United Gulf Investment Corporation B.S.C.

Consolidated financial statements for the year ended 31 December 2021

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United Gulf Investment Corporation B.S.C. Administration and contact details as at 31 December 2021

Commercial registration no.

24377-1 obtained on 18 February 1991

Board of Directors

Rashed Abdulllah Alhajri Abdulla Fahad Alsubaie Qusay Khalil Yusuf Al-Khalili Abdulla Mubarak Al-Suwaiket Waleed Fahad Al-Tharman

- Chairman

- Vice - Chairman

Authorised persons

Rashed Abdullla Alhajri Qusay Khalil Yusuf Al-Khalili

Chief Executive Officer

and Secretary to the Board

Qusay Khalil Yusuf Al-Khalili

Audit Committee

Rashed Abdullla Alhajri Waleed Fahad Al-Tharman

- Chairman

Registered office

Office 3202, Building 2504 Road 2832, Block 428 PO Box 10177 Al-Seef District Kingdom of Bahrain

Principal Bankers

Ahli United Bank

Arab National Bank - Dammam

Alinma Bank Ithmar Bank

Khaleeji Commercial Bank National Commercial Bank

Auditors

BDO 17th Floor

Diplomat Commercial Office Tower

PO Box 787 Manama

Kingdom of Bahrain

Registrars

Karvy Computershare W.L.L.

PO Box 514 Manama

Kingdom of Bahrain

Bahrain Clear B.S.C. (c) Bahrain Financial Harbour Harbour Gate - Level 4

PO Box 3203 Manama

Kingdom of Bahrain

On behalf of the Board of Directors and employees of United Gulf Investment Corporation B.S.C. (UGIC), I would like to review the annual report and financial results of the company for the year ended on 31 December 2021

First, results for the Group's net profit of BD3,684,046 after zakat for year 2021 compared to loss of BD1,071,835 in 2020.

The mining and metals sector has been positively affected by the Corona pandemic, as commodity prices rose globally, whereas the biggest losers were small companies and factories that import in small quantities, who ship and export in small quantities. While the impact was adverse to large companies to some extent, as they are less reliant on container movement globally, especially those that deal With "bulk" shipping. This had a positive impact on the results of the industrial sector in the Kingdom of Saudi Arabia, praise be to God, and the iron sector in particular, as for the first time China imported steel from the rest of the world, although it produces 50% of steel globally. In addition, the rise in the price of oil and gas globally has contributed a lot to raising the price of electricity for heavy industries globally, which has led to an increase in the prices of commodities and minerals globally.

The great impact also as a result of USA returning to the climate agreement with the enormous pressure on coal production globally prompted China to stop many of its industries and impose fees on extracting coal, which is the building block of heavy industries such as iron. Aluminum and metal alloys, where the price of coal rose from 280 dollars per ton to exceed 700 dollars per ton because many industries in India and China also use coal to generate electricity, many of these factories were shut down. All these events were in conjunction with the global closures as a result of the Corona pandemic, as well as the disruption in the movement of shipping, and the alarming rise in the cost of containers. The biggest beneficiaries were those companies that depend on local suppliers, as most international companies and industries resorted to the local supplier for reliability in supply and the right price, since whoever relied on the supply from external parties was unable to receive the goods because of "force majeure" and this affected the supply chains causing a huge raise in the prices of products globally. Also, the global electronic chip crisis between China and the United States has raised the prices of devices and disrupted the equipment's assemblies, which affected the supply chains and raised the prices of products, as this can be noted in the increase of prices of cars globally. It is expected that this effect will continue for a short period of time because of the exit of many small companies from the competition cycle due to the repercussions of the Corona pandemic globally. In Saudi Arabia, the industrial sector has shown improvement. While the cost continued to rise in the Kingdom of Saudi Arabia from the huge increase in fees for foreign workers and their families, to the high cost of local contractors' prices and the high rates of Saudization required in jobs. This has caused increases in the cost of living in Saudi Arabia. The company has been able to consolidate relations with major steel factories in the region in Saudi Arabia and the UAE. Yet, there were some old contracts at low prices that affected the company's results in its attempts in achieving record results in 2021.

Praising Allah, the Kingdom of Saudi Arabia has increased customs duties in the year 2020 on imports of our products from 5% to 15% in the case of ferromanganese, and from 5% to 12% for silicomanganese, and from 5% to 15% for ferrosilicon, which was implemented starting July 2020. It's impact on the company's was directly on selling prices and quantities sold in the Saudi market. The results of that began to appear on the company's financial statements, accompanied by the recovery of local demand.

Unfortunately, some exemptions were previously given to some clients. We are still working on cancelling these exemptions in coordination with the Ministry of Industry and Mineral Resources.

SABAYEK sales amounted to SR551 million for 2021 compared to SR335 million in 2020. During the year 2021, the company paid more than SR 120 million of the Electricity Company's arrears, which amounted to SR 151 million by year end 2021.

The company also paid SR 4.5 million to the Royal Commission because of a sudden claim for differences in the lease of land, dated back to 25 years ago and over a contract that expired 3 years ago.

Therefore, the company has taken many strong provisions to give a conservative image to avoid strong future shocks that may affect the value of the company. Based on that BOD and management are taking a conservative approach to deliver a sound conservative picture to its shareholders, affiliates and preserving the rights of small shareholders to the maximum possible.

The company has also added lines to raise efficiency of production, as it is expected to improve production efficiency by no less than 15% starting from the year 2022, which will improve the company's profit margin by no less than 10%, and this is an achievement that counts for the management of UGIC and its BOD in improvement and development.

We have also added a SUB-CR of SABAYEK "Adding Mining Activities" to apply for local mining in the Kingdom of Saudi Arabia. The company has also established "Rukam Industrial Co." with a 40% ownership, which specializes in recycling of steel from slag, as this will enable us to consolidate the relationship with the major steel factories in the Kingdom, add profits to the company and give diversity in sources of income.

Despite the difficulties it is facing, this industry is still working on utilizing local GCC raw material to add to the integration of the economy of the Gulf cooperation Council (GCC) and increasing local content to higher levels according to vision 2030, that is inspired by the insights and wisdom of the leaders of the Gulf states (May Allah bless them) towards the development of the Mining industries in the GCC, which will hopefully will give a strong impetus parallel to the petroleum era in the future and to potentially become the future wealth, God willing, that creates promising well-paying jobs for the citizens of the Gulf cooperation Council (GCC). We are looking forward to their necessary support.

Second, in 2021, the Group's share in the profit of Dhahran Chemical Industries and Marketing, the Group's associate, was about BD194 thousand up from BD127 thousand in 2020. DCIM has completed acquiring 51% shares of Synthomer Dubai in July 2019. This increase in profits is attributed to the improvement of market conditions in Saudi Arabia and the expansion achieved by the company in the United Arab Emirates.

However, these results are still less than expectations due to the impact of the Covid -19 pandemic on this industry and its dependence on global container traffic, but overall, they are promising results for the company. The repayment of the bank loan was completed by the end of this year 2021, which allowed the company to start distributing profits after that, God willing.

Third: An additional delay occurred in commencing activities of "United Gulf Trading "Company due to the delay from local suppliers of raw materials in the Kingdom of Saudi Arabia. However, the company will continue its activities in integrated areas in light of the overall strategy of the United Gulf Investment Group, which is metals, mining, raw materials, and marketing in 2022. We will need to issue a Saudi commercial register number as well as register the company in the tax system in Saudi Arabia as a Saudi company in addition to registering in the tax system of the Kingdom of Bahrain.

Outlook:

Godwilling, the Group 2022 to be a year similar to 2021 in terms of economic activity and accordingly, we expect to witness a good year for SABAYEK as the settlement agreement with the electric company was very difficult, and we will also continue to settle all government related expenses during 2021.

Where SABAYEK will pay the remaining electricity arrears and old dues to the Saudi Industrial Development Fund and settle some of the zakat claims, God willing. We will also work on preparing Sabayek for future listing in NUMO stock exchange in Saudi Arabia, which requires tremendous efforts by the Board of Directors and the company's management.

We will also continue to find new projects and add new special products that are in line with Vision 2030. We expect UGT to start its operations. Furthermore, if the Saudi government starts its support program for steel industries and its subsidiaries, the market is expected to recover significantly in 2022.

Appropriation/Recommendations

Based on the financial results, the Board of Directors does not recommend any cash dividends or taking provisions on ongoing investments. It also recommends continuing to operate development projects to diversify activities and reduce the cost of products in subsidiaries in light of changes and transformations occurring in the GCC market, increases in cost and taxes, significant increases in fees, and structural changes in the labor market. In line with Article 188 of Decree-Law No. (28) of 2020.

	Fix	ed remu	inera	tions		Vari	able r	emun	erati	ons	Į į	de	
Name	Remuneration s of the chairman and	Total allowance for	Salaries	Others*	Total	Remuneration s of the	Bonus	Incentive	Others *	Total	End-of-service award	Aggregate amount (Does not include	Expenses
First: Non Ir	ndepende	nt - Non	Exec	cutive	e Direc	ctors:							
Rashed Abdulla Alsuwaiket	-	E.	-	•	•	ı	-	-	-	-	-	-	
Second: Ind	ependent	- Non-E	xecu	tive l	Directo	ors:							
Abdulla Fahad Alhazza Subaie	-	-	•	-	-	-	_	-	•	•	-	-	-
Waleed Fahad Althurman	-	-	-	-	-	-	1	-	-	•	-	1	-
Abdulla Mubarak Alsuwaiket	•	-	-	-	-	-	1	-	-	-	-	1	-
Third: Exec	Third: Executive Directors:												
Qusay Khalil Alkhalili	-	-	-	-	-	-	-	-	-	-	-	•	-
Total	۰			>.		-	(#:	•		·*	(#)		

Note: All amounts in Bahraini Dinars.

Other remunerations:

^{*} It includes in-kind benefits - specific amount - remuneration for technical, administrative and advisory works (if any). ** It includes the board member's share of the profits - Granted shares (insert the value) (if any).

Executive Management Remuneration:-

Executive management	Total paid salaries and allowances	Total paid remuneration (Bonus)	Any other cash/ in kind remuneration for 2021	Aggregate Amount
Top 6 remunerations for executives, including CEO, CFO	305,300	303,000*	25,662	633,962

Note: All amounts must be stated in Bahraini Dinars.

Whereas, none of the board members of the United Gulf Investment Company received remuneration during the year 2021 due to the epidemic situation. In addition, the executive management and senior employees of the group have received a total of 305,300 Bahraini dinars for the current financial year towards Salaries and allowances, 303,000* (Only Provision) towards Bonus remunerations and 25,662 towards Cash in Kind for the year ended 2021.

Finally, the Chairman and members of the Board of Directors, on his behalf and on behalf of the shareholders, take this opportunity to express his sincere appreciation and thanks to His Majesty King Hamad bin Isa Al Khalifa of Bahrain, and to His Royal Highness and His Royal crown Prince Salman bin Hamad Al Khalifa, and Prime Minister and Deputy Supreme Commander of Defence Force, as well to the Custodian of the Two Holy Mosques King Salman bin Abdulaziz and his Royal Highness Crown Prince Mohammad bin Salman of Kingdom of Saudi Arabia, and to their Majesties and Highnesses the leaders of the Gulf Cooperation (GCC) for their continuous support to us.

We would like to express our gratitude to all government authorities specially to, the Ministry of Industry Commerce and Tourism, the Bahrain Bourse, the Central Bank, Capital Markets Supervisory Directorate (CMSD) and the General Secretariat of the Cooperation Council for the Arab Gulf States, wishing all the prosperity and prosperity of the GCC countries in light of this glorious era for its leaders.

Rashed Abdullah Alhajri

Chairman

27 February 2022



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Independent auditor's report to the shareholders of United Gulf Investment Corporation B.S.C.

Report on the consolidated financial statements

Opinion

We have audited the consolidated financial statements of United Gulf Investment Corporation B.S.C. ("the Company") and its subsidiaries (collectively referred to as "the Group"), which comprise the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in shareholders' equity and the consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies. 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 2021, 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 ethical requirements that are relevant to our audit of the consolidated financial statements in accordance with the Code of Ethics for Professional Accountants ("IESBA Code") issued by International Ethics Standards Board for Accountants and we have fulfilled our other ethical responsibilities in accordance with its requirements. 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 for the year ended 31 December 2021. 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. The key audit matters include:

Revenue recognition

Revenue primarily consists of sales as disclosed in Note 22 and other income as disclosed in Note 24 of the consolidated financial statements. Revenue is considered to be a key performance measure and by default, this area has a fraud risk element and is therefore always considered as a significant risk.

Our audit procedures included, considering the appropriateness of the Group's revenue recognition policies and assessing compliance with the policies in light of the applicable accounting standards. We have tested the effectiveness of internal controls implemented by the Group over the revenue cycle and have also performed analytical procedures over the revenue streams and tested the relevant supporting documents on a sample basis to confirm their reasonableness and accuracy.



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Independent auditor's report to the shareholders of United Gulf Investment Corporation B.S.C. (continued)

Report on the consolidated financial statements (continued)

Other information

Management is responsible for the other information. The other information comprises the information included in the Directors' report but does not include the consolidated financial statements and our auditor's report thereon. 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 Those Charged With Governance ("TCWG") for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards, 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 have no realistic alternative but to do so.

TCWG 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 ISAs 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 scepticism 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.



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Independent auditor's report to the shareholders of United Gulf Investment Corporation B.S.C. (continued)

Report on the consolidated financial statements (continued)

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

- 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.
- 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 management and TCWG 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 TCWG 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, related safeguards.

From the matters communicated with TCWG, 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.



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Independent auditor's report to the shareholders of United Gulf Investment Corporation B.S.C. (continued)

Report on other legal and regulatory requirements

- a) As required by the Bahrain Commercial Companies Law, in case of the Company, we report that:
- 1. we have obtained all the information we considered necessary for the purpose of our audit;
- 2. the Company has carried out stock-taking in accordance with recognised procedures, has maintained proper books of account and the financial statements are in agreement therewith; and
- 3. the financial information included in the Directors' report is consistent with the books of account of the Company.
- b) As required by the Ministry of Industry, Commerce and Tourism in its letter dated 30 January 2020 in respect of the requirements of Article 8 of Section 2 of Chapter 1 of the Bahrain Corporate Governance Code, we report that the Company:
- 1. has appointed a corporate governance officer; and
- 2. has a Board approved written guidance and procedures for corporate governance.

In addition, we report that, nothing has come to our attention which causes us to believe that the Company has breached any of the applicable provisions of the Bahrain Commercial Companies Law, the Central Bank of Bahrain (CBB) Rule Book (applicable provisions of Volume 6) and CBB directives, regulations and associated resolutions, rules and procedures of the Bahrain Bourse or of its Memorandum and Articles of Association, which would materially affect its activities, or its financial position as at 31 December 2021.

Manama, Kingdom of Bahrain 27 February 2022



See Auditor's Report dated 27-02-2022 Signed by BDO, CR No. 10201-04 Partner: Nath Venkitachalam Viswanath Reg. No. 151

Signature:

United Gulf Investment Corporation B.S.C. Consolidated statement of financial position as at 31 December 2021 (Expressed in Bahrain Dinars)

	<u>Notes</u>	31 December	31 December
ASSETS			
Non-current assets	,	24 070 455	
Property, plant and equipment Investment in associates	6 7	31,978,155	34,015,881
Right-of-use asset	8	1,964,000 308,854	1,056,662 365,630
right of die disce	0		363,630
		34,251,009	35,438,173
Current assets			
Financial assets at fair value through			
profit or loss	9	256,000	256,000
Inventories	10	11,752,218	17,945,431
Trade and other receivables	11	12,072,434	10,461,011
Mudaraba deposits	12	1,666,399	1,914,128
Cash and bank balances	13	7,145,725	1,693,571
		32,892,776	32,270,141
Total assets		67,143,785	67,708,314
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital	14	20,000,000	20,000,000
Statutory reserve	15	3,134,426	2,853,603
Share premium	16	116,328	116,328
Other reserves	16	3,839,919	1,312,512
For the contribute has been been been been able to			
Equity attributable to the shareholders of the Parent		27 000 472	24 202 442
Non-controlling interest	17	27,090,673 _6,499,883	24,282,443
Non concrotting interest	17	_0,477,003	5,624,067
		<u>33,590,556</u>	29,906,510
Non-current liabilities			
Non-current portion of term loans	18	18,939,575	21,799,727
Non-current portion of lease liabilities	19	320,523	369,124
Employees' terminal benefits	20	709,455	663,273
		19,969,553	22,832,124

See Auditor's Report dated 27-02-2022
Signed by BDO, CR No. 10201-04
Partner: Nath Venkitachalam Viswanath
Reg. No. 151
Signature:

United Gulf Investment Corporation B.S.C. Consolidated statement of financial position as at 31 December 2021 (Expressed in Bahrain Dinars)

	<u>Notes</u>	31 December 2021	31 December
Current liabilities Current portion of term loans Current portion of lease liabilities Trade and other payables	18 19 21	5,584,073 285,991 <u>7,713,612</u>	8,974,839 279,470 _5,715,371
		<u>13,583,676</u>	14,969,680
Total equity and liabilities		67,143,785	67,708,314

The consolidated financial statements were approved, authorised for issue by the Board of Directors and signed on their behalf by:

Rashed Abdullla Al Suwaiket Al Hajri Chairman

Abdulla Fahad Al-Subaie Vice - Chairman

Reg. No. 151 1

Signature: de

United Gulf Investment Corporation B.S.C.

Consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2021

(Expressed in Bahrain Dinars)

		Year ended 31 December	Year ended 31 December
	<u>Notes</u>	2021	2020
Sales	22	55,743,001	33,546,423
Cost of sales	23	(49,240,597)	(32,348,591)
Gross profit		6,502,404	1,197,832
Other income	24	<u>311,107</u>	242,934
		6,813,511	1,440,766
Expenses			
General and administrative expenses Finance costs	25 26	(1,640,973) (318,961)	(1,374,479) (325,991)
		_(1,959,934)	(1,700,470)
Net profit/(loss) for the year before tax and share of profit from investment in			
an associate		4,853,577	(259,704)
Net share of profit from investment in associates	7	115,759	126,679
Net profit/(loss) for the year before tax		4,969,336	(133,025)
Provision for Zakat	27	_(1,285,290)	(938,810)
Net profit/(loss) and total comprehensive income/(loss) for the year		3,684,046	(1,071,835)
Net profit/(loss) and total comprehensive income/(loss) for the year attributable to:			
Shareholders of the Parent Non-controlling interest	17	2,808,230 <u>875,816</u>	(800,952) (270,883)
		_3,684,046	(1,071,835)
Basic and diluted earnings/(losses) per share			
attributable to shareholders of the Company	28	14.04 fils	(4.00 fils)

The consolidated financial statements were approved, authorised for issue by the Board of Directors and signed on their behalf by:

Rashed Abdullla Al Suwaiket Al Hajri

Chairman/

Abdulla Fahad Al-Subaie Vice - Chairman

United Gulf Investment Corporation B.S.C. Consolidated statement of changes in shareholders' equity for the year ended 31 December 2021 (Expressed in Bahrain Dinars)

			Attri	butable to the	Attributable to the shareholders of the Parent	f the Parent		
					Other reserves		Non-	
	Share	Statutory	Share premium	Revaluation Accumulated reserve losses	Accumulated losses	Total	controlling interest	Total
At 1 January 2020 Total comprehensive loss for the year	20,000,000	2,853,603	116,328	4,329,043	(2,215,579) (800,952)	25,083,395 (800,952)	5,894,950 (270,883)	30,978,345 (1,071,835)
At 31 December 2020 Total comprehensive income for	20,000,000	2,853,603	116,328	4,329,043	(3,016,531) 24,282,443	24,282,443	5,624,067	29,906,510
the year Transferred to statutory reserve (Note 15)		280,823			2,808,230 (280,823)	2,808,230	875,816	3,684,046
At 31 December 2021	20,000,000	3,134,426	116,328	4,329,043	(489,124)	27,090,673	6,499,883	33,590,556

	<u>Notes</u>	Year ended 31 December 2021	Year ended 31 December 2020
Operating activities			
Net profit/(loss) for the year		3,684,046	(1,071,835)
Adjustments for:			
Depreciation	6	2,788,012	2,189,416
Amortisation of right-of-use asset	8	56,776	56,776
Net share of profit from investment in associates	7	(115,759)	(126,679)
Reversal of excess provision for impaired trade receivables	24	(2.40. 7.40)	(472.045)
Interest income	24	(249,748)	(173,015)
	24	(49,539)	(56,495)
Provision for impaired trade receivables	11	2 420 202	255,638
Provision for slow-moving inventories	10	2,429,393	205.004
Finance costs Changes in operating assets and liabilities.	26	318,961	325,991
Changes in operating assets and liabilities: Inventories		2 7/2 920	707 (00
Trade and other receivables		3,763,820	707,690
		(1,361,675)	(3,798,137)
Trade and other payables		1,998,241	1,150,917
Employees' terminal benefits, net		46,182	7,649
Net cash provided by/(used in) operating activities		13,308,710	(532,083)
Investing activities			
Purchase of property, plant and equipment	6	(750 294)	(012 202)
Additions to investment in associates during the year	7	(750,286)	(912,203)
Dividends received from associates during the year	7	(909,000)	-
Net movement in Mudaraba deposits	′	117,421	(40.005)
Interest income received	24	247,729	(10,805)
interest income received	24	49,539	<u>56,495</u>
Net cash used in investing activities		<u>(1,244,597)</u>	(866,513)
Financing activities			
Finance costs	26	(318,961)	(335 001)
Proceeds from term loans	33		(325,991)
Repayment of term loans	33	6,631,645	8,029,561
Repayment of term toans Repayment of principal element of lease liabilities	33	(12,882,563)	(9,004,923)
Repayment of principal element of lease tiabilities		(42,080)	(35,719)
Net cash used in financing activities		_(6,611,959)	_(1,337,073)
Net increase/(decrease) in cash and cash equivalents		5,452,154	(2,735,669)
Cash and cash equivalents, beginning of the year		<u>1,693,571</u>	4,429,240
Cash and cash equivalents, end of the year	13	<u>_7,145,725</u>	1,693,571

1 Organisation and activities

United Gulf Investment Corporation B.S.C. ("the Company" or "the Parent Company") and its subsidiaries comprise "the Group". The Company is a public shareholding company registered with the Ministry of Industry, Commerce and Tourism in the Kingdom of Bahrain and operates under commercial registration number 24377 obtained on 18 February 1991.

According to the terms of its Memorandum and Articles of Association, the duration of the Company is for 50 years, renewable for further similar periods unless terminated earlier by the operation of law or as provided for in the Articles of Association.

The Company is engaged in property leasing, buying and selling of properties for the Company only, third grade industrial maintenance works, buying and selling of shares and securities for the Company only and investment in local industrial projects.

The Company's registered office is in the Kingdom of Bahrain.

The consolidated financial statements, set out on pages 11 to 51, were approved and authorised for issue by the Board of Directors on 27 February 2022.

2 Structure of the Group

The structure of the Group is as follows:

Subsidiaries:

Name of the subsidiary	Country of incorporation	Proportion of ownership interest 31 December 2021	Non-controlling interest ownership/ voting interest 31 December 2021
Gulf Ferro Alloys	Kingdom of	75.68%	24.32%
Company ("SABAYEK") W.L.L.	Saudi Arabia	(2020: 75.68%)	(2020:24.32%)
United Gulf Trading W.L.L.	Kingdom of	100%	-
("UGT")	Bahrain	(2020:100%)	(2020: Nil)

The Company owns 75.68% (2020: 75.68%) shareholding interest in Gulf Ferro Alloys Company (SABAYEK) W.L.L. and 100% in United Gulf Trading W.L.L ("the subsidiaries").

The principal activities of SABAYEK include the production and marketing of ferro silicon, ferro manganese, silicon manganese silicon and micro silicate.

The principal activities of UGT are other professional, scientific and technical activities, real estate activities on fee or contract and sale/trading in other industrial products/raw materials.

SABAYEK's total assets, liabilities and net profit for the year of have been extracted from financial statements prepared as at, and for the year ended, 31 December 2021 while UGT's total assets, liabilities and net profit for the year have been extracted from audited financial statements prepared as at, and for the year ended, 31 December 2021.

2 Structure of the Group (continued)

The details of the Group's investment in associates, as follows:

Name of the associate	Country of incorporation	Description of shares held	Proportionat i 2021	e ownership nterest held 2020
Dhahran Chemical Industries Marketing ("DCIM")	Kingdom of Saudi Arabia	Ordinary shares of SAR100 per share	<u>20%</u>	<u>20%</u>
Rukam Industrial Company *	Kingdom of Saudi Arabia	Ordinary shares of SAR1000 per share	<u>40%</u>	<u> </u>

^{*} Investment in associate is held through the Subsidiary Company.

3 Basis of preparation

Statement of compliance

The consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") as promulgated by the International Accounting Standards Board ("IASB"), interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"), the Central Bank of Bahrain (CBB) Rule Book (applicable provisions of Volume 6) and the requirements of the Bahrain Commercial Companies Law, and associated resolutions, rules and procedures of the Bahrain Bourse.

Basis of presentation and functional currency

The consolidated financial statements have been prepared using the going concern assumption and under the historical cost convention except for the financial asset at fair value through profit or loss which are stated at their fair values and investment in associates which is equity accounted.

The consolidated financial statements have been presented in Bahrain Dinars in which the share capital of the Company and its transactions are primarily denominated while the functional currency of SABAYEK is Saudi Riyals. In the opinion of the management, there is no significant currency exchange impact due to the difference between the functional currency and presentation currency as both are pegged to the United States Dollars.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 5 to these consolidated financial statements.

Standards, amendments and interpretations effective and adopted in 2021

None of the amendments to standards that were made effective in 2021 had any significant effect on these financial statements.

Improvements/amendments to IFRS/IAS

Improvements/amendments to IFRS/IAS contained numerous amendments to IFRS/IAS that the IASB considers non-urgent but necessary. 'Improvements to IFRS' comprise amendments that result in accounting changes to presentation, recognition or measurement purposes, as well as terminology or editorial amendments related to a variety of individual IFRS standards. The amendments are effective for the Company's future accounting period with earlier adoption.

3 Basis of preparation (continued)

Standards, amendments and interpretations issued and effective in 2021 but not relevant

The following new amendments to existing standard and interpretation to published standard is mandatory for accounting year beginning on or after 1 January 2021 or subsequent years, but is not relevant to the Company's operations:

Standard or interpretation	<u>Title</u>	periods beginning on or after
IAS 32, IFRS 4,7,9 and 16	Interest rate benchmark reform - IBOR 'phase 2'	1 January 2021
IFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021	1 April 2021

Standards, amendments and interpretations issued but not yet effective in 2021

The following new/amended accounting standards and interpretations have been issued, but are not mandatory for financial year ended 31 December 2021. They have not been adopted in preparing the financial statements for the year ended 31 December 2021 and will or may have an effect on the entity's future financial statements. In all cases, the entity intends to apply these standards from application date as indicated in the table below:

Standard or interpretation	<u>Title</u>	Effective for annual periods beginning on or after
IFRS 3	Reference to the conceptual framework	1 January 2022
IAS 16	Property, plant and equipment - proceeds before intended use	1 January 2022
IAS 37	Onerous contracts - cost of fulfilling a contract	1 January 2022
IAS 1	Disclosure of accounting policies	1 January 2023
IAS 1	Classification of liabilities as current or non-current	1 January 2023
IAS 8	Definition of accounting estimates	1 January 2023
IAS 12	Deferred tax related to assets and liabilities arising	, , , , , , , , , , , , , , , , , , ,
	from a single transaction	1 January 2023
IFRS 17	Amendments to IFRS 17	1 January 2023

Early adoption of amendments or standards in 2021

The Company did not early-adopt any new or amended standards in 2021. There would have been no change in the operational results of the Company for the year ended 31 December 2021 had the Company early adopted any of the above standards applicable to the Company.

4 Significant accounting policies

The principal accounting policies adopted in the preparation of these consolidated financial statements is set out below. These policies have been constantly applied to all the years presented as stated below, unless stated otherwise.

Basis of consolidation

Where the Group has control over an investee, it is classified as a subsidiary. The Group controls an investee if all three of the following elements are present: power over the investee, exposure to variable returns from the investee, and the ability of the investor to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a changes in any of these elements of control.

De-facto control exists in situations where the Group has the practical ability to direct the relevant activities of the investee without holding the majority of the voting rights. In determining whether de-facto control exists the Group considers all relevant facts and circumstances, including:

- The size of the Group's voting rights relative to both the size and dispersion of other parties who hold voting rights;
- Substantive potential voting rights held by the Group and by other parties:
- · Other contractual arrangements; and
- Historic patterns in voting attendance.

The consolidated financial statements present the results of the Company and its subsidiaries as if they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the acquisition method. In the consolidated statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated statement of profit or loss and other comprehensive income from the date on which control is obtained. They are deconsolidated from the date on which control ceases.

Subsidiaries

Subsidiaries are those entities in which, the Group has an interest of more than one-half of the voting rights, or otherwise has power to exercise control over the entities operations, and are hence consolidated. Subsidiaries are consolidated from the date on which control is transferred to the Group and are no longer consolidated from the date that control ceases. All inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Wherever necessary, accounting policies for the subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

Leases

The Group accounts for a contract, or a portion of a contract, as a lease when it conveys the right to use an asset for a period of time in exchange for consideration. Leases are those contracts that satisfy the following criteria:

- (a) There is an identified asset;
- (b) The Group obtains substantially all the economic benefits from use of the asset; and
- (c) The Group has the right to direct use of the asset.

The Group considers whether the supplier has substantive substitution rights. If the supplier does have those rights, the contract is not identified as giving rise to a lease. In determining whether the Group obtains substantially all the economic benefits from use of the asset, the Group considers only the economic benefits that arise use of the asset, not those incidental to legal ownership or other potential benefits.

In determining whether the Group has the right to direct use of the asset, the Group considers whether it directs how and for what purpose the asset is used throughout the period of use. If there are no significant decisions to be made because they are pre-determined due to the nature of the asset, the Group considers whether it was involved in the design of the asset in a way that predetermines how and for what purpose the asset will be used throughout the period of use. If the contract or portion of a contract does not satisfy these criteria, the Group applies other applicable IFRSs rather than IFRS 16.

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- Leases of low value assets; and
- Leases with a duration of 12 months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the group's incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying value of the lease liability also includes:

- amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the group if it is reasonable certain to assess that option;
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right of use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove or restore the leased asset.

Leases (continued)

Subsequent to initial measurement lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

When the Group revises its estimate of the term of any lease, it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

When the Group renegotiates the contractual terms of a lease with the lessor, the accounting depends on the nature of the modification:

- if the renegotiation results in one or more additional assets being leased for an amount commensurate with the standalone price for the additional rights-of-use obtained, the modification is accounted for as a separate lease in accordance with the above policy;
- in all other cases where the renegotiated increases the scope of the lease (whether that is an extension to the lease term, or one or more additional assets being leased), the lease liability is re-measured using the discount rate applicable on the modification date, with the right-of use asset being adjusted by the same amount;
- if the renegotiation results in a decrease in the scope of the lease, both the carrying amount of the lease liability and right-of-use asset are reduced by the same proportion to reflect the partial of full termination of the lease with any difference recognised in profit or loss. The lease liability is then further adjusted to ensure its carrying amount reflects the amount of the renegotiated payments over the renegotiated term, with the modified lease payments discounted at the rate applicable on the modification date. The right-of-use asset is adjusted by the same amount.

Based on the exemptions available in IFRS 16, low value and short-term leases are not capitalised in the statement of financial position. All payments made towards such leases are charged to the statement of profit or loss and other comprehensive income on a straight line basis over the period of the lease.

Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Cost includes all costs directly attributable to bringing the asset to working condition for its intended use.

Except for machinery and equipment of the subsidiary, where the depreciation is calculated on the basis of units of production method, depreciation on other property, plant and equipment items are calculated on the straight-line method to write-off the cost of property, plant and equipment to their estimated residual values over their expected economic useful lives as follows:

Building and leasehold land Machinery and equipment Furniture and fittings Office equipment Motor vehicles

Tools and lab equipment
Other equipment

25 years

Unit of production method
 Between 4 and 5 years

Between 4 and 5 yearsBetween 4 and 5 years

4-5 years4 years

Property, plant and equipment (continued)

Gains and losses on disposal of property, plant and equipment are determined by reference to their carrying amounts and are taken into account in determining net profit.

Repairs and renewals are charged to the consolidated statement of profit or loss and other comprehensive income when the expenditure is incurred.

The carrying values of the property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying values may not be recoverable. If any such indication exists, and where the carrying values exceed the estimated recoverable amounts, the property, plant and equipment are written-down to their recoverable amounts.

Investment in associates

Where the Group has the power to participate in (but not control) the financial and operating policy decisions of another entity, it is classified as an associate. Associates are initially recognised in the consolidated statement of financial position at cost. Subsequently associates are accounted for using the equity method, where the Group 's share of post-acquisition profits and losses and other comprehensive income is recognised in the consolidated statement of profit and loss and other comprehensive income (except for losses in excess of the Group 's investment in the associate unless there is an obligation to make good those losses).

Profits and losses arising on transactions between the Group and its associates are recognised only to the extent of unrelated investors' interests in the associate. The investor's share in the associate's profits and losses resulting from these transactions is eliminated against the carrying value of the associate.

Any premium paid for an associate above the fair value of the Group 's share of the identifiable assets, liabilities and contingent liabilities acquired is capitalised and included in the carrying amount of the associate. Where there is objective evidence that the investment in an associate has been impaired the carrying amount of the investment is tested for impairment in the same way as other non-financial assets.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, which is determined on the first-in first-out basis, comprises expenditure incurred in the normal course of business in bringing inventories to their present location and condition. Net realisable value is the estimate of the selling price in the ordinary course of business, less selling expenses. Where necessary, an allowance is made for obsolete and slow-moving inventories.

Finished goods

Finished goods are measured at the lower of cost of production or net realisable value. The cost of production of finished goods is determined by dividing the total production cost by the saleable output of the finished goods.

Production costs include cost of raw materials, smelting costs, treatment and refining costs, other cash costs and depreciation of operating assets.

Work-in-process

Work-in-process is valued at net cost of production based on the percentage of completion method.

Inventories (continued)

Stores and materials

Stores and materials, which consist of consumable spares, are valued at weighted average cost less provision for obsolete and slow-moving items.

Financial assets

The Group classifies its financial assets either at fair value through profit or loss or at amortised costs.

a) Financial assets at fair value through profit or loss

A financial asset is classified in this category if acquired principally for the purpose of selling in the short-term or if so designated by management. Financial assets at fair value through profit or loss are initially recognised at cost and subsequently re-measured at fair value. Realised and unrealised gains and losses arising from changes in the fair value are included in the consolidated statement of profit or loss and other comprehensive income in the period in which they arise.

All purchases and sales of investments are recognised on the trade date, which is the date that the Group commits to purchase or sell the asset. Cost of purchase includes transaction costs. Investments are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Fair value of investments listed on active markets is determined by reference to the quoted market prices. The fair value of the unquoted securities, where available, is the Group's proportionate share of the net assets of the investee. In the absence of active markets or other appropriate methods from which to derive reliable fair values, the unquoted securities are stated at amortised cost.

b) Financial assets at amortised cost

These assets arise principally from the provision of goods and services to customers (eg trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment. The Group's financial assets measured at amortised cost comprise the trade and other receivables (excluding prepayments), Mudaraba deposits and cash and bank balances in the consolidated statement of financial position.

b-1) Trade and other receivables (excluding prepayments)

Impairment provisions for current trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses. During this process the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within general and administrative expenses in the consolidated statement of profit or loss and other comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

Financial assets (continued)

b-1) Trade and other receivables (excluding prepayments) (continued)

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

From time to time, the Group elects to renegotiate the terms of trade receivables due from customers with which it has previously had a good trading history. Such renegotiations will lead to changes in the timing of payments rather than changes to the amounts owed and, in consequence, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in the consolidated statement of comprehensive income (operating profit).

b-2) Mudaraba deposits

Mudaraba deposits have original maturity period of more than 90 days but less than 365 days and are stated at amortised cost. Interest on these deposits are recognised using the effective interest method.

b-3) Cash and cash equivalents

For the purpose of consolidated statement of cash flows, cash and cash equivalent comprise cash on hand, Mudaraba deposits with maturity period of up to 90 days from inception date and balances with banks.

Financial liabilities

The financial liabilities of the Group consist of bank borrowings and trade and other payables (excluding employee benefits). These financial liabilities are initially recognised at fair value and are subsequently re-measured at amortised cost using the effective interest method.

a) Borrowings and borrowing costs

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. In subsequent periods, these are stated at amortised cost using the effective yield method; any differences between proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of profit or loss and other comprehensive income over the period of the borrowings. 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. All other borrowing costs are recognised in the consolidated statement of profit or loss and other comprehensive income in the period in which they are incurred.

b) Trade and other payables (excluding employee benefits)

Trade and other payables (excluding employee benefits) are recognised for amounts to be paid in the future for services received, whether billed by the supplier or not.

Share capital

Financial instruments issued by the Group are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Group's ordinary shares are classified as equity instruments.

Non-controlling interests

Non-controlling interests represent the portion of profit or loss and net assets not held by the Group and are presented separately in the consolidated statement of profit or loss and other comprehensive income and within equity in the consolidated statement of financial position, separately from shareholders' equity.

Dividends and Board of Directors remuneration

Dividends and board remuneration are recognised when they become legally payable. In the case of interim dividends to equity shareholders, this is recognised when declared by the Board of Directors. In the case of final dividends and board remuneration, this is recognised when approved by the shareholders at the Annual General Meeting.

Provisions

Provisions are recognised when the Group has a present legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation in future and the amount of the obligation can be reliably estimated.

Employee benefits

Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A provision is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-employment benefits

Employee benefits and entitlements to annual leave, holiday, air passage and other short-term benefits are recognised as they accrue to the employees. The Group contributes to the pension scheme for Bahraini nationals administered by the Social Insurance Organisation in the Kingdom of Bahrain. This is a defined contribution pension plan and the Group's contributions are charged to the consolidated statement of profit or loss and other comprehensive income in the year to which they relate. In respect of this plan, the Group has a legal obligation to pay the contributions as they fall due and no obligation exists to pay the future benefits. The expatriate employees of the Group are paid leaving indemnity in accordance with the provisions of the Bahrain Labour Law. The Group accrues for its liability in this respect on an annual basis.

Revenue recognition

Performance obligation and timing of revenue recognition

The majority of the Group's revenue is derived from the sale of ferro silicon, ferro manganese, silicon manganese, silicon metal, and micro silicate with revenue being recognised at a point in time depending on when the control of goods has been transferred to the customer. There is limited judgment needed in identifying the point control passes: once physical delivery of the products to the agreed location has occurred, the Group no longer has physical possession, usually will have a present right to payment (as a single payment on delivery), retains none of the significant risks and rewards of the goods in question and conclusion of the work performed.

The Group's contracts with customers for the sale of goods generally include one performance obligation. The Group has concluded that performance obligation from sale of goods is satisfied at the point in time when control of the asset is transferred to the customer, usually on delivery of the goods when the ownership of title is transferred.

Determining the transaction price

Most of the Group's revenue is derived from fixed price contracts and therefore the amount of revenue to be earned from each contract is determined by reference to those fixed prices.

Allocating amounts to performance obligations

For most of the contracts, there is a fixed unit price for each product sold, with reductions given for bulk orders placed at a specific time. Therefore, there is no judgment involved in allocating the contract price to each unit ordered in such contracts (it is the total contract price divided by the number of units ordered). Where customer orders more than one product line, the Group is able to determine the split of the total contract price between each product line by reference to each product's standalone selling prices (all product lines are capable of being, and are, sold separately).

Bank interest income is recognised on accrual basis as time passes while dividend income is recognised when the right to receive the payment is established.

Segmental reporting

The Group's primary segment reporting format is business segments. A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different to those of other business segments.

The Group's primary business segments are:

- Smelting; and
- Investment activities.

The Group's secondary reporting format is geographic segments which are based on the geographical location of the Group's operations. The Group mainly operates in:

- Kingdom of Bahrain; and
- · Kingdom of Saudi Arabia.

Foreign currency transactions

Foreign currency transactions are accounted for at the rates of exchange prevailing on the dates of the transactions. Gains and losses resulting from the settlement of such transactions and from the translation, at the year-end rates, of monetary assets and liabilities denominated in foreign currencies, are recognised in the consolidated statement of profit or loss and other comprehensive income. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. 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.

5 Critical accounting judgments and key source of estimation uncertainty

Preparation of consolidated financial statements in accordance with IFRS requires the Group's management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenue and expenses during the reporting period. The determination of estimates requires judgments which are based on historical experience, current and expected economic conditions, and all other available information. Actual results could differ from those estimates.

The most significant areas requiring the use of management's judgments, estimates and assumptions relate to:

- economic useful lives of property, plant and equipment;
- power to exercise significant influence:
- classification of investments;
- impairment of assets:
- contingencies;
- fair value measurement;
- revenue recognition;
- · determination of lease term and borrowing rates; and
- economic life of right-of-use assets.

Economic useful lives of property, plant and equipment

Except for the machinery and equipment of the subsidiary, where the depreciation is calculated on the basis of unit of production method, the Group's smelting assets, classified within property, plant and equipment, are depreciated on a straight-line basis over their economic useful lives. The economic useful lives of property, plant and equipment is reviewed by management periodically. The review is based on the current condition of the assets and the estimated period during which they will continue to bring economic benefit to the Group.

Power to exercise significant influence

Where the Group holds over 20% of voting rights (but not over 50%) and the Group does not exercise significant influence, the investment is treated as either financial assets at fair value through profit or loss or fair value through other comprehensive income. More information is disclosed in Note 7 to these consolidated financial statements.

5 Critical accounting judgments and key source of estimation uncertainty (continued)

Classification of investments

In the process of applying the Group's accounting policies, management decides on acquisition of an investment whether it should be classified as investments designated at fair value through other profit or loss, at fair value through other comprehensive income or amortised cost. The classification of each investment reflects the management's intention in relation to each investment and is subject to different accounting treatments based on such classification.

Impairment of assets

a) Financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its trade receivables and FVTPL. The impairment methodology applied depends on whether there has been a significant increase in credit risk. The Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. In addition, with respect to its bank balances, the amounts are deposited with reputable banks with low credit risk.

During the year ended 31 December 2021, in the opinion of the management, a provision of BD261,825 is required towards impaired trade receivables (2020: BD511,573) (Note 11). Further, in the opinion of the management, amounts due from related parties and bank balances are not considered to be impaired (2020: BDNil).

b) Inventories

The Group also creates provision for obsolete and slow-moving inventories. At 31 December 2021, in the opinion of the Group's management, no provision is required for obsolete and slow-moving raw materials and consumable spares (2020: BDNil). Estimates of net realisable value of inventories are based on the most reliable evidence available at the time the estimates are made. These estimates take into consideration fluctuations of price or cost directly relating to events occurring subsequent to the date of the consolidated financial position to the extent that such events confirm conditions existing at the end of the period.

c) Other non-financial assets

Other non-financial assets (excluding inventories) are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount (i.e. the higher of value in use and fair value less costs to sell), the asset is written down accordingly.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the smallest group of assets to which it belongs for which there are separately identifiable cash flows; its cash generating units ("CGUs").

Impairment changes are included in profit or loss, except to the extent they reverse gains previously recognised in other comprehensive income.

Contingencies

By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of such contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events.

5 Critical accounting judgments and key source of estimation uncertainty (continued)

Fair value measurement

The Group determines the fair value of financial instruments that are not quoted, using valuation techniques. Those techniques are significantly affected by the assumptions used, including discount rates and estimates of future cash flows. In this regards, the derived fair value estimates cannot always be substantiated by comparison with independent markets and, in many cases, may not be capable of being realised immediately.

A number of assets and liabilities included in the consolidated financial statements require measurement at, and/or disclosure of, fair value.

The fair value measurement of the Group's financial and non-financial assets and liabilities utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurement are categorised into different levels based on how observable the inputs used in the valuation technique utilised are (the 'fair value hierarchy'):

Level 1: Quoted prices in active markets for identical items (unadjusted)

Level 2: Observable direct or indirect inputs other than Level 1 inputs

Level 3: Unobservable inputs (i.e. not derived from market data).

The classification of an item into the above levels is based on the lowest level of the inputs used that has a significant effect on the fair value measurement of the item and transfers of items between levels are recognised in the period they occur.

The financial assets and liabilities of the Group are initially recorded at fair value and subsequently re-measured at amortised cost while those which require fair value re-measurement are disclosed in Note 31.

Revenue recognition

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control of a product or service to a customer.

Determination of lease term and the borrowing rates for leases

In case where the Group is a lessee, the Group's management exercises judgment in determining if it is reasonably certain to exercise the lease options to extend or terminate the lease at the commencement as well as during the lease term. The carrying value of lease liabilities are revised based on certain variable elements of the future lease payments like rates or index. Determination of incremental borrowing rates used to determine the carrying value of lease liabilities and the discount rates used to determine the carrying value of right-of-use of lease rights involve, to certain extent, management estimates. Any changes to management estimate may have an impact on the term as well as the carrying values of the lease assets and liabilities.

Economic life of right-of-use assets

Right-of-use assets are amortised over their economic useful lives. Useful lives are based on the management's estimates of the period that the assets will generate revenue, which are periodically reviewed for continued appropriateness. Changes to estimates can result in significant variations in the carrying value and amounts charged to the consolidated statement of profit or loss in specific periods.

The Group's right-of-use assets are amortised on a straight-line basis from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Economic useful lives of right-of-use assets are reviewed by management periodically. The review is based on the current condition of the assets and the estimated period during which they will continue to bring economic benefit to the Group.

United Gulf Investment Corporation B.S.C. Notes to the consolidated financial statements for the year ended 31 December 2021 (Expressed in Bahrain Dinars)

6 Property, plant and equipment

	Building and leasehold land	Machinery and equipment	Furniture and fittings	Office equipment	Motor <u>vehicles</u>	Tools and lab equipment	Total
Cost							
At 31 December 2019 Additions	13,353,880 26,910	52,761,688 826,930	182,871	660,422 2,339	1,023,120	2,062,449 56,024	70,044,430
At 31 December 2020 Additions	13,380,790	53,588,618 435,572	182,871 2,120	662,761 2,521	1,023,120	2,118,473 83,449	70,956,633 750,286
At 31 December 2021	13,607,414	54,024,190	184,991	665,282	1,023,120	2,201,922	71,706,919
Accumulated depreciation							
At 31 December 2019 Charge for the year	8,740,840	22,537,553 1,665,575	164,192	455,401 60,021	986,546 4,845	1,866,804	34,751,336 2,189,416
At 31 December 2020 Charge for the year	9,158,115	24,203,128 2,198,492	164,376	515,422 59,173	991,391	1,908,320 59,422	36,940,752 2,788,012
At 31 December 2021	9,625,200	26,401,620	164,560	574,595	995,047	1,967,742	39,728,764
Net book amount							
At 31 December 2021	3,982,214	27,622,570	20,431	90,687	28,073	234,180	31,978,155
At 31 December 2020	4,222,675	29,385,490	18,495	147,339	31,729	210,153	34,015,881

The Group operates from premises rented at a monthly rent of BD9, 342 (2020:BD9, 342 per month).

6 Property, plant and equipment (continued)

The depreciation charged for the year has been allocated in the consolidated statement of profit or loss and other comprehensive income, as follows:

	31 December 2021	31 December 2020
Cost of sales (Note 23) General and administrative expenses (Note 25)	2,635,238 152,774	2,027,118 162,298
	2,788,012	2,189,416

7 Investment in associates

	31 December 2021	31 December 2020
Opening balance Additions during the year Dividends received during the year Share of profit and loss during the year, net	1,056,662 909,000 (117,421) 115,759	929,983 - - 126,679
Closing balance	1,964,000	1,056,662

Details of the Group's investment in associates are as follows:

Name of the associate	Country of incorporation	Description of shares held	Proportionate in 2021	ownership terest held 2020
Dhahran Chemical Industries Marketing ("DCIM")	Kingdom of Saudi Arabia	Ordinary shares of SAR100 per share	<u>20%</u>	<u>20%</u>
Rukam Industrial Company ("Rukam")	Kingdom of Saudi Arabia	Ordinary shares of SAR1000 per share	<u>40%</u>	<u> </u>

During the year ended 31 December 2021, the subsidiary, Gulf Ferro Alloys Company ("Sabayek"), acquired 40% ownership interest in Rukam Industrial company. An entity set up in the Kingdom of Saudi Arabia. The ownership interest in Rukam has been classified as an associate and the Group has adopted equity accounting for its share in the operational results of the associate.

The investments in associates are held through the Subsidiary Company.

The investment in associates represents the Group's 20% ownership interest in Dhahran Chemical Industries Marketing ("DCIM") and 40% ownership interest in Rukam Industrial Company.

The Group's share in the net assets and results of operations of the associate has been extracted from the financial statements of the associates prepared as at, and for the year ended, 31 December 2021 and 2020.

7 Investment in associates (continued)

Summarised financial information of the Group's investment in the associate as extracted from the unaudited management accounts prepared as at, and for the year ended, 31 December is as follows:

The movement in the Group's investment in associates is as follows:

	Dhahran Chemical Industries Marketing Company W.L.L.	Rukam Industrial Company - Kingdom of Saudi Arabia	Total
Percentage of shareholding interest	20%	<u>40%</u>	
At 31 December 2019 Share of profit for the year	929,983 <u>126,679</u>	<u>.</u>	929,983 126,679
At 31 December 2020 Additions during the year Share of profit/(loss) for the year Dividends received	1,056,662 - 194,732 <u>(117,421</u>)	909,000 (78,973)	1,056,662 909,000 115,759 (117,421)
At 31 December 2021	1,133,973	830,027	1,964,000

The Group's share in the associates' profits or losses have been extracted from the financial statements of the associates prepared as at, and for the year ended 31 December 2021.

Dhahran Chemical Industries and Marketing Company W.L.L (20%)

	31 December 2021	31 December 2020
Non-current assets Current assets Current liabilities	3,114,924 2,612,482 (57,541)	2,792,526 2,538,953 (48,164)
Net assets	5,669,865	5,283,315
Group's share of net asset	<u>1,133,973</u>	1,056,662
	Year ended 31 December 2021	Year ended 31 December 2020
Revenue	982,244	<u>733,020</u>
Net profit of the associate for the year	<u>973,659</u>	<u>633,395</u>
Total comprehensive income of the associate	<u>973,659</u>	633,395
Group's share in total comprehensive income	<u>194,732</u>	<u>126,679</u>

7	Investment in associates (continued)	
	Rukam Industrial Company - Kingdom of Saudi Arabia (40%)	
		31 December2021
	Non-current assets Current assets	88,866 1,505,518
	Non-current liabilities	1,594,385
	Current liabilities	<u>53,135</u> <u>53,135</u>
	Net assets	<u>1,541,250</u>
	Group's share in the net assets	830,027
	Group's share in the net assets of Rukam Industrial Company includes an amount being advance paid to the associate by the Group, against which, a portion of assothe year has been absorbed.	t of BD904,960 ciate's loss for
		Year ended 31 December 2021
	Revenue	71,607
	Net loss and total comprehensive loss of the associate for the year	(197,433)
	Group's share in total comprehensive loss of the associate	_(78,973)
8	Right-of-use assets	Leasehold <u>Land</u>
	Cost	cand
	At 31 December 2019, 2020 and 2021	479,181
	Accumulated amortisation	
	At 31 December 2019 Amortisation charge for the year (Note 25)	56,775 _56,776
	At 31 December 2020 Amortisation charge for the year (Note 25)	113,551 _56,776
	At 31 December 2021	170,327
	Net book amounts	
	At 31 December 2021	<u>308,854</u>
	At 31 December 2020	<u>365,630</u>

9	Financial	assets at fa	air value	through	profit or loss
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	31 December 2021	31 December 2020
Opening and closing balance	<u>256,000</u>	<u>256,000</u>

Financial assets at fair value through profit or loss are denominated in Bahrain Dinars. These consist of marketable equity securities listed on the Bahrain Bourse and are fair valued annually at the close of business on 31 December. Fair value is determined by reference to stock exchange quoted prices.

In addition, the Group also holds 403,591 unquoted shares in TAB Energy Limited which have been fully impaired. In the opinion of the management, the fair values of the financial assets at fair value through profit or loss are not significantly different from their carrying amount.

10 Inventories

	31 December 2021	31 December 2020
Raw materials Finished goods and work-in-process Consumable spares	6,721,225 5,099,211 _2,361,175	5,873,634 9,756,285 2,315,512
Provision for slow-moving inventories	14,181,611 (2,429,393) <u>11,752,218</u>	17,945,431 ————————————————————————————————————

The movement in the provision for slow-moving inventories are as follows:

	31 December 2021	31 December 2020
Provision during the year and as at 31 December	2,429,393	

The provision for slow-moving inventories has been allocated in the consolidated statement of profit or loss and other comprehensive income as follows:

	31 December	31 December 2020
Cost of sales (Note 23) General and administrative expenses (Note 25)	2,356,511 72,882	·
	2,429,393	<u>-</u>

11 Trade and other receivables

	31 December	31 December 2020
Trade receivables Provision for impairment	9,462,289 (261,825)	5,386,231 (511,573)
Prepayments and other receivables	9,200,464 <u>2,871,970</u>	4,874,658 <u>5,586,353</u>
	12,072,434	10,461,011

11 Trade and other receivables (continued)

Trade receivables are generally on 60 to 180 days credit terms and are primarily denominated in Saudi Riyals. It is not the policy of the Group to obtain collateral against trade and other receivables and, therefore, is all unsecured. The carrying value of trade and other receivables classified at amortised cost approximates fair value.

The movement in the provision for impaired trade receivables is as follows:

	31 December	31 December 2020
Opening balance Provision during the year (Note 25) Reversal of excess provision for impaired trade receivables (Note 24)	511,573 -	428,950 255,638
	(249,748)	(173,015)
Closing balance	261,825	511,573

The Group applies the IFRS 9 simplified approach to measure expected credit losses using a lifetime expected credit loss provision for trade receivables. To measure expected credit losses on a collective basis, trade receivables are grouped based on similar credit risk and aging.

The expected loss rates are based on the Group's historical credit losses experienced over a number of years prior to the year end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Group's customers. The Group has identified the gross domestic product (GDP) and inflation rate as the key macroeconomic factors in the countries where the Group operates.

On that basis, the expected loss allowance for trade receivables was determined as follows:

31 December 2021	0-90 days overdue	91-180 days <u>overdue</u>	181-360 days <u>overdue</u>	361-720 Days <u>Overdue</u>	721+ days <u>overdue</u>	Total
Expected loss rate Trade receivables	1.24% <u>9,080,036</u>	12.14% 265,216	49.16% 	84.33%	100.00% 117,037	9,462,289
Loss allowance	112,592	32,196	-	<u> </u>	<u>117,037</u>	261,825
31 December 2020	0-90 days overdue	91-180 days <u>overdue</u>	181-360 days <u>overdue</u>	361-720 Days <u>Overdue</u>	721+ days overdue	Total
Expected loss rate Trade receivables	1.08% <u>4,890,614</u>	19.44% 1,502	58.56% <u>72,294</u>	83.59% <u>34,718</u>	100.00% 387,103	5,386,231
Loss allowance	<u>52,821</u>	<u>292</u>	<u>42,335</u>	<u>29,022</u>	<u>387,103</u>	511,573

12 Mudaraba deposits

Mudaraba deposits represent deposits placed with financial institutions, earned profit rates ranging between 2.25% to 5.15% per annum during 2021 (2020: between 2.25% to 5.15% per annum) and have original maturities of more than 90 days but less than 365 days. The profits on these deposits have been recognised over the term of the related contract.

13 Cash and bank balances

	31 December 2021	31 December 2020
Balances in call and current accounts with banks Short-term Mudaraba deposits Cash on hand	7,141,455 - 4,270	1,662,954 26,425 4,192
	7,145,725	1,693,571

The current account balances with banks are non-profit bearing.

The cash and bank balances are denominated in the following currencies:

Currency	31 December	31 December 2020
United States Dollars Saudi Arabian Riyals Bahrain Dinars	3,329,827 3,663,585 	808,179 783,378
	7,145,725	<u>1,693,571</u>

14 Share capital

•		
Authorised	31 December 2021	31 December 2020
400,000,000 shares of 100 fils each (2020: 400,000,000 shares of 100 fils each)	40,000,000	40,000,000
Issued and fully paid-up 200,000,000 shares of 100 fils each (2020: 200,000,000 shares of 100 fils each)	20,000,000	20.000.000

The names and nationalities of the major shareholders who have an interest of 5% or more of the issued and fully paid-up share capital are as follows:

Name of the characteristics	Nationality.	Number		Percentage of Iding of interest
Name of the shareholder	<u>Nationality</u>	of shares	<u>2021</u>	
Mr Rashed Abdullah Al-Hajiri	Kingdom of Saudi Arabia	<u>58,418,336</u>	<u>29.21%</u>	<u>29.21%</u>

The Group has only one class of equity shares and the holders of the shares have equal voting rights.

14 Share capital (continued)

The distribution schedule of equity shares, setting out the number of shareholders and percentages in the following categories is as follows:

	Number of	Number		ntage of total anding shares
	<u>shareholders</u>	<u>of shares</u>	2021	2020
Less than 1%	1,166	76,883,817	38.44%	38.45%
1% up to less than 5%	19	64,697,847	32.35%	32.34%
20% up to less than 50%	1	58,418,336	<u>29.21%</u>	<u>29.21%</u>
	<u>1,186</u>	200,000,000	100.00%	100.00%

The details of the shares owned by the Directors as at 31 December:

	31 December	31 December 2020
Mr Rashed Abdullah Alhajri Mr Abdulla Fahad Al-Subaie Mr Abdulla Mubarak Abdulla Al-Suwaiket Mr Waleed Fahad Abdulrahman Al-Tharman	58,418,336 100,000 100,000 100,000	58,418,336 100,000 100,000 100,000
	<u>58,718,336</u>	58,718,336

15 Statutory reserve

In accordance with the provisions of the Bahrain Commercial Companies Law, an amount equivalent to 10% of the Group's net profit before appropriations is required to be transferred to a non-distributable reserve account until such time as a minimum of 50% of the issued share capital is set aside. During the year ended 31 December 2021, an amount of BD280,823 has been transferred to the statutory reserve (2020: BDNil). The reserve is not available for distribution except for dividend payment as permitted by Bahrain Commercial Companies Law.

16 Other reserves

Share premium

This represents the amount subscribed for share capital in excess of nominal value. Share premium is not available for distribution.

Retained earnings

This represents all other net gains and losses and transactions with shareholders not recognised elsewhere. This reserve is available for distribution.

Revaluation reserve

Revaluation reserve represents surplus arising from the fair valuation of property, plant and equipment of the subsidiary. This reserve is not available for distribution.

Non-controlling interest 17

Net cash inflows/(outflows)

Opening balance Share of non-controlling interest in the total comprehensive income/(loss) of the subsidiary Closing balance	31 December 2021 5,624,067 875,816 6,499,883	31 December 2020 5,894,950 (270,883) 5,624,067
Summarised financial information in relation to the non-co before intra-group eliminations, is presented below:	ntrolling interest of	the subsidiary,
	Year ended 31 December 2021	Year ended 31 December 2020
Income statement Sales Cost of sales	55,743,001 (49,240,597)	33,546,423 (32,348,591)
Gross profit	6,502,404	1,197,832
Administrative expenses Other expenses	(946,395) (533,137)	(665,943) (346,553)
Operating profit	5,022,872	185,336
Other income Loss from investments Finance costs	261,568 (78,973) <u>(318,961</u>)	13,424 - (270,811)
Net profit/(loss) before tax Provision for zakat	4,886,506 (1,285,290)	(72,051) (938,810)
Net profit/(loss) after tax	3,601,216	(1,010,861)
Net profit/(loss) and total comprehensive income/(loss) allocated to non-controlling interest	<u>875,816</u>	(270,883)
Cash flow statement items Cash flows from operating activities Cash flows from investing activities Cash flows from financing activities	6,272,562 (1,051,166) (909,000)	(945,244) (912,203) (909,000)

4,312,396

(2,766,447)

17 Non-controlling interest (continued)

	31 December 2021	31 December
Assets:		
Property, plant and equipment	27,646,992	29,684,718
Right-of-use asset	308,854	365,630
Inventories	11,752,218	17,945,431
Trade and other receivables	12,144,572	10,458,889
Cash and cash equivalents	6,739,282	1,553,975
Liabilities:		
Trade and other payables	5,566,661	4,816,530
Term loans	24,523,648	30,774,566
Provisions	688,315	643,661
Lease liabilities	648,594	648,594
Accumulated non-controlling interest	6,499,883	5,624,067
Term loans		
	31 December	31 December
	2021	2020

Saudi Electric Company

18

Payable to SEC includes payable towards substation amounting to SAR23 million and payables towards electricity charges amounting to SAR8 million. Due to cash shortage, the subsidiary could not pay the dues towards the usage of electricity charges to SEC on time. The management re-negotiated with SEC for instalment payments against energy bills to which SEC agreed. At the end of 2016, SABAYEK agreed to make instalment payments for its 2015 and 2016 liabilities where SABAYEK is required to pay SAR 1 million each month 'till October 2017, SAR1.5 million from November 2017 to October 2019, SAR2 million from November 2019 to December 2020, SAR5 million from January 2021 to June 2022 including the final instalment of SAR4.9 million in accordance with the repayment schedule. In addition, a payment of SAR20 million at September 2020 and a further SAR20 million at December 2020.

The amount payable to SEC as on 1 January 2021 is SAR91.18 million out of which SAR60 million relates to short term payable instalment SAR5 million each month as per agreement for the year 2021 and SAR31.18 million for the year 2022. During the year the subsidiary received electricity bill from SEC amounting to SAR109.16 million. The total amount payable to SEC during the year is SAR69 million which includes amount due towards instalment of electricity bills.

<u>6,939,548</u> <u>11,574,466</u>

18	Term loans (continued)		
	Tallin (commutat)	31 December 2021	31 December 2020
	Saudi Industrial Development Fund In 1996, the subsidiary obtained a long-term loan from SIDF amounting to SAR323 million by pledging the property, plant and equipment of the subsidiary and the guarantee of the subsidiary's shareholders against the loan. The total withdrawal against this loan amounted to SAR319 million.		
	The loan agreement initially stated that the loan should be repaid in 16 instalments starting from 28 July 1999 and ended on 8 October 2006.		
	Subsequently, the subsidiary negotiated with SIDF for the extension of the repayment schedule of the loan to a later period. SIDF accepted the subsidiary's proposal and extended the loan repayment period to 35 years beginning from 17 April 2008, with half yearly intervals, vide their		
	letter dated 7/11/1427 Hijri (Arabic date).	17,584,100	19,200,100
		24,523,648	30,774,566
	Less: current portion of term loans	(5,584,073)	(8,974,839)
	Non-current portion of term loans	18,939,575	21,799,727
	That portion of the loans which is repayable within one year from financial position date is disclosed as current portion of term loans.		ed statement of
19	Lease liabilities		
		31 December 2021	31 December 2020
	At 1 January	648,594	684,313
	Lease payments	(91,616)	(90,900)
	Interest expenses (Note 26)	49,536	55,181
	At 31 December	606,514	648,594
	Less: current lease liabilities	(285,991)	<u>(279,470)</u>
	Non-current lease liabilities	320,523	<u>369,124</u>
	Maturity analysis - contractual undiscounted cash flows:		
		31 December	31 December
	Not later than 1 year	91,616	91,616
	Between one year and five years	641,311	694,754
	Later than five year	-	<u>38,173</u>

<u>732,927</u>

<u>824,543</u>

Total undiscounted lease

20 Employees' terminal benefits

Local employees

The contributions made by the Company towards the pension scheme for Bahraini nationals administered by the Social Insurance Organisation in the Kingdom of Bahrain for the year ended 31 December 2021 amounted to BD9,120 (2020: BD8,250) and BD74,545 (2020: BD74,257) towards the social security contribution for Saudi Nationals employed in the Kingdom of Saudi Arabia.

Expatriate employees

The movement in leaving indemnity liability applicable to expatriate employees is as follows:

	31 December 2021	31 December 2020
Opening balance Accruals for the year Payments during the year	663,273 110,932 <u>(64,750</u>)	655,624 65,380 <u>(57,731</u>)
Closing balance	<u>709,455</u>	<u>663,273</u>
Number of staff employed by the Group	<u>85</u>	88

The employees' terminal benefits accrued in the accounting records of the subsidiary in accordance with the Saudi Labour and Workmen Law amounted to BD688,315 (2020: BD643,661).

21 Trade and other payables

	31 December	31 December 2020
Trade payables Accruals and other payables	684,528 <u>7,029,084</u>	1,396,226 <u>4,319,145</u>
	7,713,612	5,715,371

Trade payables are normally settled within 30 days from the suppliers' invoice date and are mainly in Saudi Arabian Riyals and Bahrain Dinars. The carrying value of trade and other payables classified as financial liabilities measured at amortised cost approximates fair value.

Accruals and other payables also include the zakat and income tax payable by the subsidiary.

22 Sales

Draduct time	Year ended 31 December 2021	Year ended 31 December 2020
Product type:		
Silico manganese	49,677,965	29,356,298
Ferro manganese	6,065,036	4,190,125
	55,743,001	33,546,423
Contract counterparties:		
Direct to customers	55,743,001	33,546,423
Timing of revenue recognition: At a point in time	55,743,001	33,546,423

	Geographical information of sales during the years:		
		Year ended 31 December 2021	Year ended 31 December 2020
	Domestic sales (Kingdom of Saudi Arabia) Gulf Co-operation Countries (GCC) sales Foreign sales	36,957,340 15,784,119 _3,001,542	24,333,856 5,868,032 3,344,535
		55,743,001	33,546,423
23	Cost of sales		
		Year ended 31 December 2021	Year ended 31 December 2020
	Raw materials consumed Other direct costs Depreciation (Note 6) Provision for slow-moving inventories (Note 10)	31,209,469 13,039,379 2,635,238 2,356,511	20,318,435 10,003,038 2,027,118
		49,240,597	32,348,591
24	Other income		
		Year ended 31 December	Year ended 31 December

	2021	2020
Reversal of excess provision for impaired		
trade receivables (Note 11)	249,748	173,015
Interest income on Mudaraba deposits	49,539	56,495
Miscellaneous income	<u> 11,820</u>	<u>13,424</u>
	<u>311,107</u>	<u>242,934</u>
Consul and administrative and		

25 General and administrative expenses

22

Sales (continued)

	Year ended 31 December 2021	Year ended 31 December 2020
Selling and distribution expenses Staff costs Depreciation (Note 6) Professional fees Office rental Provision for impaired trade receivables (Note 11) Provision for slow-moving inventories (Note 10) Repairs and maintenance Amortisation of right-of-use assets (Note 8)	540,993 308,989 152,774 128,767 107,828 - 72,882 65,490 56,776	320,581 277,109 162,298 57,030 93,775 255,638 32,908 56,776
Other general and administrative expenses	<u>206,474</u> <u>1,640,973</u>	<u>118,364</u> 1,374,479

26	Finance costs	Year ended 31 December 2021	Year ended 31 December 2020
	Interest expense on term loans Interest expense on lease liabilities (Note 19)	269,425 _49,536 <u>318,961</u>	270,810 _55,181 325,991
27	Provision for Zakat	Year ended 31 December 2021	Year ended 31 December 2020
	Provision for Zakat	1,285,290	<u>938,810</u>

In accordance with the Saudi Organisation for Certified Public Accountants (SOCPA), Accounting Standard No.11 for Zakat and income tax has set a uniform presentation for Zakat and income tax due on companies with mixed Saudi and foreign partners, as a direct charge to the consolidated statement of profit or loss and other comprehensive income.

28 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss attributable to the shareholders of the company by the weighted average number of ordinary shares in issue during the year.

	Year ended 31 December 2021	Year ended 31 December 2020
Net profit/(loss) attributable to the shareholders of the Parent	2,808,230	(800,952)
Weighted average number of ordinary shares in issue during the year	200,000,000	200,000,000
Basic and diluted earnings/(losses) per share	14.04fils	(4.00fils)

The Company does not have any potentially dilutive ordinary shares, hence, the diluted earnings per share and basic earnings per share are identical.

29 Dividends

Declared and paid

The Board of Directors did not declare dividends to the shareholders during the year ended 31 December 2021 (2020: BDNil).

Proposed by the Board of Directors

The Board of Directors do not propose to pay any dividend to the shareholders for the year ended 31 December 2021 (2020: BDNil). This is subject to the approval by the shareholders in their Annual General Meeting.

30 Segmental information

Business segments

As at, and for the year ended 31 December 2021	Smelting	Investmentactivities	Total
Revenue Other income Operating costs	55,743,001 261,568 (40,340,507)	- 49,539	55,743,001 311,107
Provision for Zakat	(49,240,597) _(1,285,290)		(49,240,597) (1,285,290)
Segment profit	5,478,682	49,539	5,528,221
Net share of profit from investment in associates Other expenses			115,759 (1,959,934)
Net profit for the year			3,684,046
Assets and liabilities	Smelting	Investment <u>activities</u>	Total
Additions to non-current asset	750,286	909,000	1,659,286
Total segment assets	58,502,873	8,640,912	67, 143, 785
Total segment liabilities	31,784,110	1,769,119	33,553,229
As at, and for the year		Investment	
As at, and for the year ended 31 December 2020	Smelting	Investment <u>activities</u>	Total
ended 31 December 2020 Revenue	33,546,423	<u>activities</u>	33,546,423
Revenue Other income	33,546,423 186,439		33,546,423 242,934
ended 31 December 2020 Revenue Other income Operating costs	33,546,423 186,439 (32,348,591)	<u>activities</u>	33,546,423 242,934 (32,348,591)
ended 31 December 2020 Revenue Other income Operating costs Provision for Zakat	33,546,423 186,439 (32,348,591) (938,810)	<u>activities</u> - 56,495 - -	33,546,423 242,934 (32,348,591) (938,810)
ended 31 December 2020 Revenue Other income Operating costs	33,546,423 186,439 (32,348,591)	<u>activities</u>	33,546,423 242,934 (32,348,591)
ended 31 December 2020 Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate	33,546,423 186,439 (32,348,591) (938,810)	<u>activities</u> - 56,495 - -	33,546,423 242,934 (32,348,591) (938,810)
ended 31 December 2020 Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment	33,546,423 186,439 (32,348,591) (938,810)	<u>activities</u> - 56,495 - -	33,546,423 242,934 (32,348,591) (938,810) 501,956
ended 31 December 2020 Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate	33,546,423 186,439 (32,348,591) (938,810)	<u>activities</u> - 56,495 - -	33,546,423 242,934 (32,348,591) (938,810) 501,956
Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate Other expenses	33,546,423 186,439 (32,348,591) (938,810) 445,461	<u>activities</u> - 56,495 - -	33,546,423 242,934 (32,348,591) (938,810) 501,956 126,679 (1,700,470)
Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate Other expenses Net loss for the year	33,546,423 186,439 (32,348,591) (938,810)	activities - 56,495 - - - 56,495	33,546,423 242,934 (32,348,591) (938,810) 501,956 126,679 (1,700,470)
Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate Other expenses Net loss for the year	33,546,423 186,439 (32,348,591) (938,810) 445,461		33,546,423 242,934 (32,348,591) (938,810) 501,956 126,679 (1,700,470) (1,071,835)
Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate Other expenses Net loss for the year Assets and liabilities	33,546,423 186,439 (32,348,591) (938,810) 445,461		33,546,423 242,934 (32,348,591) (938,810) 501,956 126,679 (1,700,470) (1,071,835)
Revenue Other income Operating costs Provision for Zakat Segment (loss)/profit Share of profit from investment in an associate Other expenses Net loss for the year Assets and liabilities Additions to non-current asset	33,546,423 186,439 (32,348,591) (938,810) 445,461 <u>Smelting</u> 912,203	sctivities - 56,495 - 56,495 - 56,495 Investment activities	33,546,423 242,934 (32,348,591) (938,810) 501,956 126,679 (1,700,470) (1,071,835) Total 912,203

30 Segmental information (continued)

Geographical segments - secondary reporting format

		Segment assets	Se	gment liabilities
	As at 31 December 2021	As at 31 December 2020	As at 31 December 2021	As at 31 December 2020
Kingdom of Bahrain Kingdom of Saudi Arabia	8,640,912 58,502,873	7,188,098 60,520,216	1,769,119 <u>31,784,110</u>	301,432 <u>37,500,392</u>
	67,143,785	67,708,314	33,553,229	37,801,824

31 Financial assets and liabilities and risk management

Financial assets and liabilities carried on the consolidated financial position include financial assets at fair value through profit or loss, trade and other receivables (excluding prepayments), Mudaraba deposits, cash and bank balances, term loans, lease liabilities and trade and other payables (excluding employee benefits). The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

Capital management

The Group's objectives when maintaining capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group manages its capital structure and makes adjustments to it, in the light of changes in economic conditions. No changes were made in the objectives, policies and processes during the years ended 31 December 2021 and 2020.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, lease liability, term loans and trade and other payables less cash and bank balances and mudaraba deposits. Capital includes share capital and reserves attributable to the shareholders of the Group.

	31 December	31 December 2020
Lease liabilities Term loans Trade and other payables Less: cash and bank balances Less: Mudaraba deposits	606,514 24,523,648 7,713,612 (7,145,725) (1,666,399)	648,594 30,774,566 5,715,371 (1,693,571) (1,914,128)
Net debt	24,031,650	33,530,832
Share capital Statutory reserve Share premium Other reserves	20,000,000 3,134,426 116,328 <u>3,839,919</u>	20,000,000 2,853,603 116,328 <u>1,312,512</u>
Equity attributable to shareholders of the Company	27,090,673	24, 282, 443
Total capital and net debt	51,122,323	<u>57,813,275</u>
Gearing ratio	47.01%	58.00%

Risk management

The Board of Directors have the overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's risk and compliance function. The Board of Directors receive quarterly reports from the Risk and Compliance Department through which it reviews the effectiveness of the processes put in place and the appropriateness of the objectives and policies it sets. The overall objective of the Board of Directors is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility.

The Group is exposed, through its operations, to various financial risks which include liquidity risk, operational risk, regulatory risk, investment risk, legal risk, reputational risk, market risk, credit risk and fair value measurement.

Liquidity risk is the risk that an enterprise will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Finance Department headed by the Finance Manager, in coordination with the Managing Director, is primarily responsible for the regular monitoring of the liquidity requirements of the Group. The Board is being provided with quarterly liquidity reports for their review and decision making.

The following table sets out the contractual maturities (representing undiscounted contractual cash flows) of non-derivative financial liabilities based on the earliest date on which the Group can be required to make payments.

At 31 December 2021	Total	Up to 3 months	Between 3 and 12 months	Between 1 and 2 years	More than 2 years
Interest bearing Non-interest bearing	24,523,648 6,938,548	4,574,073 6,938,548	1,010,000	16,574,100	2,365,475
	31,462,196	11,512,621	1,010,000	16,574,100	2,365,475
At 31 December 2020	Total	Up to 3	Between 3 and 12 months	Between 1 and 2 years	More than 2 years
Interest bearing Non-interest bearing	30,774,566 _5,009,862	2,243,709 5,009,862	6,731,127	8,974,839	12,824,891
	35.784.428	7,253,571	6,731,127	8,974,839	12,824,891

Operational risk is the exposure to loss resulting from inadequate or failed internal processes, people and systems or external events. The Group seeks to minimise this risk by continuously framing policies and procedures to identify, control and manage these risks. As at 31 December 2021 and 2020, in the opinion the management, operational risk exposures are considered to be acceptable in the circumstance.

Investment risk is defined as the uncertainty about the future benefits to be realised from an investment. The Group has well-defined policies for managing investment risk. These policies cover investment authority limits and investment assessment practices. The Board of Directors in coordination with the Chief Executive Officer studies the impact of transactions on the Group's consolidated statement of financial position and monitors the investment portfolio on a continuous basis. Every investment application is reviewed by a designated body depending on the size and the nature of the transaction. Fair valuation is generally conducted on a quarterly basis. The Group has a policy to ensure the conservatism convention and to make the necessary provisions when they are warranted.

Regulatory risk is the risk of non-compliance with regulatory and legal requirements in the Kingdom of Bahrain and Kingdom of Saudi Arabia. The Group's Compliance Department is responsible for ensuring all regulations are adhered to on timely basis.

Legal risk includes the risk of unexpected losses from transactions and/or contracts not being enforceable under applicable laws or from unsound documentation. The Group deals with several external law firms to support it in managing the legal risk.

Reputation risk is the risk that negative perception regarding the Group's business practices or internal controls, whether true or not, will cause a decline in the Group's investor base and lead to costly litigations which could have an adverse impact on the liquidity of the Group. The Board of Directors examines the issues that are considered to have reputation repercussions for the Group and issues directives to address these.

Market risk is the risk that the value of a financial instrument will fluctuate due to changes in profit rate, currency rate, and equity price risk. The Group closely monitors the market forces and suitably revises the strategy to minimize the market risk.

Profit rate risk

It is the policy of the Group that significant borrowings are obtained by way of fixed profit rate that is most advantageous in the local market. Although the Group considers that this policy does not entirely eliminate the risk of paying profit rates in excess of market rates nor eliminates fully cash flow risk associated with variability in profit payments, however, is in the opinion that it achieves an appropriate balance of exposure to these risks. The Group's term loans bear fixed profit rate while the other financial liabilities are non-profit bearing. In the opinion of the Group's management, risk exposures to fluctuations in profit rate are minimal.

Equity price risk

The Group holds equity investments in other companies for strategic purpose. The Board of Directors believe that the exposure to market price risk from this activity is acceptable in the Group's circumstance.

The effect of a 5% increase/decrease in the value of the equity investments as at 31 December 2021, all other variables held constant, would have resulted to an increase/decrease in profit or loss of BD12,800 (2020: BD12,800) and net assets will correspondingly increase/decrease by the same amount.

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Market risk (continued)

Currency rate risk

Currency rate risk is the risk that the value of a financial asset or liability will fluctuate due to changes in foreign exchange rates. The Group's foreign currency transactions are primarily in United States Dollars and other GCC currencies which are effectively pegged to the Bahrain Dinar. Accordingly, management assesses the Group's exposure to currency rate risk as insignificant.

As at 31 December 2021 and 2020, the Group's financial assets and financial liabilities were denominated in the following currencies:

Financial assets

	United States D	tates Dollars 2020	Ba 2021	Bahrain Dinars 2020	Saudi A 2021	Saudi Arabian Riyals 2021 2020	2021	Total 2020
Trade and other receivables (excluding prepayments) Cash and bank balances Investment in an associate	3,329,827	783,378	- 152,313 1,133,973	102,014	9,462,289 3,663,585 830,027	10,405,534 808,179 1,056,662	9,462,289 7,145,725 1,964,000	10,405,534 1,693,571 1,056,662
rinancial assets at lair value through profit or loss	1		256,000	256,000			256,000	256,000
	3,329,827	783,378	1,542,286	358,014	13,955,901	12,270,375	18,828,014	13,411,767
Financial liabilities								
			Bal 2021	Bahrain Dinars 2020	2021	Saudi Riyals 2020	2021	Total 2020
Term loans			•	•	24,523,648	30,774,566	24,523,648	30,774,566
(excluding employee benefits)			1,747,979	1,774,263	5,965,633	3,941,108	7,713,612	5,715,371
			1,747,979	1,774,263	30,489,281	34,715,674	32,237,230	36,489,937

Credit risk is the risk that one party will fail to discharge an obligation and cause the other party to incur a financial loss. The Group is mainly exposed to credit risk in respect of its credit sales and cash and cash equivalents. In respect of credit sales, it is the practice of the Group to evaluate each new customer for credit worthiness before entering into contracts. The management also regularly monitors the credit worthiness of its existing customers through review of trade receivables ageing analysis. The Group mainly provides credit only to large size, established and well-known companies. Concentrations of credit risk with respect to trade receivables are limited due to the Group's small number of customers that have a variety of end markets in which they operate. The management believe that no additional credit risk beyond amounts provided for collection losses is inherent in the Group's trade receivables. In respect of its bank balance, cash is placed with national and multinational banks with good credit ratings.

The Group does not enter into derivatives to manage credit risk, although in certain isolated cases, may take steps to mitigate such risks if it is sufficiently concentrated. The carrying amounts of the financial assets represent the Group's maximum exposure to credit risk.

A significant amount of bank balances is held with the following institutions:

	Rating as at 31 December 2021	Balance as at 31 December 2021	Rating as at 31 December 2020	Balance as at 31 December 2020
Alinma Bank	BBB+/Negative1	2,897,818	BBB-1	
National Commercial Bank	BBB+1	219,193	BBB-1	-
Ahli United Bank	BB+1	-	BBB-1	49,305
Arab Banking Corporation	BB+1	37,201	BBB-1	53,411
Arab National Bank	BB+1	615,118	$N.A^2$	342,091
Ithmaar Bank	B+1	1,738,412	$N.A^2$	1,697,132
Various	N.A. ²	28,834	$N.A^2$	1,477,731

¹ Fitch's long term issuer default rating

Fair value is the amount 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 following table sets out the fair value hierarchy of financial instruments measured at fair value on recurring basis along with valuation techniques and significant unobservable inputs used in determining the fair value measurement of financial instruments as well as the inter-relationship between unobservable inputs and fair value:

	Fair value at 31 December	Level of <u>hierarchy</u>	Valuation technique used and key inputs	Significant unobservable inputs	Inter-relationship between unobservable inputs and fair value
Financial assets at fair value through profit or loss	BD256,000 (2020: BD256,000)	L1	Quoted prices from stock exchanges	Not applicable	Not applicable

² Rating not available

32 Related parties transactions and balances

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties include the shareholders, key management personnel and their close family members and such other companies over which the Group or its shareholders, key management personnel and their close family members can exercise significant influence or can be significantly influenced by those parties. Transactions with the related parties are authorised by the management are on arm's length basis. Further, there are no loans due from any of the Directors of the Group.

Key management personnel compensation

Key management personnel of the Group comprise the Board of Directors and key members of management having authority and responsibility for planning, directing and controlling the activities of the Group including the Chief Executive Officer of the Group.

	Year ended 31 December 2021	Year ended 31 December 2020
Remuneration of top six employees of key management personnel	<u>633,962</u>	<u>305,300</u>

33 Notes supporting statement of cash flows

IAS 7 "Statement of Cash Flows" requires additional disclosures about changes in an entity's financing liabilities arising from both cash flow and non-cash flow items.

	1 January 2021	Obtained during the year	Finance cost accrued	Principal repaid during the year	Finance costs paid	31 December
Term loans	30,774,566	6,631,645	<u>269,425</u>	<u>(12,882,563</u>)	(269,425)	24,523,648
	1 January 2020	Obtained during the year	Finance cost <u>accrued</u>	Principal repaid during the year	Finance costs	31 December 2020
Term loans	31,749,928	8,029,561	<u>270,810</u>	(9,004,923)	<u>(270,810</u>)	30,774,566

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34 Zakat

The subsidiary of the Company has accrued the amount of Zakat in accordance with the regulations of the General Authority of Zakat and Income Tax (GAZT), Kingdom of Saudi Arabia. The Saudi shareholders of the subsidiary will be liable for the payment of Zakat (SABAYEK).

35 Events after the reporting period

There were no significant events subsequent to 31 December 2021 and occurring before the date of the report that are expected to have a significant impact on these consolidated financial statements.