLC	**420,315**	184,796
Omorfia Group LLC	**198,500**	174,612
Media 247 Holding Ltd	**77,550**	-
LVL Technology Holding	**3,913**	-
	1,277,745	853,219
Profit (loss)allocated to non-controlling interest:		
Emirates Driving Company PJSC	**130,338**	121,964
PAL 4 Solar Energy LLC	**50,910**	(4,335)
Omorfia Group LLC	**23,888**	19,041
Media 247 Holding Ltd	**11,986**	-
LVL Technology Holding	**(3,052)**	-
	214,070	136,670

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20. PARTLY-OWNED SUBSIDIARIES (continued)

The summarised financial information of these subsidiaries is provided below.

Summarised statement of profit or loss of material partly-owned subsidiaries:

	DRIVE AED'000	PAL 4 AED'000	Omorfia AED'000	Media 247 AED'000	LVL AED'000
31 December 2023					
Revenue	364,056	-	382,521	101,066	937
Cost of revenue	(80,797)	-	(254,527)	(48,092)	(272)
Other income	49,367	30,505	8,553	585	-
Share of profit from a joint venture	-	228,558	-	-	-
General and administrative expenses	(81,537)	(2,790)	(69,181)	(24,434)	(6,214)
Finance cost	(4,677)	(3)	(9,631)	-	(494)
Income tax	3,842	-	(8,984)	841	13
Profit (loss) for the year	**250,254**	**256,270**	**48,751**	**29,966**	**(6,030)**
Other comprehensive profit (loss) for the year	433	(1,715)	-	-	-
Comprehensive income (loss) for the year	**250,687**	**254,555**	**48,751**	**29,966**	**(6,030)**
Attributable to non-controlling interests	**130,338**	**50,910**	**23,888**	**11,986**	**(3,052)**
31 December 2022					
Revenue	347,512	-	360,500	-	-
Cost of revenue	(71,505)	-	(254,168)	-	-
Other income	35,735		2,670	-	-
Share of loss from a joint venture	-	(14,533)	-	-	-
General and administrative expenses	(72,320)	(7,143)	(66,165)	-	-
Finance cost	(2,949)	-	(3,978)	-	-
Profit for the year	**236,473**	**(21,676)**	**38,859**	**-**	**-**
Other comprehensive loss for the year	(1,892)	-	-	-	-
Comprehensive income for the year	**234,581**	**(21,676)**	**38,859**	**-**	**-**
Attributable to non-controlling interests	**121,964**	**(4,335)**	**19,041**	**-**	**-**

Summarised statement of financial position of material partly-owned subsidiaries:

	DRIVE AED'000	PAL 4 AED'000	Omorfia AED'000	Media 247 AED'000	LVL AED'000
31 December 2023					
Non-current assets	420,076	2,666,937	294,291	135,848	6,135
Current assets	794,422	65,250	257,903	131,301	11,217
Non-current liabilities	(49,941)	-	(57,068)	(13,227)	(6,106)
Current liabilities	(53,849)	(631,836)	(89,977)	(60,047)	(3,515)
Equity (100%)	**1,110,708**	**2,100,351**	**405,149**	**193,875**	**7,731**
Attributable to:					
Equity holders of parent	**533,241**	**1,680,036**	**206,649**	**116,325**	**3,818**
Non-controlling interest	**577,467**	**420,315**	**198,500**	**77,550**	**3,913**
31 December 2022					
Non-current assets	416,590	**1,838,425**	291,071	-	-
Current assets	652,820	**12,044**	201,216	-	-
Non-current liabilities	(46,154)	**-**	(45,766)	-	-
Current liabilities	(73,450)	**(941,494)**	(90,167)	-	-
Equity (100%)	**949,806**	**908,975**	**356,354**	**-**	**-**
Attributable to:					
Equity holders of parent	**455,995**	**727,180**	**181,741**	**-**	**-**
Non-controlling interest	**493,811**	**181,795**	**174,613**	**-**	**-**

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20. Material Partly-Owned Subsidiaries (continued)

Summarised cash flow information of material partly owned subsidiaries:

	DRIVE AED'000	PAL 4 AED'000	Omorfia AED'000	Media 247 AED'000	LVL AED'000
31 December 2023					
Operating	219,279	1,345	116,643	30,986	(21,137)
Investing	(166,485)	(1,539)	(39,951)	(847)	(14,400)
Financing	(93,635)	185	(33,794)	250	41,750
Net (decrease) increase in cash and cash equivalents	**(40,841)**	**(9)**	**42,898**	**30,389**	**6,213**
31 December 2022					
Operating	259,524	**769,031**	112,690	-	-
Investing	31,275	**(947,380)**	(17,279)	-	-
Financing	(88,996)	**189,196**	(29,575)	-	-
Net increase in cash and cash equivalents	**201,803**	**10,847**	**65,836**	**-**	**-**

21. Employees' End of Service Benefits

	2023 AED'000	2022 AED'000
At 1 January	**44,647**	37,383
Acquired in business combinations (note 6)	**2,054**	30
Charge for the year	**12,501**	10,887
Paid during the year	**(5,982)**	(3,653)
At 31 December	**53,220**	44,647

22. Borrowings

Borrowings:	Security	Interest rates	Maturity	**2023 AED'000**	2022 AED'000
Term loan 1	Secured	EIBOR + 1.85%	December 2023	**-**	10,640
Term loan 2	Secured	EIBOR + 1.85%	December 2024	**74,880**	111,885
Term loan 3	Secured	EIBOR + 1.85%	September 2030	**84,094**	95,648
Term loan 4	Secured	EIBOR + 1.85%	December 2027	**130,064**	139,106
Term loan 5	Secured	EIBOR + 1.85%	November 2029	**33,254**	-
Term loan 6	Secured	3.88%	July 2027	**6,099,730**	6,096,956
Term loan 7	Secured	3.88%	August 2025	**1,003,814**	1,003,295
Term loan 8	Secured	4.2%	August 2027	**498,033**	498,448
Term loan 9	Secured	EIBOR + 0.85%	September 2025	**339,064**	507,360
Term loan 10	Secured	EIBOR + 0.85%	March 2026	**847,902**	-
Term loan 11	Secured	EIBOR + 0.85%	June 2026	**159,005**	-
Term loan 12	Secured	EIBOR + 0.85%	September 2026	**314,906**	-
Term loan 13	Unsecured	20%	January 2026	**5,396**	-
				9,590,142	8,463,338

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22. Borrowings (continued)

(i) Term loan 1 was obtained to finance 50% of the total cost of a district cooling plant project in Abu Dhabi. The loan is repayable in 15 semi-annual instalments, starting from 31 December 2015 till 31 December 2023. The loan is secured by the notarised mortgage over the Musataha rights granted to the subsidiary in respect of district cooling plot, pledge over the equipment that has been installed at capital center - Phase 4 District Cooling Project and subordination of a loan from a related party.

(ii) Term loan 2 was obtained to finance the construction of district cooling plants. In 2016, the loan was restructured, whereby the restructured term loan is repayable in 8 annual instalments with a bullet payment of the residual amount to be paid on 31 December 2024. The restructured loan is secured through personal guarantee of a related party and mortgage of the property constructed.

(iii) Term loan 3 was obtained to finance a district cooling plant. The loan was repayable in 7 semi annual instalments of AED 4.75 million each starting from 30 June 2017 till 30 June 2020 and a bullet payment of the residual amount in December 2020. During 2020, the subsidiary renewed the facility with a total limit of AED 120 million to finance the 2nd phase of the district cooling plant, which is repayable in 32 quarterly instalments with the final maturity on 30 June 2030. The loan is secured against the mortgage of plant and machineries of district cooling plant and an irrevocable corporate guarantee of a related party covering the overall facility.

(iv) Term loan 4 loan was obtained to finance a district cooling plant. The loan is repayable in 22 quarterly instalments starting from 22 June 2022 till 22 September 2027 and a bullet payment of the residual amount on 22 December 2027. The loan is secured against mortgage of plant and machineries of the district cooling plant and an irrevocable corporate guarantee.

(v) Term loan 5 was obtained to finance a district cooling plant. The loan is repayable in 20 quarterly instalments starting from 22 Feb 2025 till 22 November 2029. The loan is secured against mortgage of plant and machineries of the district cooling plant and an irrevocable corporate guarantee.

(vi) Term loans 6, 7, 8, 9, 10, 11, and 12 were obtained during the year to finance the purchase of investments. The term loans are repayable in instalments. The loans are secured against the mortgage of investments in financial assets amounting to AED 31,577,159 thousand (2022: AED 32,465,133 thousand) and the shares of a subsidiary to the Group.

(vii) Term loan 13 was obtained to provide additional working capital in the form of venture debt. The loan is repayable in monthly instalments starting in November 2023 - interest only – with principal starting to be repaid in 2024. The loan is secured with equity terms placed upon the debt.

Movement in borrowings during the year is as follows:

	2023 AED'000	2022 AED'000
At 1 January	**8,463,338**	366,930
Drawdowns	**1,543,685**	8,076,944
Reclassified to loan from related parties (note 19)	**-**	(7,623)
Transaction cost, net	**398**	(3,671)
Finance cost*	**399,267**	141,301
Repayments	**(816,546)**	(110,543)
At 31 December	**9,590,142**	8,463,338

* Finance cost of AED 6,345 thousand (2022: AED 4,718 thousand) was capitalised under property, plant and equipment with the remaining AED 392,922 thousand (2022: AED 136,583 thousand) being charged to finance cost in the consolidated statement of profit or loss.

Disclosed in the consolidated statement of financial position as follows:

	2023 AED'000	2022 AED'000
Non-current portion	**8,208,999**	8,102,301
Current portion	**1,381,143**	361,037
	9,590,142	8,463,338

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22. Borrowings (continued)

Finance cost in the consolidated statement of profit or loss consist of the following:

	2023 AED'000	2022 AED'000
Interest on borrowings	**392,922**	136,583
Interest on loans from related parties	**2,078**	-
Interest on lease liabilities (note 10)	**9,203**	6,729
Amortization of transaction cost	**1,448**	606
Bank charges	**9,986**	6,163
	415,637	150,081

23. Income Tax

	2023 AED'000	2022 AED'000
Consolidated statement of financial position - Deferred tax liabilities:		
Relating to business combinations prior to enactment of UAE CT Law	**29,790**	-
Relating to business combinations subsequent to enactment of UAE CT Law	**13,113**	-
	42,903	-
Consolidated statement of profit or loss:		
Income tax expense (net) – deferred	**28,887**	-

	Consolidated statement of financial position		Consolidated statement of profit or loss	
	2023 AED'000	2022 AED'000	2023 AED'000	2022 AED'000
Goodwill acquired through business Combination – prior to enactment of UAE CT Law*	**20,744**	-	**20,744**	-
Intangible assets acquired through business combination – prior to enactment of UAE CT Law*	**12,888**	-	**12,888**	-
Intangible assets acquired through business combination - subsequent to enactment of UAE CT Law	**13,113**	-	**(903)**	-
Fair value of investment properties	**(3,842)**	-	**(3,842)**	-
Deferred tax expense	**-**	-	**28,887**	-
Deferred tax liabilities	**42,903**	-	**-**	-

* These items mainly relate to the initial recognition of deferred tax liability in respect of the goodwill and intangible assets arising from business combination of certain UAE based entities prior to the enactment of UAE CT law.

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24. Trade and Other Payables

	2023 AED'000	2022 AED'000
Trade payables	**92,309**	56,049
Advances from customers	**65,573**	71,086
Unearned revenue (i)	**82,273**	66,338
Deferred income (note 14)	**1,431,593**	1,818,655
Accruals and other payables	**237,843**	117,513
Security deposits	**25,641**	26,924
VAT payable, net	**2,150**	1,557
Retention payable	**15,225**	17,825
	1,952,607	2,175,947
Less: non-current portion	**(1,149,959)**	(1,540,153)
	802,648	635,794
Non-current portion consists of the following:		
Unearned revenue (i)	**47,968**	48,758
Deferred income	**1,043,473**	1,431,594
Advances from customers	**32,877**	32,877
Security deposits	**25,641**	26,924
	1,149,959	1,540,153

(i) Unearned revenue is expected to be recognised in the future related to the performance obligation that are unsatisfied or partially unsatisfied as follows:

	2023 AED'000	2022 AED'000
Within one year	**33,256**	17,580
After one year but not more than 5 years	**10,684**	8,701
More than 5 years	**38,333**	40,057
	82,273	66,338

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25. Revenue

	2023 AED'000	2022 AED'000
TYPE OF GOODS OR SERVICES		
Revenue from sale of cosmetics and rendering of related personal care services	**383,458**	360,500
Revenue from consultancy, training and coaching services	**354,878**	339,418
Revenue from district cooling services	**299,007**	296,324
Revenue from media and marketing services	**248,126**	121,173
Revenue from rentals	**8,414**	8,094
	1,293,883	1,125,509
TIMING OF REVENUE RECOGNITION		
Revenue at a point in time	**671,133**	857,935
Revenue over time	**622,750**	267,574
	1,293,883	1,125,509
GEOGRAPHICAL MARKETS		
United Arab Emirates	**1,286,003**	1,119,107
Kingdom of Saudi Arabia	**7,880**	6,402
	1,293,883	1,125,509

26. Cost of Revenue

	2023 AED'000	2022 AED'000
Staff cost	**237,123**	217,919
Electricity and water charges	**81,655**	93,800
Material and consumables	**70,917**	73,065
Direct cost of advertising agency and outdoor	**87,872**	50,490
Depreciation of property, plant and equipment (note 7)	**56,815**	52,061
Rent	**17,322**	6,581
Royalty fees from district cooling	**16,265**	14,929
Depreciation of investment property (note 8)	**5,136**	5,136
Repair and maintenance	**4,581**	4,760
Depreciation of right-of-use assets (note 10)	**29,857**	26,576
Cost incurred on leased properties	**3,220**	3,205
Amortisation of intangible assets (note 9)	**2,162**	2,162
Others	**17,561**	5,667
	630,486	556,351

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27. General and Administrative Expenses

	2023 AED'000	2022 AED'000
Staff cost	**141,631**	99,994
Legal and professional fees	**38,177**	20,549
Director remuneration	**9,078**	10,996
Rent, utilities and communication	**11,496**	9,862
Depreciation of property, plant and equipment (note 7)	**19,361**	15,852
Amortisation of intangible assets (note 9)	**28,072**	18,733
Depreciation of right-of-use assets (note 10)	**8,954**	4,731
Advertising and sponsorship	**4,161**	5,626
Repairs and maintenance	**6,377**	5,444
Allowance for expected credit losses	**3,210**	14,367
Printing charges	**6,292**	-
Others	**25,963**	31,410
	302,772	237,564

28. Investment and Other Income

	2023 AED'000	2022 AED'000
Change in fair value of investments carried at fair value through profit or loss (note 13)	**(561,587)**	18,095,400
Gain on disposal of property, plant and equipment	**706**	1,133
Dividend income	**485,469**	86,625
Interest income	**85,244**	26,829
Unwinding of discount on non-current receivable (note 14)	**146,225**	47,808
Amortization of deferred income (note 14)	**387,061**	116,647
Loss on reassessment of non-current receivables	**(169,616)**	-
Reversal of expected credit losses allowance	**17,138**	-
Others	**16,689**	21,526
	407,329	18,395,968

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29. Basic Earnings Per Share

Basic earnings per share are calculated by dividing the profit for the year attributed to the owners of the Company by the weighted average number of shares in issue throughout the period as follows:

	2023 AED'000	2022 AED'000
Profit attributable to the owners of the Company (AED '000)	**330,470**	18,425,295
Weighted average number of shares (shares in '000)	**11,200,000**	11,200,000
Basic earnings per share for the period (AED)	**0.03**	1.65

As of 31 December 2023, the Group has not issued any dilutive instruments that have an impact on earnings per share when exercised.

30. Contingent Liabilities and Commitments

	2023 AED'000	2022 AED'000
Letters of guarantee	**204,712**	3,718
Letters of credit	**642**	5,918
Commitment of capital expenditure	**316,442**	124,216

The above bank guarantees were issued in the normal course of business.

31. Dividends

Dividends attributable to non-controlling interest amounting to AED 46,682 thousand was declared and paid during the year (31 December 2022: AED 44,348 thousand).

32. Segment Reporting

For operating purposes, the Group is organised into business segments as follows:

Communications includes advertisement designing, production and commercial publication printing services.

Utilities includes the installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.

Driving training includes management and development of motor vehicles driving training.

Wellness includes health, wholesale cosmetics and make-up trading, women personal care and other grooming related services.

Asset management includes investments in financial assets and financing activities related to the investments.

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32. Segment Analysis (continued)

	COMMUNICATION		UTILITIES		DRIVING TRAINING		WELLNESS		ASSET MANAGEMENT		TOTAL	
	2023 AED'000	2022 AED'000	**2023 AED'000**	2022 AED'000	**2023 AED'000**	2022 AED'000	**2023 AED'000**	2022 AED'000	**2023 AED'000**	2022 AED'000	**2023 AED'000**	2022 AED'000
Revenue	**247,362**	119,510	**299,007**	296,324	**364,056**	347,511	**383,458**	360,501	**-**	1,663	**1,293,883**	1,125,509
Cost of revenue	**(149,603)**	(79,253)	**(145,414)**	(151,056)	**(80,670)**	(70,182)	**(254,799)**	(254,169)	**-**	(1,691)	**(630,486)**	(556,351)
GROSS PROFIT	**97,759**	40,257	**153,593**	145,268	**283,386**	277,329	**128,659**	106,332	**-**	(28)	**663,397**	569,158
Investment and other income	**9,617**	49	**43,885**	4,817	**49,367**	35,859	**8,553**	2,670	**295,907**	18,352,573	**407,329**	18,395,968
Share of loss from investment in associate and joint venture	**-**	-	**228,558**	(14,533)	**-**	-	**-**	-	**-**	-	**228,558**	(14,533)
Finance costs	**(1,979)**	(612)	**(20,717)**	(10,928)	**(4,677)**	(4,347)	**(10,125)**	(3,978)	**(378,139)**	(130,216)	**(415,637)**	(150,081
General and administrative expenses	**(51,207)**	(32,537)	**(21,158)**	(29,562)	**(81,406)**	(72,368)	**(76,206)**	(66,165)	**(72,795)**	(36,932)	**(302,772)**	(237,564)
PROFIT (LOSS) FOR THE YEAR	**54,190**	7,157	**384,161**	95,062	**246,670**	236,473	**50,881**	38,859	**(155,027)**	18,185,397	**580,875**	18,562,948
Tax expense	**(5,646)**	-	**-**	-	**3,842**	-	**(27,083)**	-	**-**	-	**(28,887)**	-
PROFIT (LOSS) FOR THE YEAR AFTER TAX	**48,544**	7,157	**384,161**	95,062	**250,512**	236,473	**23,798**	38,859	**(155,027)**	18,185,397	**551,988**	18,562,948
	31 December 2023 AED'000	31 December 2022 AED'000	**31 December 2023 AED'000**	31 December 2022 AED'000	**31 December 2023 AED'000**	31 December 2022 AED'000	**31 December 2023 AED'000**	31 December 2022 AED'000	**31 December 2023 AED'000**	31 December 2022 AED'000	**31 December 2023 AED'000**	31 December 2022 AED'000
Segment assets	**307,326**	225,467	**4,205,448**	3,271,914	**1,214,497**	1,069,410	**694,928**	645,263	**35,736,450**	35,993,828	**42,158,649**	41,205,882
Segment liabilities	**164,458**	68,260	**1,173,265**	1,554,155	**103,790**	119,603	**355,568**	312,047	**10,174,956**	9,771,110	**11,972,037**	11,825,175

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33. Financial Risk Management

CAPITAL RISK MANAGEMENT

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debts.

There were no changes in the Group's approach to capital management during the year.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and bank balances. Total capital is calculated as 'equity' as shown in the consolidated statement of financial position plus net debt.

	2023 AED'000	2022 AED'000
Borrowings (note 22)	**9,590,142**	8,463,338
Lease liabilities (note 10)	**134,237**	106,862
Loan from related parties (note 19.1)	**38,462**	73,618
Cash and bank balances (note 16)	**(1,557,277)**	(1,033,141)
Net debt	**8,205,564**	7,610,677
Total equity	**28,901,501**	28,527,488
Total equity and net debt	**37,107,065**	36,138,165
Gearing ratio	**22.11%**	21.06%

FINANCIAL RISK MANAGEMENT OBJECTIVES

The Group is exposed to the following risks related to financial instruments – market risk (including foreign exchange risk, price risk and cash flow risk and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of the financial markets and seeks to optimise potential adverse effects on the Group's financial performance.

MARKET RISK MANAGEMENT

Foreign exchange risk
The Group does not have any significant exposure to currency risk as most of its monetary assets and liabilities are denominated in UAE Dirhams or in US Dollars, the latter being pegged to the UAE Dirham.

Price risk
The Group is exposed to equity securities price risk because of quoted investments held by the Group. The Group's quoted investment portfolio amounted to AED 32,929,771 thousand (2022: AED 33,873,761 thousand). At the reporting date if the prices of investments were 5% higher/lower with all other variables held constant, the Group's equity and profit or loss would have increased/decreased as follows:

	2022 AED'000	2021 AED'000
Impact on the Group's profit for the year (increase/decrease)	**1,644,656**	1,691,877
Impact on the Group's other comprehensive income for the year (increase/decrease)	**1,833**	1,811

Notes to the Consolidated Financial Statements
31 December 2023

33. Financial Risk Management (continued)

MARKET RISK MANAGEMENT (continued)

Interest rate risk
The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates. At 31 December 2023, if interest rates on the borrowings had been 100 basis points lower/higher with all other variables held constant, profit for the year would have been increased or decreased by AED 19,832 thousand (2022: AED 8,646 thousand).

CREDIT RISK MANAGEMENT

Credit risk is managed on Group basis, except for credit risk relating to accounts receivables balances. Each local entity is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions. Individual risk limits are based on management's assessment on a case by case basis. The utilisation of credit limits is regularly monitored. The Group's policy is to place cash and cash equivalents and short terms deposits with reputable banks and financial institutions.

There are no significant concentrations of credit risk within the Group. There are policies in place to ensure that services are rendered to customers with an appropriate credit history. The Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

LIQUIDITY RISK MANAGEMENT

Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with its financial liabilities when they fall due.

Ultimate responsibility for liquidity risk management rests with the management which has built an appropriate liquidity risk management framework for the management of the Group 's short, medium and long term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and funding from related parties, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturities of the Group's undiscounted financial liabilities at 31 December, based on contractual payment dates and current market interest rates.

	On demand AED'000	Less than 3 months AED'000	3 to 12 months AED'000	1 to 5 years AED'000	More than 5 years AED'000	Total AED'000
At 31 December 2023						
Borrowings	**-**	**114,630**	**1,527,893**	**8,876,689**	**58,275**	**10,577,487**
Loan from related parties	**5,015**	**11,288**	**1,662**	**20,497**	**-**	**38,462**
Lease liabilities	**-**	**12,619**	**24,950**	**68,107**	**96,884**	**202,560**
Due to related parties	**-**	**160,502**	**-**	**-**	**-**	**160,502**
Trade and other payables	**-**	**107,395**	**-**	**-**	**-**	**107,395**
Total	**5,015**	**406,434**	**1,554,505**	**8,965,293**	**155,159**	**11,086,406**
At 31 December 2022						
Borrowings	-	172,226	407,778	8,848,547	65,846	9,494,397
Loan from related parties	-	-	43,911	35,042	-	78,953
Lease liabilities	-	11,123	22,843	54,032	74,612	162,610
Due to related parties	-	960,763	-	-	-	960,763
Trade and other payables	-	73,874	-	-	-	73,874
Total	-	1,217,986	474,532	8,937,621	140,458	10,770,597

Notes to the Consolidated Financial Statements
31 December 2023

34. Fair Values

Financial instruments comprise of financial assets and financial liabilities.

Financial assets consist of bank balances, trade receivables, due from related parties, investments carried at fair value through other comprehensive income, investments carried at fair value through profit or loss and some other current assets. Financial liabilities consist of trade payables, due to related parties and some other current liabilities.

The fair values of financial instruments are not materially different from their carrying values.

FAIR VALUE HIERARCHY

The Group uses the following hierarchy for determining and disclosing the fair value of assets and liabilities by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.
Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
Level 3: Techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

The following table gives information about how the fair value of the Group's assets are determined.

Financial assets measured at fair value	Fair value as at 31 December 2023 AED'000	Fair value as at 31 December 2022 AED'000	Fair value hierarchy	Valuation techniques
Quoted equity investments – investment in financial assets	32,929,771	33,873,761	Level 1	Quoted bid prices in an active market
Unquoted equity investments – investment in financial assets	493,919	103,855	Level 3	Market approach
Assets for which fair value is disclosed				
Investment properties	164,100	148,500	Level 2	Market comparable method

There were no transfers between each of levels during the year. There are no financial liabilities which should be measured at fair value and accordingly no disclosure is made in the above table.

4

Environmental, Social and Governance

About This Report

(GRI 2-1, GRI 2-2, GRI 2-3, GRI 2-4, GRI 2-5, G7, G8, G9)

REPORTING SCOPE AND BOUNDARY

Empowering stakeholders, subsidiaries, shareholders and fostering sustainable growth within the community are at the heart of Multiply Group's corporate ethos. With that, Multiply Group presents its second annual ESG Report, representing a crucial step in the Group's ongoing sustainability journey and strong commitment to transparency, responsibility, and sustainable business practices.

Building upon the Group's previous efforts, this year's report delves deeper into its progress, achievements, and evolving strategies to align operations with international sustainability best practices. The Group is committed to transparency by providing a comprehensive overview of its sustainability approach and performance. Within the confines of the report, the acronym 'N/A' is explicitly an abbreviation denoting 'Not Available'.

This report covers the Group's operations during the period from 1 January to 31 December 2023, both in the United Arab Emirates (UAE) and in significant portfolio-operating countries, notably Turkey. Diverse portfolio companies in sectors including Media, Wellness & Beauty, Energy & Utilities, and Mobility are all integral components of the Group's sustainable business ecosystem and reporting approach.

Media	Wellness & Beauty	Energy & Utilities	Mobility
Viola Communications LLC	Omorfia Group LLC	Pal Cooling Holding LLC	Emirates Driving Company PJSC
24 7 Media Holding LLC	LVL Technology Holding	Kalyon Enerji Yatirmiliari A.S ("Kalyon") under International Energy Holding LLC	

REPORTING FRAMEWORKS AND STANDARDS

This report has been prepared in accordance with the Global Reporting Initiative (GRI) Standards.
The report is aligned with guidelines and best practices from the Sustainable Development Goals (SDGs), the Abu Dhabi Securities Exchange (ADX) ESG Disclosure Guidance, and the Abu Dhabi Economic Vision 2030.

BOARD RESPONSIBILITY

The Board of Directors at Multiply Group recognises its duty to uphold the integrity of this report. It affirms that the information presented accurately reflects the Group's current performance and confirms the adherence to the standards and frameworks referenced in the report.

Multiply Group is devoted to building a resilient, responsible, and sustainable future for all stakeholders. Through investments in energy-efficient ventures and initiatives supporting employee well-being, the Group actively seeks to make meaningful and lasting contributions to the global sustainability agenda.

ENSURING REPORTING INTEGRITY

Multiply Group undertakes every effort to ensure reporting integrity. To that end, information provided in this ESG report has been reviewed by a reputable third-party sustainability consultancy, in line with GRI reporting standards that ensure reliability, transparency, and fair representation of ESG data and information.

FORWARD-LOOKING STATEMENTS

Forward-looking statements involve uncertainty given the many external factors that could impact the business environment in which the Group operates. Multiply Group holds no obligation to publicly update or revise its forward-looking statements throughout the coming fiscal year unless required to do so by applicable laws and regulations. Finally, and as a consequence of the above, it is not within the scope of Multiply Group's internal audit team to form an opinion on these forward-looking statements.

FEEDBACK

For any queries or feedback about this report, please contact us at:
Name: Lama Al Bachir | Email: lama@multiply.ae | Phone: +97154 2172873

ESG HIGLIGHTS

Multiply Group Participated at
COP28
as Climate Supporters

Establishment of a Comprehensive
ESG
Strategy with Targets and Milestones.

20%
Female Representation within the Board of Directors.

Zero
Leaks, thefts, or losses of customer data.

Female Employees Accounting for
43.18%
for of the workforce.

Total Energy Intensity Decreased by
3.7%
from the previous year.

84.81%
of procurement spends was on local suppliers.

Leadership Message

(GRI 2-2)

Samia Toufic Bouazza
Group Chief Executive Officer & Managing Director

Over the course of Multiply Group's corporate journey, our commitment to driving transformative business practices has enabled us to leverage our operations as a force for growth and a catalyst for positive change in communities that we operate in.

First and foremost, Multiply Group participated at COP28 as Climate Supporters, proudly supporting and contributing towards the UAE's commitment to sustainability, climate action and transition towards a net-zero economy.

Internally, ESG considerations are becoming more and more integral to our decision making as we define what it means to be a responsible investor and owner.

In 2023, Multiply Group established a comprehensive ESG strategy with clear objectives and actionable initiatives for each pillar. These include enhancing governance structures to champion sustainable performance, studying ways to integrate ESG risks into operational risk management (this will continue into 2024), positioning Multiply Group as an employer of choice and elevating the role of portfolio companies in our ESG strategy.

This year's report highlights this progress in a comprehensive manner and sheds light on our ongoing and future plans to embed ESG further in our operational model. We have worked alongside our subsidiary companies to establish a robust set of baseline data, recognizing that ESG is not merely about risk management but a significant avenue for growth, innovation, and igniting positive change. As the Group continues to grow, reflecting this across all aspects of our operations is a key priority.

Our strategy going forward places a strong emphasis on fostering a culture of collaboration, innovation, and capacity-building across the Group and its subsidiaries. In line with this objective, priorities include a continued focus on employee wellbeing and empowerment, as well as engaging with subsidiaries and our collective stakeholders to foster positive impacts and support sustainable growth.

Our commitment to sustainable impact is reflected in our actions. Multiply Group will continue to set high standards, work collaboratively towards our goals, and play a meaningful role in our community.

Multiply Group Overview

Abouts Us

Unlocking Potential and Pioneering a new Responsible Investment Mindset

With its trademark growth mindset, Multiply Group PJSC is an Abu Dhabi-based holding company that invests in transformative cash-generating businesses it understands. The firm is a strategic entity committed to transparency, responsibility, and the creation of sustainable value in collaboration with its stakeholders.

Strategic Arms:

1. **Multiply:**
   Focused investments and operations in enduring strategic verticals such as Mobility, Energy and Utilities, Beauty and Wellness, and Media. These investments provide long-term recurring income, fortified by strategic bolt-on acquisitions.

2. **Multiply+:**
   A flexible, sector-agnostic, and opportunistic investment arm adhering to disciplined investment practices, ensuring consistent, sustainable value creation.

Investment Philosophy, Growth Platforms & Authentic Leadership:

Multiply Group identifies and capitalises on growth themes within the markets it operates in. By establishing platforms that align with these themes and leveraging its trusted network, the Group collaborates with industry-specific experts to unlock the potential of businesses.

The Group's leadership comprises of seasoned investment and management professionals. With a proven track record in growing companies across diverse industries and countries, the team facilitates growth by providing access to capital, strategic insight, commercial acumen, collaborative ecosystems, and technology that empowers human potential.

The organisation fosters an environment founded on trust and shared values, leveraging its team's talent and determination. Acknowledging that the best is always yet to come, the Group makes decisions based on what is right, not what is easy. As Multiply navigates the challenges and opportunities ahead, it remains steadfast in its dedication to creating value, unleashing potential, and shaping a future where growth knows no bounds, with an unwavering commitment to responsible and sustainable business practices.

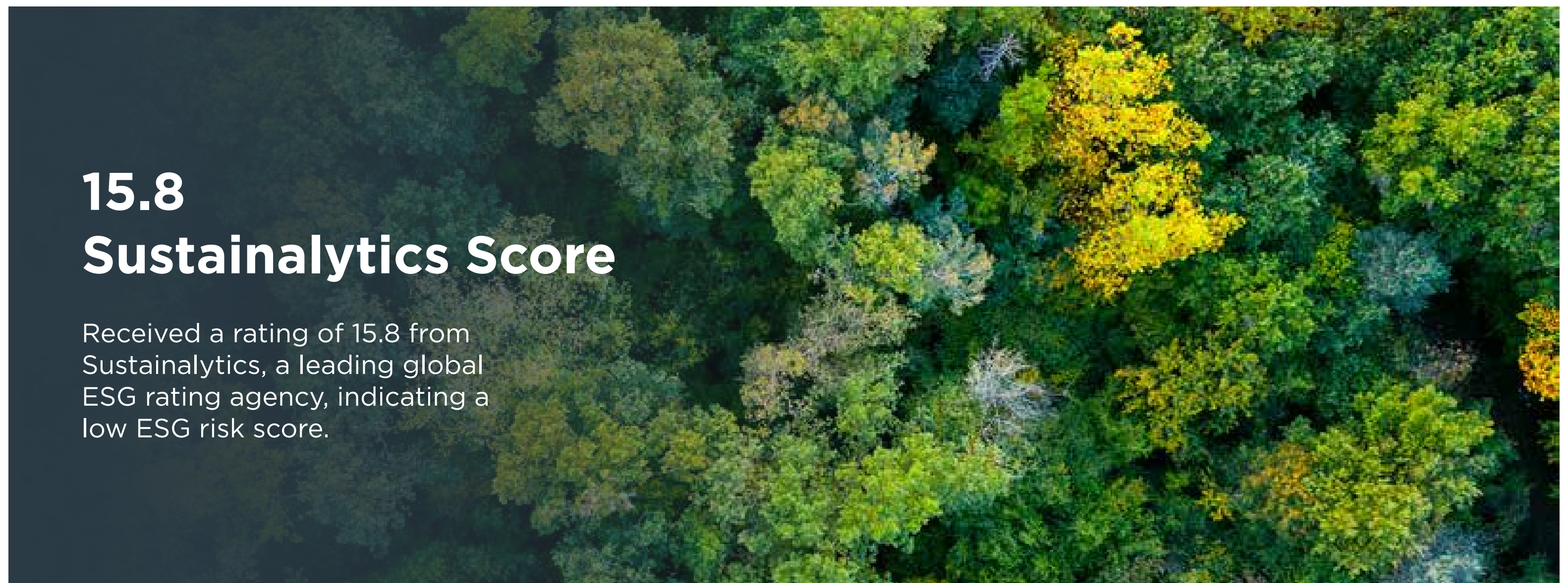
Our Sustainability Journey

(GRI 2-12, GRI 2-13, GRI 2-14, GRI 2-22, GRI 2-29, GRI 2-30, GRI 3-1, GRI 3-2)

Our Sustainability Journey

Building upon the foundations set in 2022, Multiply Group maintains a commitment to ESG principles and to aligning progress and goals with local, regional and international standards on critical global platforms.

2022	2023	2024
Multiply Group laid the groundwork for the start of its sustainability journey by developing a practical and action-oriented framework, which outlined ESG pillars and key material topics for the company, ranked on their level of importance.	Multiply Group established a comprehensive ESG strategy, including clear objectives and actionable initiatives for each pillar. The Group also built upon the foundational work undertaken in 2022, streamlining and focusing material topics and areas of impact.	Multiply Group is committed to continuous improvement in this area. In 2024, the Group began on developing an ESG Integration Framework to seamlessly incorporate ESG factors into our investment analysis, due diligence approach, and operational decision-making processes.



As a holding company, Multiply recognises its role in driving progress and positive change in the ESG landscape. The Group understands the importance of leveraging ESG to maximise for growth, innovation, and positive change, as embracing ESG principles is not just about managing risks but also about contributing to the creation of long-term value for society.

The Group plays a key role as a responsible investor, integrating ESG principles into investment strategy and decision-making processes. As responsible owners, the Group also ensures that this impact extends through the operations of portfolio companies, guiding them to incorporate ESG considerations into the way they work.

Our Sustainability Framework

Multiply Group's established sustainability framework is comprised of four key pillars:

Robust Foundations → Growing Our Human Capital → Investing in a Sustainable Future → Managing Our Influence

The framework addresses both internal responsibilities and external ESG opportunities. Aligned with the Group's strengths, mission-driven values, and organisational scope, it serves as a strategic roadmap for responsible corporate behaviour. Emphasising solid internal practices, workforce development, responsible resource allocation, and ethical business practices, the framework underscores a commitment to sustainability and long-term success.

Each ESG priority fits within this framework and guides decision-making, facilitating targeted actions that contribute to sustainable impact in line with priority areas and material topics. Through this integrated approach, the sustainability framework becomes a practical tool that drives meaningful change within the organisation. It fosters a culture of accountability, where year after year, Multiply Group assesses and refines ESG efforts within this framework to make a consistent, lasting, and positive impact on the Group's stakeholders and the broader community.

Materiality Assessment & Stakeholder Engagement

Materiality Assessment

The materiality assessment is a pivotal component of the Group's commitment to transparent and responsible business practices. A rigorous evaluation process was used to identify and prioritise the environmental, social, and governance issues that have the most significant impact on the Group's operations while addressing stakeholder concerns.

This assessment involves engagement with key stakeholders to understand the issues that are most material to them. Aligning them with the Group's business strategy ensures that sustainability efforts are focused on addressing the issues that are most impactful and relevant to Group operations.

In 2023, the Group initiated a process to streamline its sustainability priorities into 11 key topics, ensuring that the sustainability strategy remains both comprehensive and strongly focused on the issues most critical to stakeholders.

Multiply Group's Revised Material Topics Universe.

Environmental	Social	Governance
Climate Change	Diversity, Inclusion & Talent Management	Responsible Ownership & Investing
Managing Environmental Impacts	Employee Engagement & Wellbeing	Robust Governance
	Community Support & Development	Innovation & Technology
	Responsible Supply Chain	Privacy & Information Security
		Financial & Economic Performance

Stakeholder Engagement

Stakeholder	Methods of Engagement
Shareholders	• Company website • Investor relations • Public reports • Annual General Meetings (AGM) • Press releases
Employees	• Performance appraisals • Employee satisfaction surveys • Company events • Town halls • Public reports • In 2022, an ESG awareness raising session activity was conducted by third-party sustainability consultants for executives and Board members.
Community	• Company website • Community events • Public reports
Government and regulators	• Public reports • Executive and senior management engagement meetings • Compliance with laws and regulations
Portfolio companies	• Participation in Board meetings • Regular reporting • Business-related support • Public reports • Guidance on data and reporting requirements. • Annual Growth X Strategy day
Financial partner	• Public reports • Periodic financial reporting requirements • Executive and senior management engagement meetings
Business Partner	• Public reports • Tendering process • Supplier relations • Company website

Our Sustainability Strategy and Commitment to the SDGs

Our Sustainability Strategy:

Multiply Group's vision for sustainable impact is to lead the way in responsible investment for a sustainable and inclusive tomorrow, **underpinned by the belief that responsible investment is key to a resilient future for all stakeholders.**

Central to this strategy is the establishment of an ESG blueprint and a strategy that encompasses a comprehensive roadmap of actions, both immediate and long-term, to lay the groundwork for effective implementation. Immediate actions are focused on embedding ESG principles into core business processes and decision-making frameworks, fostering a culture of responsibility and awareness across the Group.

Commitment to the Sustainable Development Goals:

In aligning our sustainability strategy with both our designated material topics and the Sustainable Development Goals (UN SDGs), we have contributed to several SDGs over the course of 2023, expanding our impact from addressing 11 to 14 SDGs this year. This dual, dynamic approach is marked by an ongoing analysis of material topics relevant to the scope of our impact.

Pillar 1: **Robust Foundations**	Pillar 2: **Growing our Human Capital**	Pillar 3: **Investing in a Sustainable Future**	Pillar 4: **Managing our Influence**
Objectives: Enhance governance structures to champion sustainable and ethical performance while integrating ESG risks into organisational risk management. This includes creating an ESG framework for onboarding new subsidiaries into the Group's overall portfolio. Strengthen culture of integrity, ethics, and human rights as foundational values, ensuring data security and resilience against corruption.	**Objectives:** Position Multiply Group as an employer of choice, emphasising workplace diversity, safety, and well-being.	**Objectives:** Shape the investment landscape with ESG-centric decision-making and elevate portfolio companies' ESG standards. Balance fiscal growth with ESG commitments, fostering technological solutions for sustainability challenges where deemed appropriate	**Objectives:** Drive alignment with UAE climate and environmental initiatives while leading in sustainable energy adoption. Champion community development, ensuring an ethical and resilient supply chain.
Material Topics Robust Governance Privacy & Information Security	**Material Topics** Diversity, Inclusion & Talent Management Employee Engagement & Wellbeing	**Material Topics** Responsible Ownership & Investing Financial & Economic Performance Innovation and Technolog	**Material Topics** Climate Change Managing Environmental Impacts Community Support and Development Responsible Supply Chain
SDG Alignment SDG 8. Decent Work and Economic Growth SDG 16. Peace, Justice, and Strong Institutions	**SDG Alignment** SDG 3: Good health and wellbeing SDG 4. Quality education SDG 5. Gender equality SDG 8. Decent work and economic growth SDG 10. Reduced inequalities	**SDG Alignment** SDG 7. Affordable and clean energy SDG 8. Decent work and economic growth SDG 9. Industry, innovation and infrastructure	**SDG Alignment** SDG 11. Sustainable cities and communities SDG 12. Responsible consumption and production SDG 13. Climate action SDG 17. Partnerships for the goals

Pillar 1: Robust Foundations

This pillar focuses on ensuring robust governance structures, overseeing compliance, championing sustainable practices, and integrating ESG risks into the Group's organisational risk management approach. By prioritising ESG-centric leadership and fostering a culture rooted in ethics and human rights, Multiply Group fosters strong corporate governance, which is critical for building stakeholder trust and setting an example for subsidiaries to follow.

Pillar 2: Growing our Human Capital

Initiatives related to this pillar revolve around the development and wellbeing of the Group's most valuable asset: its people. Investing in employees is pivotal for sustainable growth, innovation, and delivering on the Group's vision. By focusing on diversity, safety, and wellbeing Multiply Group attracts top talent, drives innovation, and boosts productivity.

Pillar 3: Investing in a Sustainable Future

Priorities under this pillar consist of shaping the investment landscape with ESG-centric decision-making. This involves considering material ESG factors in all investment decisions, engaging with portfolio companies on ESG, aligning financial growth with ESG commitments, and supporting subsidiaries to do the same.

Pillar 4: Managing our Influence

Action under this pillar revolves around ensuring positive environmental and community impacts. It involves aligning with UAE and global climate and environmental initiatives, adopting sustainable energy solutions, championing community development, supporting local businesses and ensuring an ethical supply chain, among other key initiatives.

Robust Foundations

(GRI 2-9, GRI 2-10, GRI 2-11, GRI 2-15, GRI 2-16, GRI 2-17, GRI 2-18, GRI 2-19, GRI 2-20, GRI 2-21, GRI 2-23, GRI 2-24, GRI 2-25, GRI 2-26, GRI 2-27, GRI 205-1, GRI 205-2, GRI 205-3, S1, S9, S10, G2, G3, G4, G5)

SDG contributions of pillar:

8 DECENT WORK AND ECONOMIC GROWTH

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

Areas of alignment with the Abu Dhabi Economic Vision 2030:

Develop a Sufficient and Resilient Infrastructure Capable of Supporting the Anticipated Economic Growth

Material Topics:

- Robust Governance
- Privacy & Information Security

At the core of Multiply Group's commitment to creating value beyond shareholder returns lies a dedication to good governance and integrity. The Board of Directors is committed to guiding the company and its operations, ensuring compliance with pertinent laws and risk controls, and maintaining consistent ethical conduct and practices.

Responsible Governance

Establishing a responsible governance framework is crucial to ensure ESG-related considerations are embedded into operations. Such a framework enables ethical decision-making, fosters transparency, and ultimately safeguards the long-term interests of the Group.

This section delves into material topics that define the organisation's commitment to robust governance, outlining its approach to responsible and ethical business practices, a key priority for Multiply Group. These material priorities collectively represent the core principles guiding the Group's operations.

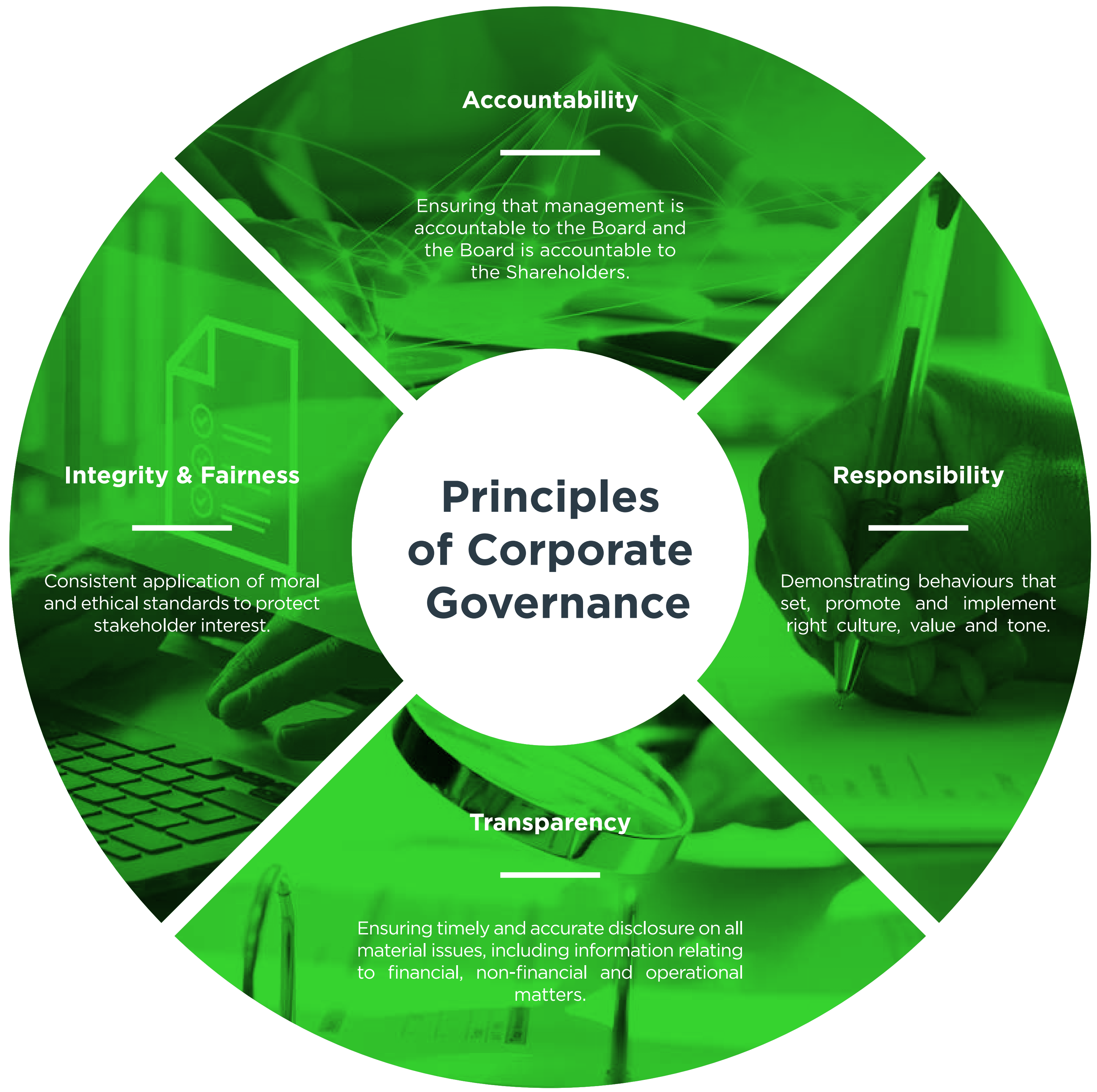
Focus Areas:

- Corporate Governance
- Business Ethics
- Compliance and Anti-Corruption
- Risk Management
- Transparent Reporting
- Human Rights

Multiply Group's commitment to robust corporate governance is rooted in four fundamental principles: accountability, responsibility, transparency, and integrity & fairness, which have guided the Group since its inception and serve as the bedrock for all functions and operations.

To implement these principles, the Group established specific guidelines and processes outlined in the Corporate Governance Manual and comprehensive set of operational policies, which was further strengthened in 2023 with the development of a Whistleblower Policy. The Whistleblower policy has served as a safe space for employees across all subsidiaries to flag any issues to be investigated by Multiply Group.

These underpin all of the company's work and act as a comprehensive reference, ensuring that every aspect of operations align with these core principles and meets regulatory requirements set by the UAE's Securities and Commodities Authority (SCA), Federal laws on commercial companies, the ADX, and other relevant regulations.



Corporate Governance: Multiply Group's Policies		
Corporate Governance Manual	Disclosure and Transparency Policy	Conflict of Interest Policy
Delegation of Authority Policy Framework	Anti-fraud Policy	Information Security Policy
Inside Trading Supervision Committee Charter	Compliance Management Policy	Code of Conduct
Share trading Policy	Investor Relation Policy	Whistleblower Policy

In 2023, the Group worked towards enhancing its governance structure by integrating essential ESG-specific elements. Multiply aims to lead by example, aligning practices and policies with leading corporate sustainability assessment guidelines to meet the highest global standards in ESG governance.

Towards the end of 2023, Multiply Group began developing the group's position statements addressing key issues covering environmental, social, and governance aspects. Expected to be published in 2024, these position statements will outline the Group's official stance on a variety of topics, building upon existing policy-governance frameworks and reflecting a commitment to sustainability leadership.

Board Structure

The Board of Directors is dedicated to meeting the Group's goals through strategic direction, effective leadership, and active engagement. In 2023, the Board consisted of five members, including four non-executive directors, elected by the General Assembly and showcased a strong diversity in perspectives, skills, and experiences. Board meetings occurred four times with a 90% attendance rate and a 20% female representation.

The Corporate Governance Manual mandates the separation of roles for the Board Chairperson and CEO. This practice, followed by 80% of portfolio companies, reinforces governance best practices.

The Board is responsible for overseeing the Group's performance and guiding its strategic direction and growth. Key actions in this area include approving the yearly Annual Budget and Business Plan and routinely reviewing updates from members of management. Over the course of 2023, Multiply's Board oversaw a robust acquisition plan for the Group and approved various investments. The Board also fulfilled compliance requirements by reviewing the proposed amendments to the Articles of Association of Company regarding commercial companies, as per the requirements of Federal Law No. (32)/2021.

An annual performance evaluation, encompassing both the Board and its committees, ensures the maintenance of excellence standards. Priorities and action plans are developed based on evaluation results. Board Committees, including Audit, Nomination and Remuneration, and Insider Trading, play pivotal roles in overseeing governance, risk management, remuneration, and monitoring insider transactions. The auditors' exclusive focus on audits, without engaging in other fee-based work, exemplifies a commitment to transparency. For comprehensive details on Multiply's Board, including attendance rates and professional backgrounds, consult the 2023 Corporate Governance Report.

ESG Governance

The Group has steadily been building upon sustainability initiatives and broadening responsibilities relating to ESG activities. Since 2021, managers from key functions, including finance, strategy, and legal, have played a central role in shaping the sustainability framework and developing new policies for the Board's approval.

In 2022, Board members engaged in ESG-focused awareness sessions led by experienced third-party consultants and executives from portfolio companies covering anti-corruption, bribery, human rights, and the integration of ESG considerations into investment decisions. In 2023, awareness sessions were held on the topic of ESG as a key tool to mitigate financial and operational risks, and on the importance of aligning short and long-term business strategies with the UAE's sustainability goals. Attendees included the Multiply Group Chairman, as well as all Group subsidiaries' CEOs and their top executive teams.

This past year, Multiply Group appointed functional responsibilities for executing sustainability-related activities as part of a three-year strategic development plan. The Multiply ESG strategy team is actively involved in hands-on engagement and consultation with portfolio companies regarding ESG awareness-building and reporting. A core part of this strategy includes supporting new subsidiaries with introductory onboarding sessions on ESG risks, opportunities and reporting as well as annual refresher ESG awareness sessions for all portfolio companies.

Business Integrity

Multiply Group's Code of Conduct and Business Ethics, applying to all staff categories, encompasses a wide array of ethical considerations essential to Group operations. Covering areas like ethics, compliance, anti-trust, bribery, corruption, gifts, entertainment, fraud, donations, conflicts of interest, money laundering and other relevant topics, the Code is fundamental to the onboarding process, requiring acknowledgment and compliance certification from each employee.

Compliance is central to the Code, emphasising adherence to anti-trust, competition and fair dealing laws. It stresses the responsibility of employees, especially those in marketing, sales, and purchasing or dealing with competitors, to grasp and follow relevant competition laws. Additionally, the Code explicitly prohibits bribery in various forms, emphasising the appropriate legal consequences and disciplinary actions for violations.

Across the portfolio, all companies maintain a Code of Conduct and Business Ethics, reflecting the Group's commitment to ethical standards. Detailed policies within the ethics framework address key areas such as conflicts of interest, whistle-blower protocols, anti-fraud measures, and securities trading. These policies collectively define roles, provide avenues for reporting concerns about criminal or unethical conduct, and outline principles for maintaining ethical standards in dealings with external parties.

Multiply Group is conscious that having robust policies, procedures and internal controls in place is integral to discourage and prevent errors and fraudulent activity by management, employees and third parties. Efforts are underway to establish a comprehensive and effective Fraud Prevention, Detection, and Mitigation Framework. Based on the results of a risk gap assessment exercise completed in 2022, throughout 2023 the Group began preparing the implementation of programmes that encourage managers and staff to report any instances of suspected fraud and other inappropriate actions. The programme will include policies, procedures, and structures to ensure its effectiveness, and an internal controls framework to manage risks at an operational level. This preparation phase, projected to be completed in mid-2024, includes providing and allocating the personnel and financial resources to establish and execute the programme.

Risk Management

Effective risk management is a crucial component of company success, particularly when viewed through an ESG lens. With a comprehensive risk management approach and system in place, Multiply Group gains insights into potential risks and opportunities related to sustainability and ethical practices.

Multiply Group has robust risk management structures, governance systems, and policies in place. This positions the company to capitalise on opportunities aligned with responsible business practices, fostering resilience and sustainability.

Human Rights

Multiply Group has a robust approach to upholding human rights across the organisation and has zero-tolerance for violations. Group policies align with UAE laws, specifically prohibiting forced labour and discrimination based on various factors including gender, race, colour, sex, religion, national or social origin or disability. Employment of children below the age of 15 is also strictly prohibited.

This commitment extends to suppliers, with active engagement on human rights issues and the reserved right to terminate relationships with those in violation. In 2023, the Group delivered 10 hours of human rights training to key personnel, and ongoing efforts include the rollout of an awareness campaign to enhance internal understanding on these critical issues.

Human Rights Training		
	2022	2023
Total training hours	8	10

These initiatives collectively underscore our dedication to fostering a culture of compliance, anti-corruption, and the protection of human rights within Multiply Group and its affiliated entities.

Privacy and Information Security

Privacy and Information Technology is a key priority for Multiply Group, enforced through comprehensive policies. These policies, encompassed in the Code and extended through specific directives, uphold the principles of privacy, confidentiality, and information security, and ensure that operations align with General Data Protection Regulations (GDPR) to promote a secure digital environment. Complementing these efforts, in 2023 Multiply Group introduced measures to comply with the guidelines laid out by the GDPR.

	2022	2023
Total number of complaints received from outside parties and substantiated by the organization	0	0
Total number of complaints from regulatory bodies	0	0
Total number of identified leaks, thefts, or losses of customer data	0	0

Privacy, Confidentiality, and Information Security policies are reinforced through comprehensive employee training programmes, aligning with GDPR. In 2023, a total of 60 training hours were provided, representing a 20% increase on the previous year. The training included immersive scenarios simulating potential threats, education on various online threats, methods to identify them, best practices for internet and computer usage, and protocols to follow when suspicions arise. By embedding these policies within the organisational framework, Multiply Group also aims to foster a culture of awareness and preparedness among employees.

A breakdown of the employee training on data security:

	Type of training provided	Number of employees that completed the training	Number of total equivalent training hours
2022	Data security /Cybersecurity	50	60
2023		50	60

Transparent Reporting

Transparent reporting serves as a cornerstone for corporate accountability and is key for companies to foster trust among stakeholders and provide a clear and accurate depiction of the Group's financial health, operational performance, and adherence to ethical standards.

Transparent reporting not only meets UAE regulatory requirements but also enables investors, shareholders, and the broader public to make informed decisions. For holding companies with diversified portfolios such as Multiply Group, transparent reporting is even more critical as it offers insights into the collective performance of subsidiaries and reinforces the commitment to responsible and sustainable business practices. By openly communicating financial results, strategic objectives, and ESG initiatives, Multiply Group seeks to enhance its credibility and contribute to the broader narrative of corporate transparency in the global business landscape. Consistently adhering to best guidelines and practices, this ESG report provides an overview of Multiply Group's work, approaches, strategies, and achievements in this space.

Growing our Human Capital

(GRI 2-9, GRI 2-10, GRI 2-11, GRI 2-15, GRI 2-16, GRI 2-17, GRI 2-18, GRI 2-19, GRI 2-20, GRI 2-21, GRI 2-23, GRI 2-24, GRI 2-25, GRI 2-26, GRI 2-27, GRI 205-1, GRI 205-2, GRI 205-3, S1, S9, S10, G2, G3, G4, G5)

SDG contributions of pillar:

Areas of alignment with the Abu Dhabi Economic Vision 2030:

Drive Significant Improvement in the Efficiency of the Labor Market

Develop a Highly Skilled, Highly Productive Workforce

Material Topics:

Diversity, Inclusion & Talent Management

Employee Engagement & Wellbeing

Our Workplace Culture and Values

Multiply Group's workplace culture is centered around the core belief that team members are essential to achieving the Group's goals. The Group empowers its employees, ensures their wellbeing, and fosters a strong team culture and an environment where every team member feels valued and has the necessary resources for success. This culture translates into a workplace that balances empowerment with accountability.

In 2023, Multiply Group continued its commitment to workforce diversity and cultivating an inclusive workplace. With a total of 44 employees, comprising 19 women and 25 men, the Group has experienced an impressive near 30% growth in its workforce since 2022. As the team expands in line with the Group's growth, stable and full-time positions are consistently prioritised over temporary or part-time roles. Employee statistics also demonstrated a consistently balanced gender distribution, with women accounting for 43.18% of the workforce and men for 56.82%.

Initiatives relating to employee wellbeing reflect a commitment to creating a workplace where employees thrive both personally and professionally. Moving forward, Multiply Group is committed to elevating human capital, recognising that a fulfilled and motivated team is crucial for sustained success. In early 2024, the Group will welcome a People Director to shape human resources strategy. This strategic framework will focus on three key areas – employee retention, development, and succession planning. The goal is not only to attract top talent but also to create an environment that supports continuous growth, learning, and long-term career progression.

Employee breakdown:

	Total
2022	34
2023	44

	Female	Male	Female %	Male %
2022	16	18	47.06%	52.94%
2023	19	25	43.18%	56.82%

Talent Management, Engagement, & Retention

Multiply Group is committed to creating a dynamic, supportive, and high-performing workplace through a sustainable and holistic approach to talent management and a strong emphasis on supporting employee wellbeing. The company places a strong focus on talent management, engagement, and retention to create a thriving and empowered working environment.

The company also actively fosters a culture of continuous learning and knowledge-sharing. Informal training opportunities are encouraged, with employees provided relevant books to read, summarise, and share insights with the team bi-monthly. Macro-sessions are held 4 times a year, ensuring that all employees are well informed on the wider economic and political landscape. The sessions include updates on the global economic outlook, the regional economy and political consideration in key markets.

Employee Training breakdown:

	Total Training Hours			
	Labour	Entry Level	Mid Level	Senior Manager
2022	0	0	556	1,300
2023	3	367	1,450	1,700

	Average Training Hours per Employee			
	Labour	Entry Level	Mid Level	Senior Manager
2022	0.00	0.00	29.26	130.00
2023	0.60	40.78	90.63	130.77

In a strategic and forward-looking move, Multiply Group implemented informal job rotations in 2023, allowing the investment and portfolio management teams to collaborate and provide a comprehensive understanding of the deal lifecycle. The Group's incentives structure is linked to sharing and building knowledge within and across teams, reinforcing a collaborative and informed work culture. The commitment to employee development was supported by consistent performance reviews for all employees in 2022 and 2023.

Employee wellbeing is also a key priority, with Multiply Group spearheading two key initiatives to provide benefits to all group-level and subsidiary employees. Firstly, the partnership with MyBenefits offers diverse perks to all 3,000+ employees across the Group, ranging from F&B to grooming and nursery education.

Secondly, a commitment to mental and emotional health is demonstrated through a collaboration with LVL Wellbeing, which provides access to on-demand wellness content. In addition, Multiply Group launched the Ma'ak initiative for group-level employees, providing them with monthly confidential, 1:1 virtual sessions with one of two available licensed psychologists. This research backed approach combines principles from positive psychology, counselling and coaching to enhance employee wellbeing. Ma'ak is the Arabic word for 'with you'.

Employee hire/turnover breakdown:

	Total New Hires (Gender)			
	Female	Male	Female %	Male %
2022	6	11	50.00%	61.11%
2023	5	14	21.05%	40.00%

	Total New Hires (Age Group)					
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old%	Between 30-50 years old%	Over 50 years old%
2022	7	9	0	28.57%	37.04%	0.00%
2023	4	14	1	12.50%	30.77%	33.33%

	Total Employees that left (Gender)			
	Female	Male	Female %	Male %
2022	5	0	31.25%	0.00%
2023	3	2	15.79%	8.00%

	Total employees that left (Age group)					
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old%	Between 30-50 years old%	Over 50 years old%
2022	1	4	0	14.29%	14.81%	0.00%
2023	0	4	1	0.00%	10.26%	33.33%

	Employee Turnover %	Employee Hire %
2022	27.00%	50.00%
2023	23.00%	36.00%

Breakdown of employees who received performance reviews:

	Total Employees	
	Female %	**Male %**
2022	100%	100%
2023	100%	100%

Workforce Equity & Inclusion

In 2023, Multiply Group remained dedicated to fostering workforce equity and inclusion, in alignment with the Code of Conduct and commitment to fair employment practices. The Group has a team of highly experienced investment and management professionals with diverse backgrounds and a total of 18 nationalities.

Multiply Group's commitment to diversity is reflected in the workforce. Additionally, the Group emphasises age inclusivity, with a notable percentage of employees falling within the 30-50 age group. The Group has zero tolerance for discrimination and harassment, including sexual harassment, in the workplace.

	Total Employees by Job Category and by Gender							
	Labour		Entry-Level		Mid-Level		Senior Management	
	Male	Female	Male	Female	Male	Female	Male	Female
2022	Not Applicable	Not Applicable	50.00%	50.00%	37.50%	62.50%	70.00%	30.00%
2023	Not Applicable	Not Applicable	33.34%	66.66%	62.50%	37.50%	66.66%	33.34%

	Total Employees by Job Category and by Age Group											
	Labour			Entry-Level			Mid-Level			Senior Management		
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old
2022	Not Applicable	Not Applicable	Not Applicable	33.33%	66.67%	0.00%	26.32%	68.42%	5.26%	0.00%	100.00%	0.00%
2023	Not Applicable	Not Applicable	Not Applicable	0.00%	100.00%	0.00%	25.00%	68.75%	6.25%	0.00%	91.67%	8.33%

Managing our Influence

SDG contributions of pillar:

11 SUSTAINABLE CITIES AND COMMUNITIES

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

13 CLIMATE ACTION

Areas of alignment with the Abu Dhabi Economic Vision 2030:

Develop a Sufficient and Resilient Infrastructure Capable of Supporting the Anticipated Economic Growth

Material Topics:

Climate Change

Managing Environmental Impacts

Community Support & Development

Responsible Supply Chain

Preserving our Natural Resources

(GRI 302-1, GRI 302-2, GRI 302-3, GRI 303-5, GRI 305-1, GRI 305-2, GRI 305-3, GRI 305-4, GRI 306-3, GRI 2-27, E1, E2, E3, E4, E5, E6, E7, E8. E9, E10)

Multiply Group recognises the critical importance of responsible management of natural resources in achieving growth, while also making progress on sustainability goals. In the medium to long-term, we aim to enhance the Group's performance using the minimal amount of resources possible by leveraging digital transformation and AI tools.
As a group, we monitor and report our greenhouse gas emissions and energy data, as this is key in helping us understand our environmental impact, set benchmarks, and continually improve our resource management strategies to achieve our goal. Overall emissions data serves as a valuable tool in our journey towards minimising our carbon footprint and fostering a more sustainable future.

In 2023, Multiply emitted a total of 26,760.19 MT of CO2e, a yearly increase of 1.1% compared to 2022. These account for Scope 1 and 2 emissions, representing direct emissions and indirect emissions from purchased energy consumption, notably electricity. Multiply's total energy intensity, which measures these emissions relative to the company's number of employees, amounted to 637.15 MT of CO2e per employee, representing a 3.7% decrease from the previous year. These numbers provide a normalised metric for assessing environmental impact over time and showcase a general decrease in emissions relative to growth in 2023. This reduction is attributable to improved energy efficiency and processes, as Multiply Group shifted its operations to a more energy efficient office space this year.

Emission and Intensity Data:

Scope	2022	2023
Scope 1	11.23	12.19
Scope 2	15.52	14.87
Total Emissions (MT CO2e)	26.75	27.06

Scope	2022	2023
Scope 1 - Intensity	0.28	0.29
Scope 2- Intensity	0.38	0.35
Total Emissions Intensity (MT Co2e/employee)	0.67	0.64

			Unit	2022	2023
Energy Consumption	Fuel Consumption	Petrol	GJ	160.83	174.23
	Electricity Consumption		GJ	138.50	133.67
	Chilled Water		GJ	N/A	N/A
	Total Direct Energy Consumption			160.83	174.23
	Total Indirect Energy Consumption			138.50	132.67
	Total Energy Consumption			299.32	306.90

Energy Intensity (GJ/Employee)	2022	2023
Direct Energy Intensity	4.02	4.15
Indirect Energy Intensity	3.46	3.16
Total Energy Intensity	7.48	7.31

Climate Change

(GRI 302-1, GRI 302-2, GRI 302-3, GRI 303-5, GRI 305-1, GRI 305-2, GRI 305-3, GRI 305-4, GRI 306-3, GRI 2-27, E1, E2, E3, E4, E5, E6, E7, E8. E9, E10)

As an investment firm, Multiply Group plays an important role in addressing global environmental challenges through its portfolio. Currently, investments are supporting crucial work to address challenges associated with energy consumption and climate change.

Multiply Group is developing a comprehensive framework to integrate ESG considerations, with a specific focus on climate-related risks and opportunities, into due diligence and investment processes. This initiative involves the development of a responsible investment policy tailored to the unique aspects of Multiply Group's investment strategy, a governance structure designed for effective implementation, as well as a methodology for integrating ESG principles into existing subsidiaries and investments.

The Group engages with portfolio companies to support them in effectively managing the climate-related risks and impact of their operations. This involves collaborating to develop comprehensive greenhouse gas inventories and implementing accounting procedures. This builds a solid foundation for strategically reducing the environmental footprint and climate impact of operations across subsidiaries. Through diverse CSR initiatives, the Group also channels resources into projects that contribute to a sustainable future, from water pollution management to afforestation.

Community Support & Development

(GRI 203-2, GRI 204-1, GRI 308-1, GRI 413-1, GRI 414-1, S12)

In 2023, the CSR strategy focused on key social and environmental challenges, prioritising carbon footprint reduction, sustainability through energy efficiency, and active community engagement. In the UAE's Year of Sustainability, the Group's CSR initiatives delivered clear results in these areas. Collectively, employees volunteered for 650 hours, engaging in company-led CSR activities and initiatives.

Partnering with 4ocean, the Group offset 100,000+ pounds of plastic waste, contributing to global ocean clean-up efforts. The Group also planted 5,000 mangrove trees in Abu Dhabi, engaging employees in hands-on efforts for coastal ecosystem restoration.

Sponsorship of the Logos Hope ship, the world's largest floating book fair, was aimed at promoting global education and literacy. In addition, Multiply Group subsidiaries actively participated in a beach clean-up initiative.

The Group also had a presence at COP28, both as part of IHC's stand and as Climate Supporters to provide the COP28 leadership with access to the Group's Abu Dhabi based Digital Out-Of-Home media assets.

In 2023, Multiply Group dedicated significant efforts to accurately capturing and quantifying the investments and impacts that have contributed to communities, measuring the impact of each initiative with practical metrics tailored to their specific goals. This included assessing the carbon footprint reduction from tree planting and the plastic waste removed from oceans during clean-ups.

Through its responsible investment approach, the Group also indirectly contributes to sustainable community development, providing quality jobs and supply chain opportunities while supporting local infrastructure. Going forward, the Group remains committed to sustainability, addressing challenges through the expansion of CSR initiatives and community-facing work.

Responsible Procurement

(GRI 203-2, GRI 204-1, GRI 308-1, GRI 413-1, GRI 414-1, S12)

Multiply Group is committed to delivering ethical and sustainable practices within its procurement operations. As per the company's Code of Conduct and Business Ethics, procurement functions across subsidiaries focus on building long-term supply relationships founded on ethical values and behaviour. The Group collaborates with local businesses that follow human rights laws and operate sustainably. Suppliers are evaluated through a thorough, fair, and transparent bidding and tendering process.

Procurement-related data from 2023 highlights Multiply Group's commitment to prioritising local suppliers whenever possible. Thanks to robust growth in 2023, the Group will remain steadfast in its support for local businesses, nurturing relationships within the local business community, and contributing to its economic development. The numbers, outlined in the following table, showcase a significant increase of over 75% in active supplier engagement and a marginal increase in the percentage of local suppliers hired throughout the year. This trend must be seen in the context of the Group's overall growth, where both total procurement spending and spending on local suppliers more than doubled compared to the previous year.

Breakdown of procurement spends on local suppliers:

	2022	2023
Total number of suppliers engaged	45	79
Total number of local suppliers engaged	38	67
Percentage of local suppliers hired	84.44%	84.81%
Total procurement spending (AED million)	12.00	30.17
Procurement spending on local suppliers (AED million)	11.70	25.93
Percentage of spending on local suppliers (%)	97.50%	85.95%

Investing in a Sustainable Future

SDG contributions of pillar:

Areas of alignment with the Abu Dhabi Economic Vision 2030:

Develop a Sufficient and Resilient Infrastructure Capable of Supporting the Anticipated Economic Growth

Material Topics:

Responsible Ownership & Investing

Innovation & Technology

Financial & Economic Performance

Economic Value Creation

(GRI 201-1)

Multiply Group is committed to driving economic value through its investment activities. As a holding company, the Group's strategy involves acquiring companies and actively working to foster their growth, embed technology and drive transformation. The Group works closely with its subsidiaries, investing strategically in bolt-ons to improve operational margins. Looking ahead to 2024 and beyond, the focus will be on boosting the operating profits of entities and preparing two verticals for listing on the Abu Dhabi Securities Exchange (ADX).

Investment decision-making processes include a thorough analysis of macroeconomic and geopolitical factors, technological trends, and sociological challenges. Regular monitoring ensures a proactive approach to mitigating impacts and identifying growth opportunities. During the annual group-wide strategy meeting, the Group emphasises ESG awareness, aligning priorities and strategies across subsidiaries. The Group is actively fostering an ESG culture across functions, with designated ambassadors in each entity promoting consistent alignment.

Responsible Investment and Stewardship

Multiply Group's commitment to responsible investment extends across all sectors. ESG and Strategy functions are integrated, underscoring a commitment to embedding ESG into key aspects of the Group-level strategic direction and decision-making process. Considerations including adherence to ESG guidelines, covering aspects such as employee diversity, human rights, and emissions reduction, play a key role in investment decision-making and form a core part of portfolio management. This includes assessments to prevent infractions like human rights violations, reputational concerns, or other potential ESG concerns. In instances where investee companies lack an existing framework, Multiply Group will proactively collaborate with them to formulate and implement robust ESG policies.

In addition to evaluating corporate governance and board diversity, the Group's ESG diligence looks for relevant environmental and social planning, as well as compliance with biodiversity and natural habitats guidelines. The Group ensures that its subsidiaries comply with labour laws, data protection norms, and establish essential committees and policies.

Multiply Group's investment mandate is strategically aligned with responsible practices, particularly in the energy sector, which includes a 1.3GW renewable energy portfolio.

The Group's investment framework extends beyond short-term financial returns and prioritises long-term profitability and value creation. Regular engagements with senior management of portfolio companies enable comprehensive discussions on ESG issues. In 2023, the Group established and conducted an independent ESG due diligence report for select transactions with a company in the oil and gas sector to gain a complete understanding of the sustainability-related risks to consider. This review, as well as active engagement and strategic discussions with the target investment, led to an agreement that Multiply Group capital would be invested to fund the company's transition towards cleaner sources of energy.

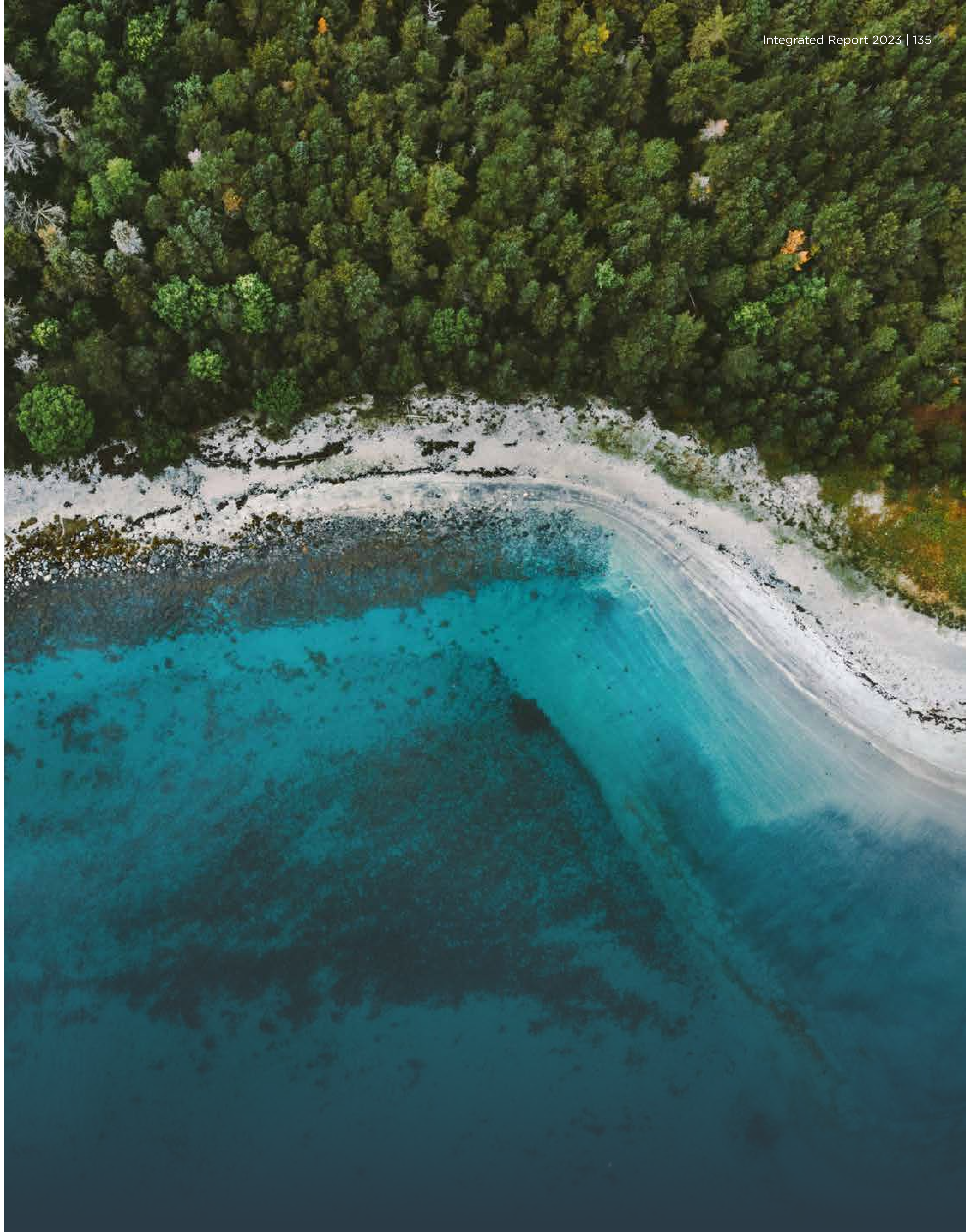
Innovation & Technology

Multiply Group is committed to driving technological progress and nurturing innovation across its operations and subsidiaries.

Gathering and processing data empowers management teams to make informed decisions and stay competitive in the fast-paced technological landscape.

The Group has laid out practical short-term and medium- to long-term plans and initiatives in Technology & Innovation and Digitalisation. This includes streamlining in-house processes, collaborating more closely with suppliers and partners, and making the most of current tools like Big Data and IoT to stay competitive in the market. There is also a strong focus on promoting a culture of collaboration to attract and retain talented individuals who are crucial to the business.

Digital Transformation projects have been strategically initiated to future-proof portfolio companies by identifying opportunities in the evolving digital landscape. These efforts are supported by dedicated staff working to drive this change both at the parent and subsidiary level. Multiply Group's portfolio management team has a dedicated digital manager to support subsidiaries, as well as an external data scientist to train employees on AI trends.



In Focus: ESG Practices of Key Subsidiaries

Emirates Driving Company PJSC

الإمـــــــارات
لتعليم القيادة
Emirates Driving

Introduction

Established in 2000, Emirates Driving Company PJSC (EDC) is the leading provider of driver education and the premier pre-licensing driving institute for the emirate of Abu Dhabi. EDC consistently delivers the highest standards of driver training to support safe and secure road mobility in Abu Dhabi amid rapid population growth and urban development.

Human Resources

EDC has strategically cultivated a team dedicated to delivering the highest standards of customer service. The company prioritises hiring the best talent, fostering a positive work environment, and instilling a culture of innovation among employees.

EDC offers industry-leading packages, encompassing various programmes for training, leadership development, professional certifications, and annual bonuses, in addition to standard benefits like life insurance, health care, and parental leave. Recent policy changes include family-friendly benefits, such as increased annual leave and flexible work options, reflecting a commitment to employee well-being and work-life balance.

In 2023, EDC focused on employee engagement through initiatives such as HR Business Partners for department-specific needs and the "Voice of the People" programme for employees to submit suggestions for improvement. The company's Human Resource Policy and Code of Ethics emphasise diversity, fair treatment, and equal opportunity for its workforce. Notably, EDC has implemented progressive measures to support female employees, including extended maternity leave, family-focused leave policies, and additional benefits for family care. These initiatives aim to address gender-specific challenges and position EDC as a progressive employer beyond UAE Labour Law obligations.

Occupational health and safety are integral to EDC's values, evident in robust policies, ISO 45001:2018 certification, and various programmes promoting physical and mental well-being. The company also emphasises continuous learning and development through structured training programmes for employees at all levels, aligning with EDC's commitment to nurturing its workforce as the company expands.

Community

EDC actively contributes to community well-being by playing a crucial role in training new drivers and promoting road safety in Abu Dhabi and the UAE. Beyond its core responsibility, EDC engages in various Corporate Social Responsibility (CSR) initiatives, collaborating with strategic partners such as Abu Dhabi Police, Integrated Transport Centre (ITC), and Emirates Red Crescent. The company is also a participant in the United Nations Global Compact and a signatory of the Women's Empowerment Principles. In 2022, EDC was recognised for its sustainable impact with the Impact Seal - Silver Tier award from the National CSR Fund. EDC's CSR initiatives span safety campaigns, charitable donations, and partnerships with organisations such as Ma'an and the UAE Ministry of Climate Change and Environment.

In line with its commitment to community support, EDC developed a comprehensive CSR framework in 2023, underpinned by a newly formulated CSR Policy. The framework includes three pillars and eight objectives, guiding the company's actions and addressing material CSR topics. EDC's 4-year strategy encompasses programmes aligned with these pillars, featuring initiatives such as volunteering, donations, internal capacity building, and public-private collaborations. The company has also outlined a detailed CSR implementation plan, highlighting key steps, deliverables, venues, partners, and metrics for each initiative. The governance structure to monitor progress and define roles and responsibilities is expected to be unveiled in the coming year.

Procurement

In 2023, EDC began integrating sustainability principles into its procurement practices to align with the company's sustainability objectives and global standards. This approach positioned EDC as a pioneer in the region in championing sustainable procurement practices. To uphold these standards, EDC has developed a Sustainable Procurement Policy and implemented stringent supplier assessment and selection procedures. All approved suppliers are required to endorse EDC's Supplier Code of Conduct, outlining essential procurement practices. These practices include a commitment to respect human rights, a zero-tolerance policy for child labour, non-discrimination, and a commitment to environmental stewardship, including emissions accounting and reduction. EDC's sustainable procurement approach also incorporates supplier management, continuous engagement, and ongoing evaluation to ensure that sustainability remains a key focus for EDC and its suppliers.

In furthering its commitment to the local community, EDC actively supports economic development in Abu Dhabi and the UAE by prioritising local suppliers whenever feasible and the majority of EDC's procurement transactions are conducted with local suppliers.

Health, Safety, and Environment (HSE)

EDC is aligning itself with the UAE Federal Government's ambitious climate action agenda, particularly the Net Zero by 2050 Strategic Initiative. The company signed the Climate Responsible Companies Pledge in July 2023, underlining its commitment to achieving Net Zero in its operations. The comprehensive plan involves carbon accounting, aligning with globally recognised standards like the GHG Protocol and Science Based Targets initiative (SBTi), and engaging stakeholders for collective carbon footprint reduction. EDC plans to disclose annual GHG emissions and details of its transition plan in the coming year.

The baseline year for emissions reduction targets was set as 2022, and the breakdown across Scope 1, 2, and 3 emissions was outlined, providing a comprehensive view of the organisation's environmental impact. EDC's emissions reduction pathway involves near-term provisional targets until 2030 and long-term targets until 2050, all subject to validation by the SBTi. The company's approach involves addressing Scope 1 and 2 emissions in the near term, with a focus on fleet and building decarbonisation. EDC aims to transition its vehicle fleet to electric vehicles, integrate solar PV into buildings, and improve HVAC equipment efficiency. The long-term commitment involves intensifying efforts to achieve complete fleet and building decarbonisation, collaborating with stakeholders to mitigate environmental impact across all relevant emissions scopes.

Moreover, in 2021 EDC successfully achieved ISO 14001 certification, underscoring a commitment to environmental stewardship and sustainable business practices.

ISO Certification	Year of Completion
ISO 31000:2018 - Enterprise Risk Management	2023
ISO 39001:2012 - Road Traffic Safety management system	2022
ISO 14001:2015 - Environmental Management System	2021
ISO 45001: 2018 - Occupational Health and Safety	2010
ISO 9001:2015 - Quality Management System	2007

In Focus: ESG Practices of Key Subsidiaries

PAL Cooling Holding LLC

Introduction

Established in 2006, PAL Cooling Holding (PCH) LLC is a leading UAE-based provider of district cooling solutions. Adopting the build, own, operate, and transfer model, the company efficiently manages peak electric power demand with steam-based cooling and ice or chilled water storage. Specialising in 24/7 chilled water supply for air conditioning, PCH contributes to energy efficiency and operational excellence. With a commitment to reducing carbon emissions, PCH delivers effective district cooling solutions for residential, commercial, and mixed-use developments in the UAE and globally.

Community

PCH is committed to engaging positively with its community through corporate social responsibility initiatives and actively participates in various programs throughout the year. These include mangrove planting, beach cleanups, employee wellbeing programmes, and blood donation drives. The company supports team building and sports activities through a recreational allowance for staff.

This community engagement strategy is informed through stakeholder engagement, relying on employee input, assessments, and compliance with regulatory requirements. The company's CEO oversees these initiatives, supported by an executive committee of key executives dedicated to leading the development and implementation of programmes.

Procurement

The majority of PCH's procurement takes place within the UAE, contributing to more local and environmentally sustainable energy supply chains. Supplier engagement is facilitated with the use of performance feedback from end users.

Environment

PAL Cooling has robust environmental strategies and targets in place, subject to yearly review. With an investment of AED 2,925,000 (year 2023) in climate-related infrastructure, resilience, and product development, the company is actively involved in sustainable projects aimed at reducing energy and water consumption. Initiatives include the ongoing replacement of conventional lights with LEDs, the installation of Reverse Osmosis (RO) plants for water recycling, and energy efficiency improvement projects in district cooling plants.

The company provides environmental awareness training to staff, holds ISO 50001:2018, ISO 14001:2018 and ISO 45001:2018 certifications, and has a comprehensive Environmental Policy. Environmental targets and objectives are in place, measured through regular inspections and audits.

Key achievements include:

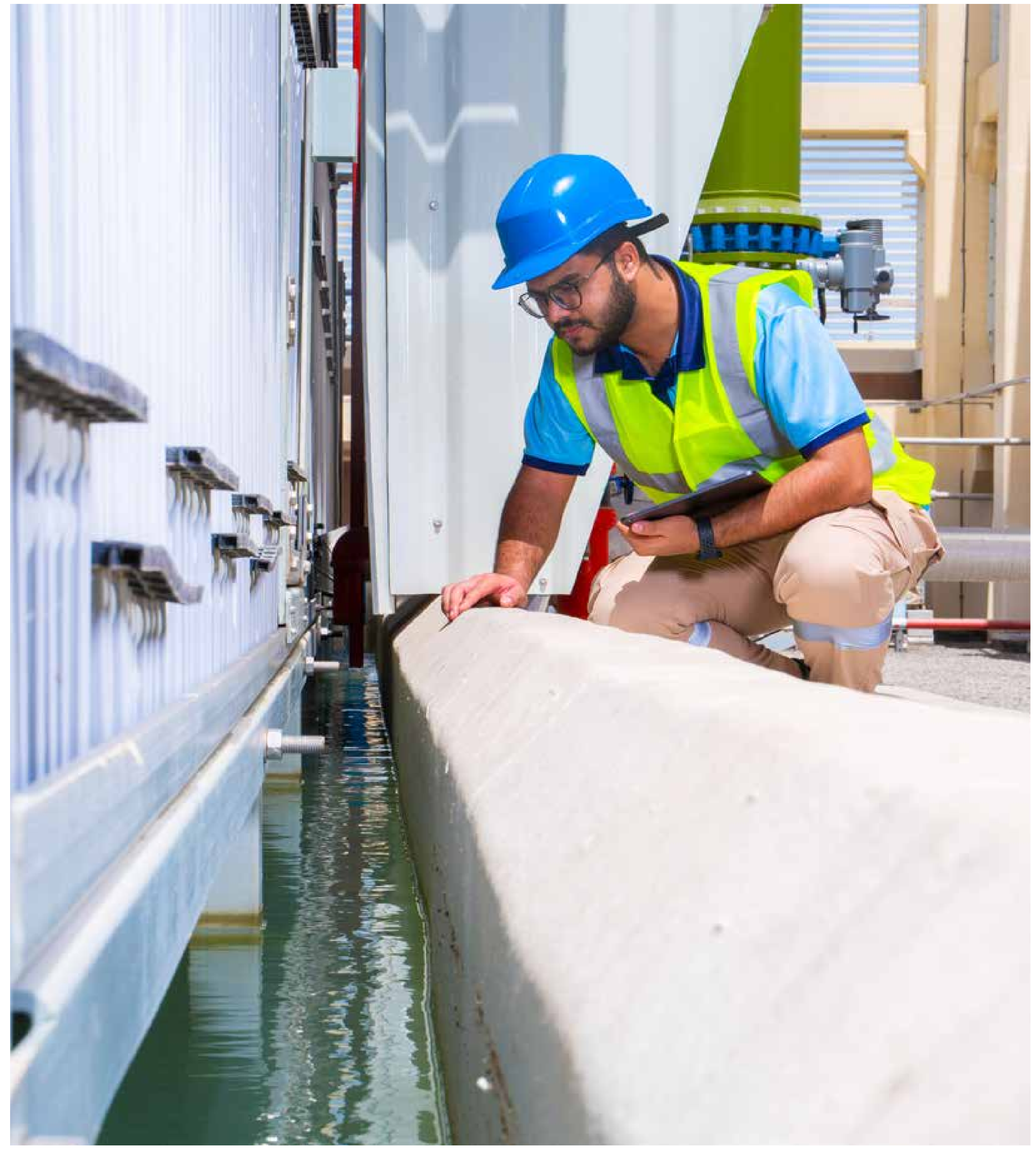
- 3,300 MWh reduction through improvements in electrical efficiency in year 2023 as compared to year 2022
- 60% reduction in electrical consumption of lighting in a pilot district cooling plant location, with the aim of extending the lighting retrofit to other plants

Health, Safety, and Environment (HSE)

PCH places significant emphasis on employee health, safety and environment (HSE), as outlined in its Health and Safety Policy and enforced through its established HSE management system manual. The company implements a range of initiatives, including occupational health and safety training, health screenings, and employee assistance programmes. The company also enforces comprehensive operating procedures and standard operating procedures, including processes like Permit to Work and New Employee Induction, ensuring personnel safety and promoting a culture of safety and wellbeing.

PCH's commitment to Health, Safety, and Environment (HSE) is exemplified through a comprehensive training programme for all employees. Yearly assessments identify training needs, and various safety topics are covered in Safety Awareness Training. Safety topics are selected by evaluating the training needs specific to operation and maintenance activities. This process aligns with international safety standards and the OSHAD Code of Practices. By adhering to these guidelines, the company ensures that its operations comply with international standards and local regulatory requirements.

PCH also offers complimentary health screenings and conducts health awareness sessions on topics like "Work Stress Management" and "Healthy Lifestyle through Ayurveda," in partnership with various Abu Dhabi hospital groups.



In Focus: ESG Practices of Key Subsidiaries

Kalyon Enerji Yatırımları A.Ş.

Introduction

Kalyon Enerji is a forward-thinking energy company based in Turkey, dedicated to meeting all energy needs, including those of disadvantaged groups, and making clean and renewable energy more accessible. The company operates at the intersection of Turkey's growing energy demands and global environmental goals. Guided by principles of sustainability and development, Kalyon Enerji is at the forefront of the battle against climate change, channelling investments into solar and wind power plants, and energy storage facilities.

Human Resources

Kalyon Enerji places a strategic focus on nurturing and retaining its workforce through a multi-faceted approach to employee development and wellbeing, promoting a culture of diversity, safety, and ongoing skills development. Initiatives to empower employees include career planning and training programmes, with plans to introduce motivation-enhancing activities and a Performance Review System to be established in 2024.

The company delivered comprehensive training packages in 2023, with a blend of technical and personal development courses to engage and enhance employee skills. Employees undergo 16 hours of mandatory occupational health and safety training. ISO 45001:2018 Occupational Health and Safety Management Systems Training and Internal Auditor training were provided, as well as specialised training sessions on defensive driving, night driving, and fatigue management for personnel at the Karapınar Solar Power Plant. The company also provides benefits like food, accommodation, and transportation services.

Kalyon Enerji is dedicated to creating a safe workplace, as highlighted in its Operational Health and Safety policy, published in 2023. Compliance with Turkish legislation, including risk assessments per workplace hazard class, is rigorously followed. The company conducts regular meetings and ongoing certification studies for the company headquarters, and integrates OHS practices in all projects.

It prevents all forms of discrimination, has grievance redress mechanisms in place, and conducts Occupational Safety Culture surveys to identify and address deficiencies. Tools, equipment, and personal protective equipment are being renewed as a result of this process. Renewal of the ISO 45001 OHS Management system certification for the Karapınar Solar Power Plant in 2023 underscores this commitment to safety.

Kalyon Enerji is committed to fostering diversity and its employment strategy targets a 50% female employee rate and is implemented in close collaboration with public institutions and organisations to ensure equal opportunities. The company also emphasises the inclusion of individuals with disabilities in the workforce, going beyond legal obligations.

Community

Kalyon Enerji adopts a voluntary CSR strategy, anchored in the company's Social Impact and Human Rights Policy, which aims to provide social and economic benefits to communities around project sites. Community Development and Livelihood Restoration Plans are developed in alignment with international standards based on Environmental and Social Impact Assessment (ESIA) reports, with specific KPIs to target increased impact.

Turkey experienced a significant earthquake disaster in February 2023. Kalyon Enerji delivered 5,000 tablets to the Ministry of National Education so that students in provinces affected by earthquakes could access lessons remotely. The company provides monetary support for babies with spinal muscular atrophy diseases, organises school visits for children, donates Ramadan packages to households in key areas of impact, and provides bicycles to children. The company also takes part in sports sponsorship, supporting free diver Şahika Ercümen. Innovative initiatives further highlight Kalyon's commitment to sustainable practices, with plans to implement "Grazing Under Solar Panels" initiatives at all applicable solar power plants.

The company conducts comprehensive social impact analyses at all project sites to measure and assess its impact, adhering strictly to IFC Performance Standards and the Equator Principles. The Sustainability Department ensures ongoing stakeholder engagement, providing an avenue for all stakeholders, even those not previously engaged, to make requests through a Stakeholder Engagement Plan that incorporates both social and environmental considerations as well as an external grievance mechanism. The governance of CSR initiatives is managed by the Social Impact and Inclusion Department, a key function reporting directly to the CSO, with support from contracted consultancies.

Procurement

Kalyon Enerji enforces Environmental, Health, Safety, and Social (EHSS) standards through a comprehensive Code of Conduct sent to all suppliers and vendors, emphasising compliance and continual improvement. The EHSS Specification, aligned with the company's policies, applies to all involved and contracted parties, promoting high standards in minimising risks and impacts on workers, employees, subcontractors, customers, the community, and the environment.

The EHSS Evaluation Checklist guides suppliers and vendors in legal and regulatory requirements, environmental and social criteria compliance, maintaining high standards to mitigate risks, and committing to continual improvement to enhance occupational health & safety, environmental and social performance. Human rights, child labour, forced labour, non-discrimination, working hours, and freedom of association are focal points in social screening. The company prioritises local engagement for logistical efficiency and selects suppliers based on competitive proposals meeting standards. Environmental and Social Impact Assessment reports for all projects include assessments of human rights compliance in the countries where suppliers operate.

Current feedback channels for vendors and suppliers include face-to-face and online communication, with a software application in development which aims to enhance evaluation capabilities for a more robust suppliers and vendors communication and assessment system.

Health, Safety, and Environment (HSE)

Kalyon Enerji's comprehensive Environmental and Climate Change Policy emphasises offsetting greenhouse gas emissions, climate-conscious design, circular economy-based waste management, and nature-based solutions. The company is actively engaged in carbon certification processes with the overarching goal of achieving net-zero carbon emissions through effective offsetting. It aims to recycle 60% of the waste generated during power plant construction and operation, and has achieved an ISO 50001:2018 certification for one facility, with more wind and solar plants to be certified in the short-term. To ensure the successful implementation of these initiatives, Kalyon Enerji has established the Integrated Management System department as part of its sustainability team this year to oversee and manage progress.

Kalyon Enerji is committed to implementing a comprehensive OHS Policy that fosters a culture of health and safety. The five key principles include occupational hygiene, employee safety, stakeholder safety, road safety, and operation and process safety. The company established its Occupational Health and Safety Department in 2023 under the Sustainability team, which focuses on building a sustainable OHS management system across facilities and projects, drawing on national and international best practices.

Aligned with the OHS Policy, the company strives for a zero incident/accident target through a risk-based and preventive strategy. Prioritising behaviour-based occupational safety, Kalyon conducts various training programmes to enhance employee awareness and aims to eliminate or reduce high-risk activities. Key performance indicators for these targets are monitored weekly, monthly, quarterly, and annually.

In 2023, a significant initiative involved establishing a sustainable OHS management system at the corporate level through a culture survey conducted at a key facility. Root cause analysis and preventive measures were implemented after a vehicle accident in this facility, including specialised trainings and risk assessments conducted on access roads and internal facility roads. Looking ahead, the company is working on an international work permit system that will cover and comply with assessed risks, to be implemented across facilities in 2024 for the purpose of improving the existing work permit system.

Comprehensive training programmes are a top priority for fostering awareness of environmental, occupational safety, and social factors among employees and stakeholders. Legal training is complemented by environment, health, safety and social sessions that adopt an integrated approach for both personnel and contractors. These sessions cover a spectrum of topics, including traffic safety, community health and safety, emergencies, environmental awareness, waste management, biodiversity, effective communication with the public, grievance redress mechanisms, cultural heritage, and legal rights related to OHS laws. This multifaceted training strategy aims to enhance the overall understanding and commitment to health, safety, and environmental responsibilities across the organisation.

ISO Certification	Year of Completion
ISO 9001:2015 Quality Management Systems	Refreshing certification process is ongoing
ISO 14001:2015 Environmental Management Systems	Refreshing certification process is ongoing
ISO 45001 Occupational Health and Safety Management Systems	2023 (Expiration Date April 2024)
ISO 50001 Energy Management Systems	2023 (Expiration Date April 2024)
ISO 27001 Information Security, Cybersecurity and Privacy Protection — Information Security Management Systems	2023 (Expiration Date August 2024)

In Focus: ESG Practices of Key Subsidiaries

Omorfia Group LLC

Introduction

Omorfia Group is shaping the GCC beauty sector and is comprised of personal care and beauty companies such as Tips & Toes, Bedashing Holding Company, Jazz Lounge Spa, Fisio, and Creative Beauty Source. Omorfia Group has become a leading force in consumer-centric businesses with high growth and purchasing power. Through its six innovative concepts and a workforce of 2,500, Omorfia Group has established an unparalleled presence in the region, demonstrating a commitment to redefining the customer experience.

Human Resources

Omorfia Group has a well-defined HR strategy in place, emphasising female empowerment, diversity, employee training, engagement, and work-life balance. Employee wellbeing is a priority and is fostered through continued training, upward growth opportunities, retention programmes and incentives, flexible working options, as well as strong ongoing staff engagement. Yearly excellence awards, transition assistance programs, and various employee benefits, including sales commissions and bonuses, contribute to a robust HR framework.

Training stands out as a key initiative within the company's talent management framework. Programmes range from LinkedIn courses and in-house technical and skills training to mentoring at the branch level. Specialised departmental training is provided through the Omorfia Academy. This internal training hub, formalised under a trade license, offers a structured approach to skills enhancement.

Succession planning is also a priority for Omorfia, with transition assistance programmes facilitating lateral or hierarchical moves for employees, with promotions contingent on training completion and successful evaluation. Performance reviews differ based on the nature of work, occurring at contract renewal for shops and annually for office employees. Employee evaluations are multi-faceted, incorporating specific KPIs tied to job performance, sales metrics for shop-level employees, and a broader spectrum of KPIs for office-level staff. Recognising excellence, Omorfia Group holds yearly awards based on performance metrics such as sales, service quality, attendance, and tardiness across its portfolio of companies.

Omorfia Group embraces flexible working options, including work-from-home opportunities for office workers and adaptable hours for branches based on sales and productivity. Employee benefits extend beyond the ordinary, incorporating sales commissions, yearly bonuses, bereavement financial support for travel, and gestures of appreciation for individual circumstances.

Omorfia Group's commitment to diversity is evident in recruitment drives spanning Nepal, Tunisia, Lebanon, and Saudi Arabia, aimed at attracting international talent to this female-dominated industry. Initiatives also include efforts to integrate male hair stylists into operations. Non-discrimination measures are robust, incorporating disciplinary actions and incident reports, coupled with proactive communication of guidelines to employees. Emiratisation initiatives align with governmental mandates, focusing on attracting Emirati workers. The company employs brand ambassadors and reduces work hours for Emirati employees to encourage local recruitment and retention.

Fostering a positive employee culture is a core priority for Omorfia, demonstrated by the various employee engagement initiatives that took place in 2023. Departing from the traditional large-scale Christmas party, the company opted for branch-level events, redirecting funds towards global welfare donations. The commitment to recognising team efforts extends to celebrating various special days, including Halloween, Valentine's Day, International Tea Day, International World Kindness Day, and UAE Day, among others.

Community

Omorfia's community strategy is characterised by a robust commitment to corporate social responsibility (CSR), which is systematically integrated into its marketing and operational framework. Engagement initiatives are consistent, with a target of at least one CSR activity per brand each year. The company places a strong emphasis on being community-driven; as such, Omorfia's project selection process is rooted in predicted impact, with final decisions made by top leadership and execution driven by operational teams.

Omorfia's community strategy is deeply ingrained in its organisational culture, fostering a sense of collective responsibility among employees to actively contribute to and drive the success of CSR programmes. Specific campaigns, like the ongoing Shaping Futures initiative that trains and employs orphans, showcase Omorfia's diverse and ongoing community efforts. The company's dedication to employee engagement is emphasised through comprehensive presentations, educational guidelines, and regular communication, creating a workforce that is not only informed but deeply invested in Omorfia's CSR vision. Environmental sustainability is also integrated into operations, exemplified by practices such as crafting plastic-free slippers out of newspapers.

Procurement

Procurement practices at Omorfia Group are commercially driven to ensure quality. The procurement department employs a formal process to establish relationships with local suppliers, considering operational needs, demand, and cost analysis. Preferred partnerships with major suppliers, including L'Oreal, contribute to a structured and strategic procurement approach. Whenever possible, local procurement is endorsed by Omorfia Group, with 83% of distributors being UAE-based. The company prioritises international procurement only when specific products are unavailable locally or when required in bulk.

The company engages suppliers through quarterly meetings, addressing business challenges, new launches, and rebate programmes. Omorfia also incorporates training programmes as part of supplier contracts, ensuring that employees are continually updated on industry changes. Feedback channels for suppliers include emails and quarterly meetings, with major challenges documented and processed through SOPs and policies. This comprehensive approach ensures effective communication and continuous improvement in supplier relationships.

Omorfia's procurement process also demonstrates sustainability considerations. Supplier vetting involves historical performance analysis, reference checks, and internal due diligence for both local and international suppliers. Efforts to lead sustainability changes in the market are also highlighted by the introduction of locally manufactured, sustainably produced products under the owned brand TB Plus.

In Focus: ESG Practices of Key Subsidiaries

Viola Communications LLC

Viola Communications

Introduction

Viola Communications is a rapidly expanding UAE-based investment group specialising in fully integrated marketing and communications solutions. Positioned at the forefront of Abu Dhabi's dynamic marketing sector, Viola has evolved in response to the region's growing needs. Rooted in proactive collaboration, Viola injects a cooperative spirit into its creative architecture, delivering transformative concepts to both public and private sectors. Headquartered in Abu Dhabi, with additional offices in Dubai and Cairo, Viola Communications proudly holds in its portfolio nine business units: Viola Advertising, Viola Public Relations, Viola Planning Consultancy, Viola Events, Viola Production, Viola Interactive, Purple Printing & Purple Exhibitions and Viola Outdoors.

Human Resources

Viola Communications places strategic emphasis on its Human Resources department, positioning it as a key enabler aligning talent strategies with overall business objectives. The company aims to foster a high-performance team culture, attracting, aligning, developing, and retaining top talent in the industry. Viola embraces diversity to enhance product offerings and actively promotes employee engagement and productivity.

The company's commitment to talent development is reflected in a range of training programmes, including effective communication, leadership training, and on-the-job mentoring. A structured KPI process ensures timely reviews based on performance, financial and non-financial targets, leadership potential, and adherence to company culture. Retention initiatives encourage long-term service commitments by offering additional paid leave, an enhanced gratuity scheme, and additional air tickets. The company establishes clear career pathways with effective KPIs for training and talent development. Various programmes for recognition and rewards are implemented to enhance employee satisfaction levels.

Viola's Employee Engagement Program incorporates rewards, competitions, and initiatives like the Ibtikar Awards for innovation and Extra Mile Awards for excellence. The Employee Excellence Awards recognise outstanding contributions in various categories.

Health and safety programmes include raising awareness about illnesses, providing first aid training, and developing Health, Safety, and Environment (HSE) guidelines for production staff. Viola also supports employees by actively addressing discrimination and harassment through a stringent non-discrimination policy, reporting mechanisms, and an investigation committee. Viola Group has reported zero accidents in the last year.

The company's work ethos, with over 250 employees representing over 20 nationalities, reflects a commitment to diversity, inclusion, and equity. Emiratisation at Viola aligns with UAE policies, collaborating with universities to attract local talent and contributing to the country's Emiratisation goals.

Community

Viola's CSR Framework, "Viola with You," underscores its commitment to community-minded initiatives and a sustainable future. The initiative focuses on building a strong team culture, ensuring positive social impact, raising awareness on sustainability, and promoting stakeholder inclusivity and engagement. Viola engages closely with the community through initiatives designed to inform, educate, and engage. Stakeholder inclusivity is central to Viola's business model, emphasising responsibility, accountability, integrity, competence, fairness, and transparency.

Viola takes a strategic approach in identifying and prioritising social and environmental issues, considering local needs, alignment with company values, employee interests, and a focus on long-term sustainability. With a strong commitment to environmental sustainability, Viola actively aligns its business model with the UAE's Sustainability Development Goals for 2030. A noteworthy accomplishment is Viola's transition to a zero-plastic entity.

In 2023, the company engaged in impactful CSR activities, hosting a comprehensive summer internship programme for students from various UAE universities. Viola's Outdoor digital media campaigns were executed in Abu Dhabi, featuring sustainability and community awareness messages. The company also reduced waste through a structured recycling programme and distributed reusable water bottles to employees. In October, a donation programme for Gaza, in partnership with Red Crescent under "Tarahum-for Gaza," demonstrated the company's commitment to social responsibility and humanitarian action. Ongoing and upcoming CSR projects include awareness campaigns, summer internships in 2024, beach clean-ups, and more donation programmes.

Viola measures the impact of its CSR activities through a range of metrics, including the number of women in leadership positions, the range of nationalities employed, employee satisfaction scores, client satisfaction scores, and the volume of reduced plastic. The company's CSR committee, made up of key company executives from HR and Marketing functions, are seeking to continue expanding social and community initiatives in line with Viola's mission.

Procurement

Viola Communications carefully evaluates suppliers based on competence, quality, timely delivery, credit terms, and overall business ethics. The company is committed to working with and building the capacity of local suppliers to support them, contributing to the local economy in line with government action plans. To support this strategic goal, Viola Communications sets targets to promote local procurement efforts, including increasing the local suppliers' base annually and providing a comprehensive framework for supplier assessment and support to achieve clearance.

The company also recognises the benefits of transparency and positive commitment towards the community and is working towards a comprehensive procurement guideline that incorporates ESG factors.

In Focus: ESG Practices of Key Subsidiaries

Media 24 7 Holding LLC

Introduction

Established in 2005, Media 247 is a leading outdoor advertising solutions provider in Dubai. With a network of 45+ premium hoardings and unipoles strategically located along Sheikh Zayed Road and key areas, the company has become a preferred choice for both local and international brands, including Apple and Dubai Properties. Media 247 offers comprehensive services, from campaign booking and result reporting to high-quality printing solutions. With a growing team of specialists and enduring partnerships with local and international advertisers, Media 247 delivers reliable media management, printing, and special project services.

Human Resources

Media 247's human resources practices are focused on creating a workplace that values its employees. This includes strategies for talent management, employee wellbeing, training programmes, and performance evaluations. Media 247 emphasises a professional yet flexible working environment, reflected in its core HR strategies. This includes leveraging HR technology and data analytics, workforce planning, fair compensation and benefits, employee engagement and relations, continuous development and training, performance management, legal compliance, succession planning, a commitment to diversity, equity, and inclusion, and ongoing wellness and work-life balance for all employees.

To retain employees, the company uses tools like sales commissions, incentives, bonuses, and offers competitive compensation. Employee engagement initiatives involve transparent communication, team meetings, and various events. In 2024, the company will introduce multiple award categories as a part of talent management efforts in sales and operations.

There are also several initiatives in place for employee skills development, including cross-training, leadership development, succession planning, and school fee reimbursement for children of employees. To ensure the continuity of positive relationships between the company and its team, resigning employees are supported with a transition assistance programme which provides networking opportunities on request.

With a proactive approach to employee health and satisfaction, Media 247's strategy prioritises employee wellbeing and satisfaction, as well as fostering a respectful and inclusive workplace. The company adopts flexible work schedules, promotes health and safety through insurance programmes, and has plans to enhance employee wellbeing through fitness, yoga and mental health programmes in 2024. Special efforts are made to support diversity and inclusion initiatives, the recruitment and talent development of women employees, as well as to promote an inclusive workplace for employees with disabilities through accessible workspaces and dedicated recruitment programmes. Media 247 proactively prevents incidents of discrimination and harassment through a comprehensive set of measures, including workplace policies and legal compliance, resulting in no formal grievances filed in 2023.

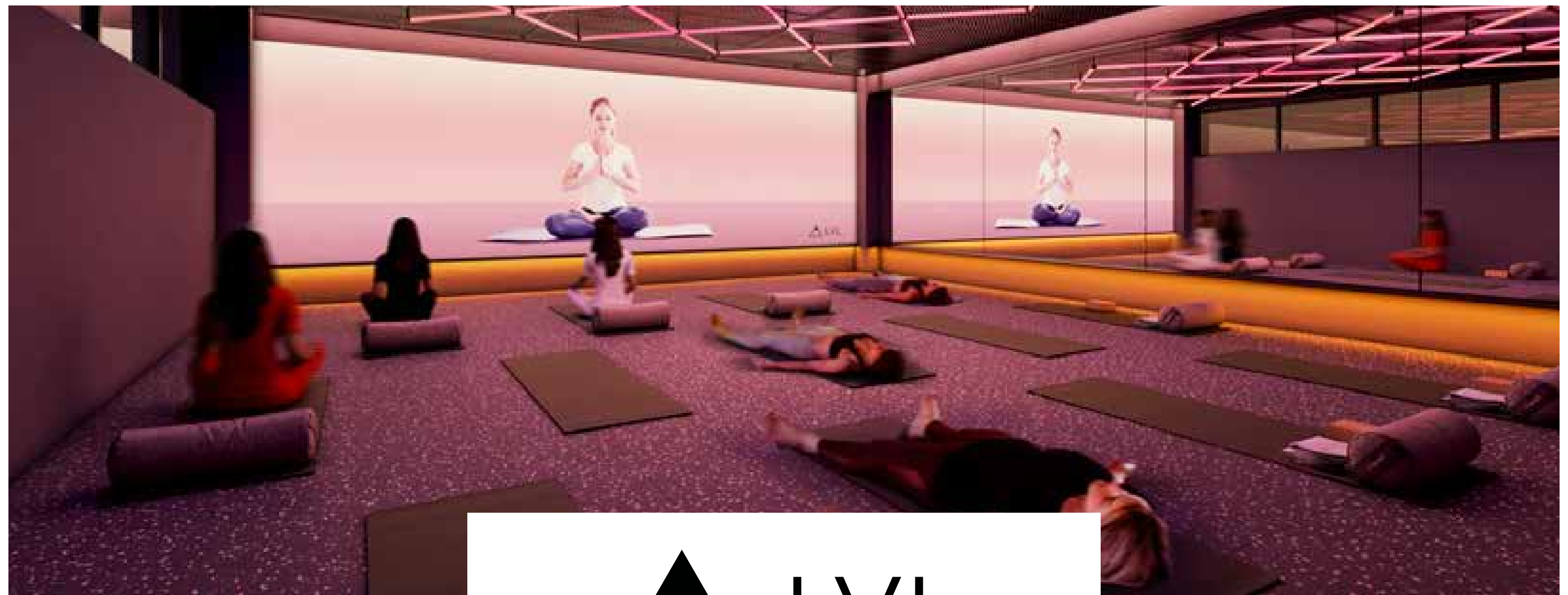
The company conducts quarterly and annual performance reviews, incorporating discussions about training and development and implementing mentorship programmes. Various training programmes, including onboarding, leadership development, compliance training, and staff training programmes, aim to enhance employee skills, knowledge, and performance. Performance reviews are standardised and occur routinely, involving goal setting, regular feedback, and manager assessments. Criteria for assessing employee performance is consistent across positions and functions, and includes job knowledge and skills, dedication, quality of work, and productivity and efficiency. Media 247 is committed to continuous improvement in its operations and strategy and acknowledges the growing importance of incorporating sustainability KPIs into executive incentives. Plans to formalise this practice will begin in 2024.

Procurement

Media 247 effectively manages procurement activities to ensure smooth, high-quality and ethical operations. Vendors and suppliers adhere to a Code of Conduct, and major suppliers operate under a defined Supplier Agreement. Quality checks are routinely performed after each job, covering printing and hoarding construction, and detailed inspection reports are consistently filed. The company considers ESG factors as relevant to the scope of its operations and has identified initiatives to pursue alongside vendors and suppliers, which are currently in progress. The company prioritises local production partners and turns to international suppliers only when specific expertise is unavailable locally. Regular, direct engagement with production partners occurs through a dedicated channel, facilitating the sharing of concerns and information related to printing, special execution, and new projects. Despite challenges in consistently obtaining eco-friendly materials due to high demand, Media 247 holds sustainable operations as a priority.

In Focus: ESG Practices of Key Subsidiaries

LVL Technology Holding



Introduction

LVL Technology is a pioneering digital and physical wellness company founded in Dubai in 2018 with a mission to prioritise the wellbeing of leaders and corporate employees. Offering subscriptions to physical clubs and digital apps, LVL has established itself as a next-generation workplace wellbeing platform, connecting local and remote teams to promote health and community. With an impressive clientele, including Cigna Healthcare and International Holding Company, LVL is dedicated to enhancing employee engagement, retention, productivity, and overall wellbeing.

Human Resources

LVL's HR strategy is anchored in the consistent evaluation of the business through employee engagement surveys. Throughout the first three quarters of 2023, the company focused on nurturing employee wellbeing and engagement, culminating in the implementation of a performance management structure in the final quarter.

Employee benefits play a pivotal role in LVL's retention strategy. This comprehensive approach includes flexible working hours, remote work options, and unlimited holidays, with a recommended minimum requirement of five days per quarter. The company fosters a positive work culture through regular team-building activities and offsite events, complemented by a hybrid working arrangement that permits employees to work from the office two days a week and various locations for up to three months annually.

Prioritising the health and wellbeing of its employees, LVL has introduced initiatives such as a monthly recharge day, a wellbeing allowance, and comprehensive medical insurance. The use of the Whoop band to monitor employees' health and the provision of unlimited access to the LVL platform further underscore the company's commitment to the overall health of its workforce.

In recruitment and talent management, LVL employs a comprehensive performance review process. This involves self-assessment, manager assessment, 360-degree feedback from team members, and manager rating, with a bi-annual review structured around OKRs and KPIs. Notably, LVL takes pride in maintaining a 46% female workforce and actively addresses gender gaps in male-dominated teams through established recruitment policies and a firm commitment to preventing discrimination and harassment.

Community

LVL is committed to positively engaging with its community, both through charitable giving and its operations – namely, the HealthierU Platform. In 2023, the company organised multiple yoga workshops aimed at raising funds to be donated to the Red Crescent.

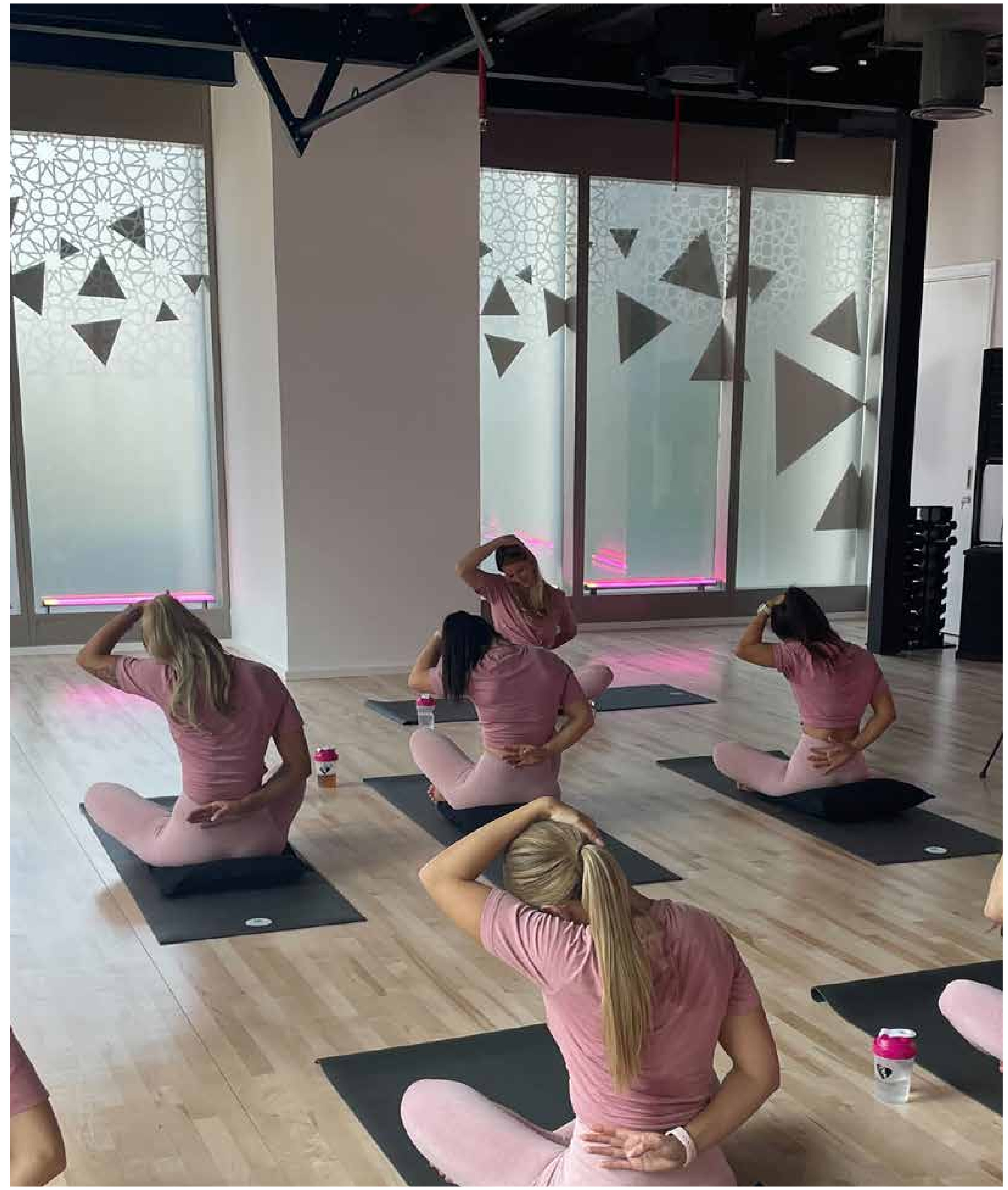
HealthierU is an integrated wellness and prevention platform owned by Multiply Wellness Holding and fully integrated in LVL's operations, focused on addressing the increasing economic burden of chronic diseases by providing proactive and preventative care. Through next-generation telemedicine, HealthierU provides access to highly trained experts globally. Developed in collaboration with G42 Healthcare and global partners, the platform aims to improve holistic wellness through 24/7 access to online teleconsultations with specialists in sleep health, fitness, nutrition, and mental wellbeing. Users have access to advanced diagnostic services at labs across the UAE, personalised health assessments, and comprehensive solutions tailored to their needs and lifestyle. The proactive management approach of HealthierU and LVL focus on identifying potential root causes of illness, maintaining wellness, and delivering care directly to users at home.

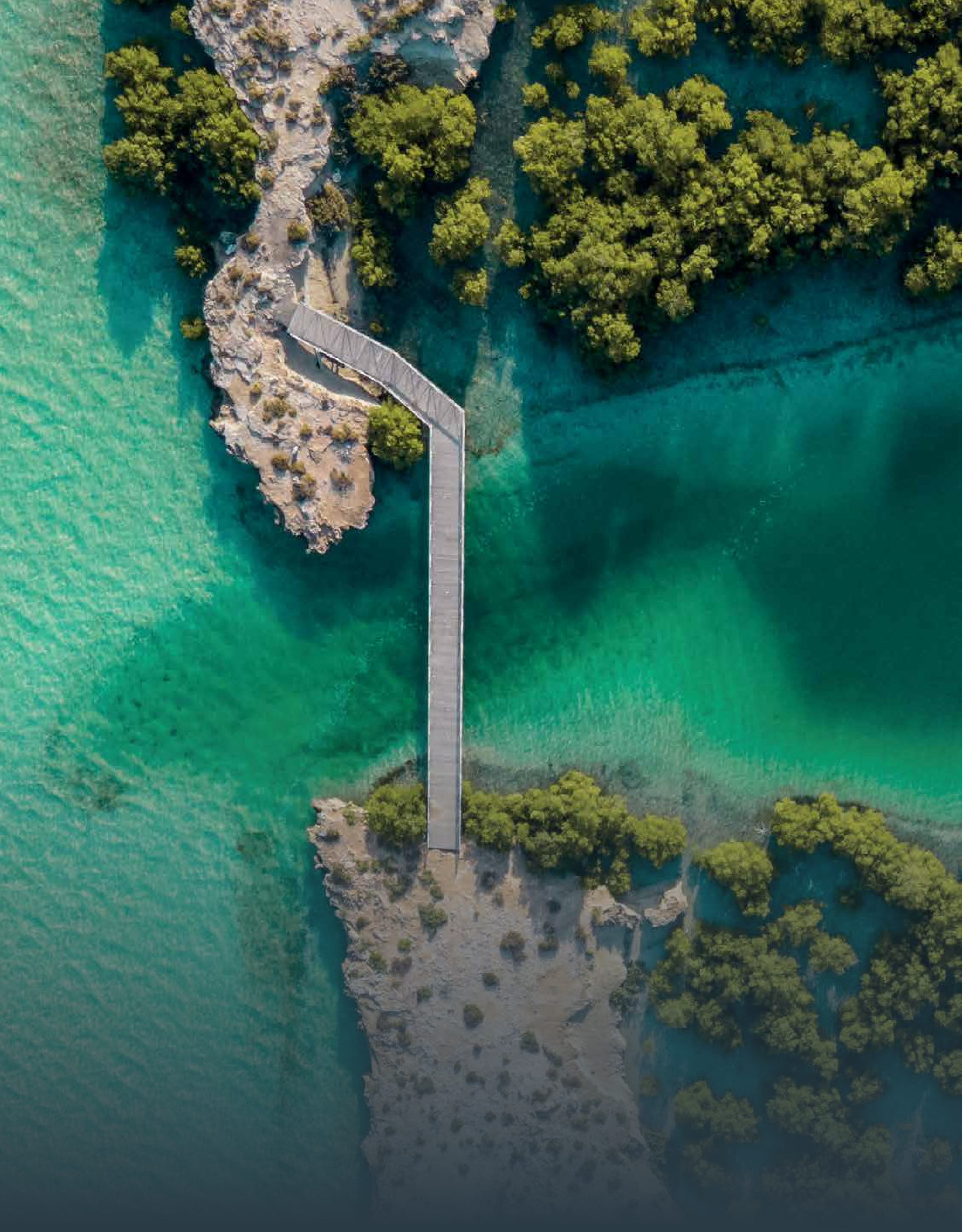
Data Privacy

LVL Technology prioritises data privacy, with General Data Protection Regulation (GDPR) considerations. Due to its strong Data Privacy Policy and framework, LVL has had zero complaints from outside parties or regulatory bodies, as well as zero identified leaks, thefts, or losses of customer data.

As part of data privacy measures, the company implements governance measures, including password sharing services and education. All member data is encrypted, accessible only through secure methods. LVL also provides regular training on data protection, ensuring employees are well-versed in privacy standards.

Innovation will continue to be a priority in the company's approach even beyond data privacy applications, incorporating Wearable integrations and leveraging AI solutions for personalised wellbeing experiences. The company envisions creating detailed member personas to drive future product decisions and positive change within organisations.





Detailed Disclosure

Community Disclosures

Local Community Investment and Engagement Breakdown:

	Total Amount in AED	Main contribution
	Multiply Group PJSC	
2022	0	Not Applicable
2023	518,183.75	• Planting 5000 Mangrove trees • Mangrove planting team activity • Logos hope ship sponsor (The world's largest floating bookfair) • Ocean clean-up • Beach clean-up
	Pal Cooling Holding LLC	
2022	0	Not Applicable
2023	0	Not Applicable
	LVL Technology Holding	
2022	0	Not Applicable
2023	0	Not Applicable
	Omorfia Group LLC	
2022	0	Not Applicable
2023	50,000.00	Al Jalila Foundation & Dubai Centre for Special Needs.
	Kalyon Enerji Yatırımları A.Ş.	
2022	N/A	N/A
2023	160,565.00	1. Health - (monetary support for SMA diseased baby) 2. Education - (Visits for school children) 3. Goodwill Gesture/Quick Impact - (Ramadan packages donated to households in AoI, Bicycles donated to children) 4. Sports (Free-diver Şahika Ercüment sponsorship)
	Viola Communications LLC	
2022	N/A	N/A
2023	N/A	Donation programme for Gaza in October, 2023. The donations were collected by Red Crescent under the "Tarahum-for Gaza" to assist the Palestinian citizens in Gaza.
	24 7 Media Holding LLC	
2022	0	Not Applicable
2023	0	Not Applicable
	Emirates Driving Company PJSC	
2022	130,000.00	Abaya Rally MAAN
2023	212,660.00	* Grace Preservation * MAAN (Abu Dhabi Moments)

Procurement Disclosures

Responsible Procurement:

	Multiply Group PJSC		Pal Cooling Holding LLC		Omorfia Group LLC		Kalyon Enerji Yatırım-ları A.Ş.n		Viola Communications LLC		24 7 Media Holding LLC		Emirates Driving Company PJSC	
	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023
Total number of suppliers engaged	45	79	124	116	268	237	15	19	233	325	14	21	1,998	2,218
Total number of local suppliers engaged	38	67	123	114	235	187	14	17	222	318	14	20	1,996	2,212
Percentage of local suppliers hired	84.44%	84.81%	99.19%	98.28%	87.69%	78.90%	93.33%	89.47%	95.28%	97.85%	100.00%	95.24%	99.90%	99.73%
Total procurement spending (AED m)	12.00	30.17	87.83	295.63	47.31	49.26	38.99	1,020.01	68.56	86.29	12.37	14.71	54.39	64.09
Procurement spending on local suppliers (AED m)	11.70	25.93	87.80	295.602	40.89	43.57	7.13	807.43	67.11	84.79	12.37	14.66	54.26	62.72
Percentage of spending on local suppliers (%)	97.50%	85.95%	99.96%	99.99%	86.42%	88.45%	18.29%	79.16%	97.89%	98.26%	100.00%	99.68%	99.77%	97.87%

Note: Procurement-related data for LVL Technology Holding was not available at the time of report issuance.

Data Security and Privacy disclosures

The total number of substantiated complaints received concerning breaches of customer privacy:

	Multiply Group PJSC		Pal Cooling Holding LLC		LVL Technology Holding		Omorfia Group LLC		Kalyon Enerji Yatırımları A.Ş.n		Viola Communications LLC		24 7 Media Holding LLC		Emirates Driving Company PJSC	
	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023
Total number of complaints received from outside parties and substantiated by the organization	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total number of complaints from regulatory bodies	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Total number of identified leaks, thefts, or losses of customer data	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

Breakdown of employee training on Data security:

	Number of employees that completed the training	Number of total equivalent training hours
	Multiply Group PJSC	
2022	50	60
2023	50	60
	Pal Cooling Holding LLC	
2022	17	17
2023	28	28
	LVL Technology Holding	
2022	20	20
2023	30	30
	Omorfia Group LLC	
2022	0	0
2023	0	0
	Kalyon Enerji Yatırımları A.Ş.	
2022	0	0
2023	0	0
	Viola Communications LLC	
2022	77	77
2023	66	66
	24 7 Media Holding LLC	
2022	0	0
2023	0	0
	Emirates Driving Company PJSC	
2022	0	0
2023	0	0

Human Resources disclosures

Employee Breakdown:

	Total Employees (Gender)		
	Female	Male	Total
	Multiply Group PJSC		
2022	16	18	34
2023	19	25	44
	Pal Cooling Holding LLC		
2022	9	136	145
2023	9	145	154
	LVL Technology Holding		
2022	N/A	N/A	N/A
2023	17	19	36
	Omorfia Group LLC		
2022	2,153	180	2,333
2023	2,614	209	2,823
	Kalyon Enerji Yatırımları A.Ş.		
2022	5	102	107
2023	134	1,568	1,702
	Viola Communications LLC		
2022	36	188	224
2023	45	207	252
	24 7 Media Holding LLC		
2022	13	19	32
2023	16	28	44
	Emirates Driving Company PJSC		
2022	104	467	571
2023	111	478	589

New Hire breakdown:

	Total New Hires (Gender)			
	Female	**Male**	**Female %**	**Male %**
	Multiply Group PJSC			
2022	8	11	50.00%	61.11%
2023	4	10	21.05%	40.00%
	Pal Cooling Holding LLC			
2022	0	24	0.00%	17.65%
2023	0	15	0.00%	10.34%
	Omorfia Group LLC			
2022	754	70	35.02%	38.89%
2023	559	57	21.38%	27.27%
	Kalyon Enerji Yatırımları A.Ş.			
2022	5	102	4.67%	95.33%
2023	129	1482	96.27%	94.52%
	Viola Communications LLC			
2022	11	66	30.56%	35.11%
2023	19	47	42.22%	22.71%
	24 7 Media Holding LLC			
2022	3	9	23.08%	47.37%
2023	5	9	31.25%	32.14%
	Emirates Driving Company PJSC			
2022	26	107	25.00%	22.91%
2023	23	47	20.70%	9.83%

New Hire breakdown:

	Total New Hires (Age Group)					
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old%	Between 30-50 years old%	Over 50 years old%
	Multiply Group PJSC					
2022	2	10	0	28.57%	37.04%	0.00%
2023	1	12	1	12.50%	30.77%	33.33%
	Pal Cooling Holding LLC					
2022	7	17	0	26.92%	16.50%	0.00%
2023	6	9	0	25.00%	7.89%	0.00%
	Omorfia Group LLC					
2022	493	296	0	61.47%	19.64%	0.00%
2023	380	330	0	38.97%	18.14%	0.00%
	Kalyon Enerji Yatırımları A.Ş.					
2022	0	107	0	0.00%	100.00%	0.00%
2023	1031	426	154	100.00%	82.40%	100.00%
	Viola Communications LLC					
2022	37	40	0	59.68%	27.97%	0.00%
2023	26	38	2	36.62%	24.05%	8.70%
	24 7 Media Holding LLC					
2022	3	8	1	60.00%	33.33%	50.00%
2023	6	8	0	54.55%	25.81%	0.00%
	Emirates Driving Company PJSC					
2022	13	102	18	38.24%	21.89%	25.35%
2023	22	48	0	52.38%	10.06%	0.00%

Turnover Breakdown:

	Total Employees that left (Gender)			
	Female	Male	Female %	Male %
	Multiply Group PJSC			
2022	5	0	31.25%	0.00%
2023	3	2	15.79%	8.00%
	Pal Cooling Holding LLC			
2022	0	6	0.00%	4.41%
2023	0	7	0.00%	4.83%
	Omorfia Group LLC			
2022	778	51	36.14%	28.33%
2023	675	94	25.82%	44.98%
	Kalyon Enerji Yatırımları A.Ş.			
2022	0	16	0.00%	15.69%
2023	49	612	36.57%	39.03%
	Viola Communications LLC			
2022	5	25	13.89%	13.30%
2023	12	26	26.67%	12.56%
	24 7 Media Holding LLC			
2022	2	1	15.38%	5.26%
2023	1	0	6.25%	0.00%
	Emirates Driving Company PJSC			
2022	7	41	6.73%	8.78%
2023	18	35	16.22%	7.32%

Turnover Breakdown:

	Total employees that left (Age group)					
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old%	Between 30-50 years old%	Over 50 years old%
	Multiply Group PJSC					
2022	1	4	0	14.29%	14.81%	0.00%
2023	0	4	1	0.00%	10.26%	33.33%
	Pal Cooling Holding LLC					
2022	1	5	0	3.85%	4.85%	0.00%
2023	4	2	1	16.67%	1.75%	6.25%
	Omorfia Group LLC					
2022	280	532	17	34.91%	35.30%	70.83%
2023	244	474	25	25.03%	26.06%	86.21%
	Kalyon Enerji Yatırımları A.Ş.					
2022	0	16	0	0.00%	14.95%	0.00%
2023	561	57	44	54.41%	11.03%	28.57%
	Viola Communications LLC					
2022	6	24	0	9.68%	16.78%	0.00%
2023	4	33	1	5.63%	20.89%	4.35%
	24 7 Media Holding LLC					
2022	1	1	N/A	20.00%	4.17%	N/A
2023	0	1	N/A	0.00%	3.23%	N/A
	Emirates Driving Company PJSC					
2022	5	39	4	14.71%	8.37%	5.63%
2023	14	37	2	33.33%	7.76%	2.86%

Turnover Breakdown:

	Employee Turnover %	Employee Hire %
	Multiply Group PJSC	
2022	14.71%	55.88%
2023	11.36%	31.82%
	Pal Cooling Holding LLC	
2022	4.14%	16.55%
2023	4.55%	9.74%
	Omorfia Group LLC	
2022	35.53%	35.53%
2023	27.24%	21.28%
	Kalyon Enerji Yatırımları A.Ş.	
2022	14.95%	100.00%
2023	38.84%	94.65%
	Viola Communications LLC	
2022	13.39%	34.38%
2023	15.08%	26.19%
	24 7 Media Holding LLC	
2022	9.38%	37.50%
2023	2.27%	31.82%
	Emirates Driving Company PJSC	
2022	9.10%	9.10%
2023	10.00%	9.10%

Training breakdown:

	Total Training Hours per Gender		
	Female	Male	Total
	Multiply Group PJSC		
2022	906	950	1,856
2023	1,946	2,010	3,956
	Pal Cooling Holding LLC		
2022	8	966	974
2023	39	1,387	1,426
	Omorfia Group LLC		
2022	29,569	134	29,703
2023	46,296	1,040	47,336
	Kalyon Enerji Yatırımları A.Ş.		
2022	230	24,428	24,658
2023	3,820	44,836	48,656
	Viola Communications LLC		
2022	0	0	0
2023	624	1,075	1,698
	24 7 Media Holding LLC		
2022	0	0	0
2023	0	0	0
	Emirates Driving Company PJSC		
2022	6,649	32,082	38,731
2023	5,015	19,117	24,132

Training breakdown:

	Average Training Hours per Gender		
	Female	Male	Total
	Multiply Group PJSC		
2022	56.63	52.78	54.59
2023	102.42	80.40	89.91
	Pal Cooling Holding LLC		
2022	0.89	7.10	6.72
2023	4.33	9.57	9.26
	Omorfia Group LLC		
2022	13.73	0.74	12.73
2023	17.71	4.98	16.77
	Kalyon Enerji Yatırımları A.Ş.		
2022	46.09	239.49	230.45
2023	28.51	28.59	28.59
	Viola Communications LLC		
2022	0.00	0.00	0.00
2023	13.86	5.19	6.74
	24 7 Media Holding LLC		
2022	0.00	0.00	0.00
2023	0.00	0.00	0.00
	Emirates Driving Company PJSC		
2022	63.93	68.70	67.82
2023	45.18	39.99	40.97

Training breakdown:

	Total Training Hours per Job Category			
	Labour	Entry Level	Mid Level	Senior Manager
	Multiply Group PJSC			
2022	Not Applicable	0	556	1,300
2023	Not Applicable	367	1,450	1,700
	Pal Cooling Holding LLC			
2022	79	1,194	613	150
2023	104	1,279	716	399
	Omorfia Group LLC			
2022	Not Applicable	75	0	0
2023	Not Applicable	116	4	0
	Kalyon Enerji Yatırımları A.Ş.			
2022	20,748	3,220	230	460
2023	42,063	3,789	1,308	1,626
	Viola Communications LLC			
2022	0	0	0	0
2023	20	507	907	264
	24 7 Media Holding LLC			
2022	Not Applicable	0	0	0
2023	Not Applicable	0	0	0
	Emirates Driving Company PJSC			
2022	31,205	7,123	394	8
2023	17,200	6,052	878	2

Training breakdown:

	Average Training Hours per Job Category			
	Labour	Entry Level	Mid Level	Senior Manager
	Multiply Group PJSC			
2022	Not Applicable	0.00	29.26	130.00
2023	Not Applicable	40.78	90.63	130.77
	Pal Cooling Holding LLC			
2022	4.94	18.95	12.02	10.00
2023	6.12	17.76	14.04	28.50
	Omorfia Group LLC			
2022	Not Applicable	0.04	0.00	0.00
2023	Not Applicable	0.05	0.01	0.00
	Kalyon Enerji Yatırımları A.Ş.			
2022	230.53	230.00	230.00	230.00
2023	32.43	18.39	12.70	16.94
	Viola Communications LLC			
2022	0.00	0.00	0.00	0.00
2023	0.16	13.00	12.60	17.60
	24 7 Media Holding LLC			
2022	Not Applicable	0.00	0.00	0.00
2023	Not Applicable	0.00	0.00	0.00
	Emirates Driving Company PJSC			
2022	71.08	96.26	8.76	0.62
2023	35.32	71.20	58.55	0.75

Breakdown of Diversity & Inclusion:

	TOTAL EMPLOYEES BY JOB CATEGORY AND BY AGE GROUP							
	Labour		Entry Level		Mid Level		Senior Manager	
	Male	Female	Male	Female	Male	Female	Male	Female
	Multiply Group PJSC							
2022	Not Applicable	Not Applicable	50.00%	50.00%	37.50%	62.50%	70.00%	30.00%
2023	Not Applicable	Not Applicable	77.78%	22.22%	50.00%	50.00%	69.23%	30.77%
	Pal Cooling Holding LLC							
2022	100.00%	0.00%	88.89%	11.11%	96.08%	3.92%	100.00%	0.00%
2023	100.00%	0.00%	90.28%	9.72%	96.08%	3.92%	100.00%	0.00%
	LVL Technology Holding							
2022	Not Applicable	Not Applicable	N/A	N/A	N/A	N/A	N/A	N/A
2023	Not Applicable	Not Applicable	40.00%	60.00%	56.52%	43.48%	50.00%	50.00%
	Omorfia Group LLC							
2022	Not Applicable	Not Applicable	7.72%	92.28%	6.82%	93.18%	10.47%	89.53%
2023	Not Applicable	Not Applicable	7.42%	92.58%	6.29%	93.71%	11.24%	88.76%
	Kalyon Enerji Yatırımları A.Ş.							
2022	100.00%	0.00%	92.86%	7.14%	100.00%	0.00%	100.00%	0.00%
2023	77.46%	22.54%	65.02%	34.98%	65.38%	34.62%	37.89%	62.11%
	Viola Communications LLC							
2022	100.00%	0.00%	52.63%	47.37%	77.78%	22.22%	73.91%	26.09%
2023	100.00%	0.00%	51.28%	48.72%	69.44%	30.56%	73.33%	26.67%
	24 7 Media Holding LLC							
2022	Not Applicable	Not Applicable	64.71%	35.29%	77.78%	22.22%	40.00%	60.00%
2023	Not Applicable	Not Applicable	62.50%	37.50%	69.23%	30.77%	57.14%	42.86%
	Emirates Driving Company PJSC							
2022	87.02%	12.98%	51.35%	48.67%	75.65%	24.44%	100.00%	0.00%
2023	84.19%	15.81%	61.18%	38.82%	93.33%	6.67%	100.00%	0.00%

Breakdown of Diversity & Inclusion:

	TOTAL EMPLOYEES BY JOB CATEGORY AND BY GENDER											
	Labour			Entry Level			Mid Level			Senior Manager		
	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old	Below 30 years old	Between 30-50 years old	Over 50 years old
	Multiply Group PJSC											
2022	Not Applicable	Not Applicable	Not Applicable	33.33%	66.67%	0.00%	26.32%	68.42%	5.26%	0.00%	100.00%	0.00%
2023	Not Applicable	Not Applicable	Not Applicable	0.00%	100.00%	0.00%	25.00%	68.78%	6.25%	0.00%	91.67%	8.33%
	Pal Cooling Holding LLC											
2022	12.50%	62.50%	25.00%	26.98%	69.84%	3.17%	11.76%	76.47%	11.76%	6.67%	66.67%	26.67%
2023	17.65%	58.82%	23.53%	23.61%	73.61%	2.78%	7.84%	80.39%	11.76%	0.00%	71.43%	28.57%
	LVL Technology Holding											
2022	Not Applicable	Not Applicable	Not Applicable	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2023	Not Applicable	Not Applicable	Not Applicable	33.33%	66.67%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
	Omorfia Group LLC											
2022	Not Applicable	Not Applicable	Not Applicable	35.00%	63.99%	1.01%	37.12%	62.12%	0.76%	11.63%	86.05%	2.33%
2023	Not Applicable	Not Applicable	Not Applicable	35.03%	63.97%	1.00%	37.01%	62.09%	0.90%	12.22%	85.56%	2.22%
	Kalyon Enerji Yatırımları A.Ş.											
2022	0.00%	100.00%	0.00%	0.00%	100.00%	0.00%	0.00%	100.00%	0.00%	0.00%	100.00%	0.00%
2023	69.70%	21.28%	9.02%	48.06%	44.17%	7.77%	27.18%	64.08%	8.74%	0.00%	87.50%	12.50%
	Viola Communications LLC											
2022	37.61%	55.05%	7.34%	42.11%	55.26%	2.63%	9.26%	81.48%	9.26%	0.00%	78.26%	21.74%
2023	38.89%	53.17%	7.94%	43.59%	51.28%	5.13%	6.94%	84.72%	8.33%	0.00%	66.67%	33.33%
	24 7 Media Holding LLC											
2022	Not Applicable	Not Applicable	Not Applicable	17.65%	76.47%	5.88%	22.22%	77.78%	0.00%	0.00%	80.00%	20.00%
2023	Not Applicable	Not Applicable	Not Applicable	25.00%	70.83%	4.17%	30.77%	69.23%	0.00%	14.29%	71.43%	14.29%
	Emirates Driving Company PJSC											
2022	2.73%	83.60%	13.67%	28.38%	64.86%	6.76%	2.22%	88.89%	8.89%	0.00%	84.62%	15.38%
2023	6.98%	80.49%	12.53%	9.41%	82.35%	8.24%	0.00%	93.33%	6.67%	0.00%	50.00%	50.00%

Additional HR information:

	Total number of incidents of discrimination
	Multiply Group PJSC
2022	0
2023	0
	Pal Cooling Holding LLC
2022	0
2023	0
	LVL Technology Holding
2022	0
2023	0
	Omorfia Group LLC
2022	0
2023	0
	Kalyon Enerji Yatırımları A.Ş.
2022	N/A
2023	0
	Viola Communications LLC
2022	0
2023	0
	24 7 Media Holding LLC
2022	0
2023	0
	Emirates Driving Company PJSC
2022	0
2023	0

Emiratisation breakdown:

	Percentage of Emirati employees		
	Female%	Male%	Total
	Pal Cooling Holding LLC		
2022	33.33%	66.67%	2.07%
2023	33.33%	66.67%	1.95%
	Omorfia Group LLC		
2022	100.00%	0.00%	0.51%
2023	93.33%	6.67%	0.53%
	Viola Communications LLC		
2022	100.00%	0.00%	0.89%
2023	100.00%	0.00%	0.79%
	24 7 Media Holding LLC		
2022	0.00%	0.00%	0.00%
2023	0.00%	0.00%	0.00%
	Kalyon Enerji Yatırımları A.Ş.		
2022	Not Applicable	Not Applicable	Not Applicable
2023	Not Applicable	Not Applicable	Not Applicable
	LVL Technology Holding		
2022	Not Applicable	Not Applicable	Not Applicable
2023	Not Applicable	Not Applicable	Not Applicable
	Emirates Driving Company PJSC		
2022	67.39%	32.61%	8.06%
2023	66.67%	33.33%	8.15%

Emiratisation breakdown:

	Percentage of Emirati employees		
	Non-Management (Staff) %	Middle Management %	Senior Management %
	Pal Cooling Holding LLC		
2022	0.00%	66.67%	33.33%
2023	0.00%	66.67%	33.33%
	Omorfia Group LLC		
2022	100.00%	0.00%	0.00%
2023	86.67%	6.67%	6.67%
	Viola Communications LLC		
2022	100.00%	0.00%	0.00%
2023	100.00%	0.00%	0.00%
	24 7 Media Holding LLC		
2022	0.00%	0.00%	0.00%
2023	0.00%	0.00%	0.00%
	Kalyon Enerji Yatırımları A.Ş.		
2022	Not Applicable	Not Applicable	Not Applicable
2023	Not Applicable	Not Applicable	Not Applicable
	LVL Technology Holding		
2022	Not Applicable	Not Applicable	Not Applicable
2023	Not Applicable	Not Applicable	Not Applicable
	Emirates Driving Company PJSC		
2022	67.39%	17.39%	15.22%
2023	85.42%	10.42%	4.17%

Emiratisation breakdown:

	Emiratisation Rate
	Pal Cooling Holding LLC
2022	2.07%
2023	1.95%
	Omorfia Group LLC
2022	0.51%
2023	0.53%
	Viola Communications LLC
2022	0.89%
2023	0.79%
	24 7 Media Holding LLC
2022	0.00%
2023	0.00%
	Kalyon Enerji Yatırımları A.Ş.
2022	Not Applicable
2023	Not Applicable
	LVL Technology Holding
2022	Not Applicable
2023	Not Applicable
	Emirates Driving Company PJSC
2022	8.10%
2023	8.10%

Health & Safety breakdown -

	Number of Fatalities as a Result of Work-Related Ill Health	Number of Cases of Recordable Work-Related Ill Health
	Multiply Group PJSC	
2022	0	0
2023	0	0
	Pal Cooling Holding LLC	
2022	0	0
2023	0	0
	LVL Technology Holding	
2022	0	0
2023	0	0
	Omorfia Group LLC	
2022	0	0
2023	0	0
	Kalyon Enerji Yatırımları A.Ş.	
2022	N/A	N/A
2023	0	0
	Viola Communications LLC	
2022	0	0
2023	0	0
	24 7 Media Holding LLC	
2022	0	0
2023	0	0
	Emirates Driving Company PJSC	
2022	0	-
2023	0	-

Note: Certain HR-related information pertaining to LVL Technology Holding was not accessible at the time of report issuance.

Environmental disclosures

Emission Data breakdown:

Scope MT CO2e	2022	2023
Multiply Group PJSC		
Scope 1	11.23	12.19
Scope 2	15.52	14.87
Total Emissions (MT CO2e)	**26.75**	**27.06**
Pal Cooling Holding LLC		
Scope 1	414.56	809.12
Scope 2	98,591.68	107,680.75
Total Emissions (MT CO2e)	**99,006.24**	**108,489.87**
LVL Technology Holding		
Scope 1	4.68	5.86
Scope 2	4.04	6.05
Total Emissions (MT CO2e)	**8.71**	**11.92**
Omorfia Group LLC		
Scope 1	N/A	261.74
Scope 2	N/A	2,729.46
Total Emissions (MT CO2e)	**N/A**	**2,991.20**
Kalyon Enerji Yatırımları A.Ş.		
Scope 1	535,542.58	2,243,433.4
Scope 2	672.26	538.90
Total Emissions (MT CO2e)	**53,6214.84**	**2,243,972.3**
Viola Communications LLC		
Scope 1	72.53	264.48
Scope 2	29.09	44.72
Total Emissions (MT CO2e)	**101.62**	**309.20**
Emirates Driving Company PJSC		
Scope 1	4,066	3,632
Scope 2	5,039	4,222
Total Emissions (MT CO2e)	**9,105**	**7,854**

Note: The breakdown of the data boundary for PAL Cooling Holding LLC's Carbon Emission and Energy intensity is for the district cooling plant operations.

Emission Data breakdown:

Scope Intensity	2022	2023
Multiply Group PJSC		
Scope 1	0.28	0.29
Scope 2	0.38	0.35
Total Emissions (MT CO2e)	**0.67**	**0.64**
Pal Cooling Holding LLC		
Scope 1	2.86	5.25
Scope 2	679.94	699.23
Total Emissions (MT CO2e)	**682.80**	**704.48**
LVL Technology Holding		
Scope 1	0.47	0.34
Scope 2	0.40	0.50
Total Emissions (MT CO2e)	**0.87**	**0.99**
Omorfia Group LLC		
Scope 1	N/A	0.42
Scope 2	N/A	4.43
Total Emissions (MT CO2e)	**N/A**	**4.86**
Kalyon Enerji Yatırımları A.Ş.		
Scope 1	5,005.07	1,240.15
Scope 2	6.28	0.30
Total Emissions (MT CO2e)	**5,011.35**	**1,240.45**
Viola Communications LLC		
Scope 1	0.32	1.05
Scope 2	0.13	0.18
Total Emissions (MT CO2e)	**0.45**	**1.23**
Emirates Driving Company PJSC		
Scope 1	7.12	6.17
Scope 2	8.82	7.17
Total Emissions (MT CO2e)	**15.95**	**13.33**

Note: The breakdown of the data boundary for PAL Cooling Holding LLC's Carbon Emission and Energy intensity is for the district cooling plant operations.

Energy Consumption Breakdown:

		Unit	2022	2023
Multiply Group PJSC				
Fuel Consumption	Petrol	GJ	160.83	174.23
	Diesel	GJ	N/A	N/A
Electricity Consumption		GJ	138.50	133
Chilled Water		GJ	N/A	N/A
Total Direct Energy Consumption			160.83	174.23
Total Indirect Energy Consumption			138.50	132.67
Total Energy Consumption			**299.32**	**306.90**
Pal Cooling Holding LLC				
Fuel Consumption	Petrol	GJ	4,139.41	4,883.94
	Diesel	GJ	1,667	17
Electricity Consumption		GJ	879,603.93	960,694
Chilled Water		GJ	31,576	10,120
Total Direct Energy Consumption			5,806.65	4,900.71
Total Indirect Energy Consumption			911,179.75	970,813.44
Total Energy Consumption			**916,986.40**	**975,714.15**
LVL Technology Holding				
Fuel Consumption	Petrol	GJ	77.00	96.00
	Diesel	GJ	0.00	0.00
Electricity Consumption		GJ	36.00	54.00
Chilled Water		GJ	N/A	N/A
Total Direct Energy Consumption			77.00	96.00
Total Indirect Energy Consumption			36.00	54.00
Total Energy Consumption			**113.00**	**150.00**
Omorfia Group LLC				
Fuel Consumption	Petrol	GJ	N/A	136.64
	Diesel	GJ	N/A	856.83
Electricity Consumption		GJ	N/A	2,476.12
Chilled Water		GJ	N/A	N/A
Total Direct Energy Consumption			N/A	993.47
Total Indirect Energy Consumption			N/A	2,476.12
Total Energy Consumption			**N/A**	**3,469.59**

Energy Consumption Breakdown: (continued)

		Unit	2022	2023
Kalyon Enerji Yatırımları A.Ş.				
Fuel Consumption	Petrol	GJ	0.00	0.00
	Diesel	GJ	26,341.14	23,486.99
Electricity Consumption		GJ	5,371.87	2,637.75
Chilled Water		GJ	N/A	N/A
Total Direct Energy Consumption			26,341.14	23,486.99
Total Indirect Energy Consumption			5,371.87	2,637.75
Total Energy Consumption			**31,713.01**	**26,124.74**
Viola Communications LLC				
Fuel Consumption	Petrol	GJ	31,000.00	70,554.07
	Diesel	GJ	N/A	37,239.00
Electricity Consumption		GJ	72,098.00	110,820.00
Chilled Water		GJ	0.00	0.00
Total Direct Energy Consumption			31,000.00	107,793.07
Total Indirect Energy Consumption			72,098.00	110,819.65
Total Energy Consumption			**103,098.00**	**218,613.07**
Emirates Driving Company PJSC				
Fuel Consumption	Petrol	GJ	25,669.62	25,274.32
	Diesel	GJ	17,085.81	17,708.54
Electricity Consumption		GJ	45,809.33	38,381.05
Chilled Water		GJ	N/A	N/A
Total Direct Energy Consumption			42,755.43	42,982.86
Total Indirect Energy Consumption			45,809.33	38,381.05
Total Energy Consumption			**88,564.76**	**81,363.91**

Waste Management breakdown:

Total Weight of Waste Generated by Category in MT	Paper/Carboard	Food/Inert Street Garbage	Concrete Rubble	Hazardous Chemicals	Other
	Multiply Group PJSC				
2022	N/A	N/A	N/A	N/A	N/A
2023	N/A	N/A	N/A	N/A	N/A
	Pal Cooling Holding LLC				
2022	0.00	0.00	0.00	4.86	124.30**
2023	0.00	0.00	0.00	0.95	158.41**
	LVL Technology Holding				
2022	0.10	0.15	0.00	0.00	0.00
2023	0.15	0.23	0.00	0.00	0.00
	Omorfia Group LLC				
2022	N/A	N/A	N/A	N/A	N/A
2023	N/A	N/A	N/A	N/A	N/A
	Kalyon Enerji Yatırımları A.Ş.				
2022	N/A	N/A	N/A	N/A	N/A
2023	1.50	2.17	0.00	2.73	70.00***
	Viola Communications LLC				
2022	0.43	0.18	0.00	0.00	0.00
2023	0.43	0.18	0.00	0.00	0.00
	Emirates Driving Company PJSC				
2022	15.30	46.00	N/A	3.65	101.77*
2023	2.92	24.00	N/A	5.00	168.00*

*Emirates Driving Company's other waste is categorized under Aggregates and Tyre waste
**Other waste for PAL Cooling refers to Commercial Waste
***Other waste for Kalyon Enerji refers to Commercial Waste, Aluminium Waste, Wood Waste, and Packing Plastics

Waste Recycled

Total Weight of Waste Recycled in MT	Paper/Carboard	Aluminium/ Metal Scrap	Used Filters and Oily Waste	Wood/Broken furniture	Sand Waste	Concrete Waste	Agricultural Waste	Other
	Multiply Group PJSC							
2022	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Pal Cooling Holding LLC							
2022	0.00	3.30	3.00	0.00	0.00	0.00	0.00	N/A
2023	0.00	0.00	0.95	2.32	0.00	0.00	0.00	N/A
	LVL Technology Holding							
2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2023	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Omorfia Group LLC							
2022	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2023	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
	Kalyon Enerji Yatırımları A.Ş.							
2022	0.00	0.00	0.00	0.00	N/A	0.00	N/A	0.00
2023	0.00	13.34	0.00	6.54	N/A	0.00	N/A	35.18
	Viola Communications LLC							
2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2023	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Emirates Driving Company PJSC							
2022	15.30	0.60	3.65	2.96	N/A	N/A	46.00	0.00
2023	2.92	1.44	4.65	14.00	N/A	N/A	24.00	0.00

*Other waste for Kalyon Enerji refers to Commercial Waste and Packing Plastics Waste

Waste RecycledTotal Waste Generated

Total Weight of Waste Generated in MT	Non-Hazardous Weight	Hazardous Weight
	Multiply Group PJSC	
2022	N/A	N/A
2023	N/A	N/A
	Pal Cooling Holding LLC	
2022	124.30	4.86
2023	158.41	0.95
	LVL Technology Holding	
2022	0.25	0.00
2023	0.38	0.00
	Omorfia Group LLC	
2022	N/A	N/A
2023	N/A	N/A
	Kalyon Enerji Yatırımları A.Ş.	
2022	N/A	N/A
2023	73.66	2.73
	Viola Communications LLC	
2022	0.61	0.00
2023	0.61	0.00
	Emirates Driving Company PJSC	
2022	166.63	3.65
2023	210.36	5.00

Waste Recycled Total Waste GeneratedWater Consumption

	2022	2023
	Multiply Group PJSC	
Water Consumption (in M3)	49.12	50.14
Consumption Intensity (M3/Employee)	1.23	1.19
	Pal Cooling Holding LLC	
Water Consumption (in M3)	1,961,337.00	2,281,069.20
Consumption Intensity (M3/Employee)	13,526.46	14,812.14
	LVL Technology Holding	
Water Consumption (in M3)	88.00	125.00
Consumption Intensity (M3/Employee)	8.80	10.42
	Omorfia Group LLC	
Water Consumption (in M3)	49.12	59.49
Consumption Intensity (M3/Employee)	0.06	0.10
	Kalyon Enerji Yatırımları A.Ş.	
Water Consumption (in M3)	52,933.00	24,293.00
Consumption Intensity (M3/Employee)	494.70	13.43
	Viola Communications LLC	
Water Consumption (in M3)	N/A	N/A
Consumption Intensity (M3/Employee)	N/A	N/A
	Emirates Driving Company PJSC	
Water Consumption (in M3)	167,701.90	136,329.00
Consumption Intensity (M3/Employee)	293.70	231.46

Note: Certain Environmental-related information pertaining to 24 7 Media was not accessible at the time of report issuance.

GRI and ADX Content Index

GRI 1: FOUNDATION 2021

Statement of Use	Multiply Group has reported the information cited in this GRI content index for the period 1 January – 31 December 2023 in accordance with the GRI Standards

GRI 2: GENERAL DISCLOSURES

GRI Disclosure	Content	ADX Disclosure	Reference Section	Notes
The Organization and its Reporting Practice				
2-1	Organizational details		115	
2-2	Entities included in the organization's sustainability reporting	G7: Sustainability reporting G8: Disclosure Practices G9: External Assurance	112	
2-3	Reporting period, frequency and contact point	G7: Sustainability reporting G8: Disclosure Practices	112	
2-4	Restatements of information		112	
2-5	External assurance	G10: External Assurance	112	
Activities and workers				
2-6	Activities, value chain and other business relationships		115	
2-7	Employees	S3: Employee Turnover S4: Gender Diversity	125-128	
2-8	Workers who are not employees	G4: Supplier Code of Conduct	125-128	
Governance				
2-9	Governance structure and composition	G1: Board Diversity	120-124	
2-10	Nomination and selection of the highest governance body	G2: Board Independence	120-124	
2-11	Chair of the highest governance body		120-124	
2-12	Role of the highest governance body in overseeing the management of impacts		120-124	
2-13	Delegation of responsibility for managing impacts		120-124	
2-14	Role of the highest governance body in sustainability reporting	G3: Incentivized Pay	120-124	
2-15	Conflicts of interest	G6: Ethics & Anti-Corruption	120-124	
2-16	Communication of critical concerns		120-124	
2-17	Collective knowledge of the highest governance body		120-124	
2-18	Evaluation of the performance of the highest governance body		120-124	
2-19	Remuneration policies	G3: Incentivized Pay S1: CEO Pay Ratio S2: Gender Pay Ratio	120-124	
2-20	Process to determine remuneration	S2: Gender Pay Ratio	120-124	
2-21	Annual total compensation ratio	G3: Incentivized Pay S1: CEO Pay Ratio S2: Gender Pay Ratio	120-124	
Strategy, policies and practices				
2-22	Statement on sustainable development strategy	G8: Sustainability reporting G9: Disclosure Practices E8 & E9: Environmental Oversight	116-119	
2-23	Policy commitments		120-124	
2-24	Embedding policy commitments		120-124	
2-25	Processes to remediate negative impacts		120-124	
2-26	Mechanisms for seeking advice and raising concerns		120-124	
2-27	Compliance with laws and regulations	G6: Ethics & Anti-Corruption	120-124	
2-28	Membership associations	S1: CEO Pay Ratio	120-124	
Stakeholder engagement				
2-29	Approach to stakeholder engagement		116-119	
2-30	Collective bargaining agreements		Not applicable for companies operating in the UAE	

GRI 3: MATERIAL TOPICS

GRI Disclosure	Content	ADX Disclosure	Reference Section	Notes
3-1	Process to determine material topics		116-119	
3-2	List of material topics		116-119	
3-3	Management of material topics		116-119	
GRI 200: Economic Standard Series				
GRI 201: Economic Performance 2016				
GRI 201 Topic Specific				
3-3	Activities, value chain and other business relationships		133-134	
201-1	Employees		125-128	
GRI 202: Market Presence 2016				
GRI 202 Topic Specific				
3-3	Management Approach		125-128	
202-2	Proportion of senior management hired from the local community	S11: Nationalisation	125-128	
GRI 203: Indirect Economic Impacts 2016				
GRI 203 Topic Specific				
3-3	Management Approach		133-134	
203-2	Significant indirect economic impacts		133-134	
GRI 204: Procurement Practices 2016				
GRI 204 Topic Specific				
3-3	Management Approach		132	
204-1	Proportion of spending on local suppliers	G4: Supplier Code of Conduct	132	

GRI and ADX Content Index

GRI 3: MATERIAL TOPICS (continuation)

GRI Disclosure	Content	ADX Disclosure	Reference Section	Notes
GRI 200: Economic Standard Series				
GRI 205: Anti-Corruption 2016				
GRI 205 Topic Specific				
3-3	Management Approach		120-124	
205-1	Operations assessed for risks related to corruption		120-124	
205-2	Communication and training about anti-corruption policies and procedures		120-124	
205-3	Confirmed incidents of corruption and actions taken	G5: Ethics & Prevention of Corruption	120-124	
GRI 300: Environmental Standard Series				
GRI 302: Energy 2016				
GRI 302 Topic Specific				
3-3	Management Approach	E10: Climate Risk Mitigation	130-132	
302-1	Energy consumption within the organization	E3: Energy Usage	130-132	
302-2	Energy consumption outside of the organization	E4: Energy Intensity E5: Energy Mix	130-132	
302-3	Energy Intensity	E4: Energy Intensity E5: Energy Mix	130-132	
GRI 303: Water and Effluents 2018				
GRI 303 Topic Specific				
3-3	Management Approach		130-132	
303-5	Water Consumption	E6: Water Usage	130-132	
GRI 305: Emissions 2016				
GRI 305 Topic Specific				
3-3	Management Approach	E8 & E9: Environmental Oversight	130-132	
305-1	Direct (Scope 1) GHG emissions	E1: GHG Emissions	130-132	
305-2	Energy indirect (Scope 2) GHG emissions	E1: GHG Emissions	130-132	
305-3	Other indirect (Scope 3) GHG emissions	E1: GHG Emissions	130-132	
305-4	GHG emissions intensity	E1: GHG Emissions E2: Emissions Intensity	130-132	
GRI 306: Waste 2020				
GRI 306 Topic Specific				
3-3	Management Approach		130-132	
306-3	Waste generated	E7: Environmental Operations	130-132	
GRI 401: Employment 2016				
GRI 401 Topic Specific				
3-3	Management Approach		125-128	
401-1	New employee hires and employee turnover	S3: Employee Turnover	125-128	
401-2	Benefits provided to full-time employees that are not provided to part-time employees		125-128	

GRI 3: MATERIAL TOPICS (continuation)

GRI Disclosure	Content	ADX Disclosure	Reference Section	Notes
GRI 403: Occupational Health & Safety 2018				
GRI 302: Energy 2016				
GRI 403 Topic Management Disclosures				
3-3	Management Approach		136-148	
403-1	Occupational health and safety management system	S8: Global Health & Safety	136-148	
403-2	Hazard identification, risk assessment, and incident investigation		136-148	
403-3	Occupational health services			
403-4	Worker participation, consultation, and communication on Occupational health and safety		136-148	
403-5	Worker training on occupational health and safety		136-148	
403-6	Promotion of worker health		136-148	
403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships		136-148	
GRI 403 Topic Specific				
403-8	Workers covered by an occupational health and safety management system	S8: Global Health & Safety	136-148	
403-9	Work-related injuries	S7: Injury Rate	174	
GRI 404: Training & Education 2016				
GRI 404 Topic Specific				
3-3	Management Approach		125-128	
404-1	Average hours of training per year per employee		125-128	
404-2	Programs for upgrading employee skills and transition assistance programs		125-128	
404-3	Percentage of employees receiving regular performance and career development reviews		125-128	
GRI 405: Diversity and Equal Opportunity 2016				
GRI 405 Topic Specific				
3-3	Management Approach		125-128	
405-1	Diversity of governance bodies and employees	S4: Gender Diversity S6: Non-Discrimination S11: Nationalisation G1: Board Diversity	125-128	
405-2	Median Compensation		125-128	

GRI and ADX Content Index

GRI 3: MATERIAL TOPICS (continuation)

GRI Disclosure	Content	ADX Disclosure	Reference Section	Notes
GRI 400: Social Standard Series				
GRI 406: Non-Discrimination 2016				
GRI 406 Topic Specific				
3-3	Management Approach		125-128	
406-1	Incidents of discrimination and corrective actions taken	S6: Non-discrimination	125-128	
GRI 413: Local Community 2016				
GRI 413 Topic Specific				
3-3	Management Approach		125-128	
413-1	Operations with local community engagement, impact assessments, and development programs	S11: Nationalisation S12: Community Investment	156-158	
GRI 418: Customer Privacy				
GRI 418 Topic Specific				
3-3	Management Approach		124	
418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	G6: Data Privacy	124	