

**ALLIED FOR ACCOUNTING & AUDITING  
(EY)**

**(RSM EGYPT) CHARTERED ACCOUNTANTS**

**TALAAAT MOUSTAFA GROUP HOLDING COMPANY  
"TMG HOLDING" (S.A.E)  
SEPARATE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020  
TOGETHER WITH AUDITORS' REPORT**

**TALAAAT MOUSTAFA GROUP HOLDING COMPANY" - TMG HOLDING " (S.A.E)  
Separate Financial Statements  
For The Year Ended 31 December 2020**

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## AUDITORS' REPORT

TO THE SHAREHOLDERS OF TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)

### Report on the Separate Financial Statements

We have audited the accompanying separate financial statements of **TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)**, represented in the separate financial position as at 31 December 2020 and the related separate statements of profit or loss, separate comprehensive income, separate changes in equity and separate cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

### Management's Responsibility for the separate Financial Statements

These separate financial statements are the responsibility of the management, as management is responsible for the preparation and fair presentation of the separate financial statements in accordance with Egyptian Accounting Standards and applicable Egyptian laws. Management responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error. This responsibility also includes selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

### Auditor's Responsibility

Our responsibility is to express an opinion on these separate financial statements based on our audit. We conducted our audit in accordance with Egyptian Standards on Auditing and applicable Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In assessing these risks, the auditor takes into consideration the internal control related to the preparation of the financial statements and their fair and clear presentation, in order to design audit procedures appropriate to the circumstances, but not for the purpose of expressing an opinion on the efficiency of the internal control in the company. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management and evaluating the overall presentation of the separate financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on separate financial statements.

### Opinion

In our opinion, the separate financial statements referred to above, give a true and fair view, in all material respects, of the separate financial position of **TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)** as of 31 December 2020, and of its separate financial performance and its separate cash flows for the year then ended in accordance with Egyptian Accounting Standards and the related applicable Egyptian laws and regulations.

## AUDITORS' REPORT

### TO THE SHAREHOLDERS OF TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E) "Continued"

As indicated in note (4) the company has investments in subsidiary companies and prepared consolidated financial statements on 31 December 2020 in accordance with the Egyptian Accounting Standards. For a more comprehensive understanding of the company's financial position on December 31, 2020, as well as its financial performance and cash flows for the year ended on that date, the matter requires reference to the consolidated financial statements.

#### Report on Other Legal and Regulatory Requirements

The Company maintains proper accounting records that comply with the laws and the Company's articles of association and the financial statements agree with the Company's records.

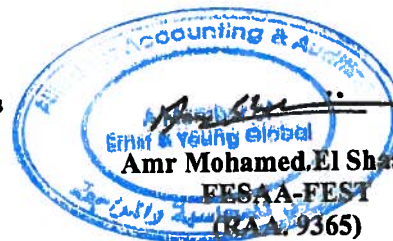
The financial information included in the Board of Directors' Report, prepared in accordance with Law No. 159 of 1981 and its executive regulation, is in agreement with the books of the Company insofar as such information is recorded therein.

Cairo: 3 March 2021



**CHARTERED ACCOUNTANTS  
(RSM EGYPT)  
Magdy Hashish & Co**

Auditors




**ALLIED FOR ACCOUNTING & AUDITING  
(EY)**

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

SEPARATE STATEMENT OF FINANCIAL POSITION

As of 31 December 2020

	Notes	31 December 2020	31 December 2019
<b>Non-current assets</b>			
Fixed Assets	(3)	55,712,819	58,276,347
Fixed assets under construction		132,000	132,000
Investments in subsidiaries	(4)	17,048,466,959	16,134,111,059
Investments in associates	(5)	1,470,000	1,470,000
Available for sale investments	(6)	13,904,658	20,141,472
Deferred tax assets		1,490	-
<b>Total non-current Assets</b>		<b>17,119,687,926</b>	<b>16,214,130,878</b>
<b>Current assets</b>			
Financial assets at fair value through profit or loss	(7)	3,055,760	2,756,312
Notes receivable	(17)	4,202,654,249	3,146,636,330
Payment under increase of investments in subsidiaries	(4)	-	1,003,480,380
Dividends receivable	(15)	454,995,068	1,039,488,732
Prepaid expenses and other debit balances	(8)	2,158,583	2,180,853
Cash on hand and at banks	(9)	71,300,834	166,784,368
<b>Total current assets</b>		<b>4,734,164,494</b>	<b>5,361,326,975</b>
<b>Total assets</b>		<b>21,853,852,420</b>	<b>21,575,457,853</b>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Issued and paid up capital	(11)	20,635,622,860	20,635,622,860
Legal reserve	(12)	313,531,168	289,974,198
General reserve	(13)	61,735,404	61,735,404
Retained earning		775,449,408	500,437,010
<b>Total Equity</b>		<b>21,786,338,840</b>	<b>21,487,769,472</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities	(16)	-	6,106
<b>Total non-current liabilities</b>		<b>-</b>	<b>6,106</b>
<b>Current liabilities</b>			
Notes payable		235,618	38,617
Income tax payable	(16)	59,888,382	80,500,542
Accrued expenses and other credit balances	(10)	7,389,580	7,143,116
<b>Total current liabilities</b>		<b>67,513,580</b>	<b>87,682,275</b>
<b>Total liabilities</b>		<b>67,513,580</b>	<b>87,688,381</b>
<b>Total equity and liabilities</b>		<b>21,853,852,420</b>	<b>21,575,457,853</b>

Chairman  
  
Tarek Talaat Moustafa

Chief Executive Officer &  
Managing Director  
  
Hesham Talaat Moustafa

Financial Director  
  
Ghaleb Ahmed Fayed

- The attached notes (1) to (21) are an integral part of these separate financial statements.

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

SEPARATE STATEMENT OF PROFIT OR LOSS  
For The Year Ended 31 December 2020

	Notes	For the year ended 31 December 2020 LE	For the year ended 31 December 2019 LE
Dividends from subsidiaries	(15)	571,794,762	1,150,188,972
Finance income		7,983,373	15,352,601
Revaluation gain of financial assets at fair value through profit or loss	(7)	299,448	338,229
<b>Total revenue</b>		<b>580,077,583</b>	<b>1,165,879,802</b>
Impairment in investments in subsidiaries	-	-	(562,000,000)
Impairment in investments available for sale		(4,054,237)	(17,440,598)
Administrative expenses		(12,818,676)	(15,186,635)
Depreciation charges	(3)	(2,563,528)	(1,962,190)
Bank charges		(23,825)	(66,211)
Foreign exchange differences		(1,067,194)	(4,563,061)
Board of directors' allowances		(920,000)	(650,000)
<b>NET PROFIT FOR THE YEAR BEFORE TAX</b>		<b>558,630,123</b>	<b>564,011,107</b>
Income tax	(16)	(71,560,755)	(92,871,672)
<b>NET PROFIT FOR THE YEAR AFTER TAX</b>		<b>487,069,368</b>	<b>471,139,435</b>
<b>EARNING PER SHARE</b>	(14)	<b>0.23</b>	<b>0.23</b>

Chairman



Tarek Talaat Moustafa

Chief Executive Officer &  
Managing Director



Hesham Talaat Moustafa

Financial Director



Ghaleb Ahmed Fayed

- The attached notes (1) to (21) are an integral part of these separate financial statements.

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

SEPARATE STATEMENT OF COMPREHENSIVE INCOME

For The Year Ended 31 December 2020

	<b>For the year ended 31 December 2020 LE</b>	For the year ended 31 December 2019 LE
Net profit for the year	<b>487,069,368</b>	471,139,435
<b>Other comprehensive income</b>		
Revaluation gain of available for sale investments	-	(46,327,304)
<b>Comprehensive income after tax</b>	-	(46,327,304)
<b>Total comprehensive income for the year</b>	<b>487,069,368</b>	424,812,131

- The attached notes (1) to (21) are an integral part of these separate financial statements.

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

SEPARATE STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31 December 2020

	Issued and paid up capital LE	Legal reserve LE	General reserve LE	Retained earning LE	Total LE
Balance as at 1 January 2020	20,635,622,860	289,974,198	61,735,404	500,437,010	21,487,769,472
Transferred to legal reserve	-	23,556,970	-	(23,556,970)	-
Total comprehensive income for the year	-	-	-	487,069,368	487,069,368
Dividends	-	-	-	(188,500,000)	(188,500,000)
<b>Balance as at 31 December 2020</b>	<b>20,635,622,860</b>	<b>313,531,168</b>	<b>61,735,404</b>	<b>775,449,408</b>	<b>21,786,338,840</b>

- The attached notes (1) to (21) are an integral part of these separate financial statements.



Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

SEPARATE STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31 December 2020

	Issued and paid		General reserve	Unrealized gain	Retained earning	Total
	up capital	Legal reserve		on available for		
	LE	LE	LE	sale investments	LE	LE
Balance at 1 January 2019	20,635,622,860	274,484,336	61,735,404	46,327,304	415,787,437	21,433,957,341
Transferred to legal reserve	-	15,489,862	-	-	(15,489,862)	-
Total comprehensive income for the year	-	-	-	(46,327,304)	471,139,435	471,139,435
Dividends	-	-	-	-	(371,000,000)	(371,000,000)
<b>Balance as at 31 December 2019</b>	<b>20,635,622,860</b>	<b>289,974,198</b>	<b>61,735,404</b>	<b>-</b>	<b>500,437,010</b>	<b>21,487,769,472</b>

- The attached notes (1) to (21) are an integral part of these separate financial statements.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### SEPARATE STATEMENT OF CASH FLOWS

For The Year Ended 31 December 2020

	Notes	For the year ended 31 December 2020	For the year ended 31 December 2019
		LE	LE
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net profit for the period before tax		558,630,123	564,011,107
Depreciation	(3)	2,563,528	1,962,190
Dividends from subsidiaries	(15)	(571,794,762)	(1,150,188,972)
Finance income		(7,983,373)	(15,352,601)
Impairment in investments in subsidiaries	(9)	-	562,000,000
Impairment in investments available for sale		4,054,237	17,440,598
Revaluation gain of financial assets at fair value through profit or loss	(9)	(299,448)	(338,229)
Foreign exchange difference		1,067,194	4,563,061
<b>Operating (loss) before changes in working capital</b>		<b>(13,762,501)</b>	<b>(15,902,846)</b>
Change in prepayments and other debit balances	(8)	22,271	(5,056)
Change in notes receivable	(18)	(1,056,017,919)	(546,124,969)
Change in notes payable		197,001	(283,822)
Change in accrued expenses and other credit balances	(11)	246,464	(3,543,380)
Income tax paid	(17)	(92,180,512)	(26,602,252)
<b>Net cash flow (used in) operating activities</b>		<b>(1,161,495,196)</b>	<b>(592,462,325)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Payment to acquire fixed assets and fixed assets under construction	(3)	-	(50,058,036)
Proceeds from available for sale investments		2,182,577	1,745,995
Change in payment under increase of investments in subsidiaries		89,124,480	-
Dividends received		1,156,288,426	965,690,972
Finance income received		7,983,373	15,352,601
<b>Net cash flow provided from investing activities</b>		<b>1,255,578,856</b>	<b>932,731,532</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Dividends paid		(188,500,000)	(371,000,000)
<b>Net cash flow (used in) Financing activities</b>		<b>(188,500,000)</b>	<b>(371,000,000)</b>
Foreign exchange difference		(1,067,194)	(4,563,061)
<b>NET DECREASE IN CASH AND CASH EQUIVALENT DURING THE YEAR</b>		<b>(95,483,534)</b>	<b>(35,293,854)</b>
Cash and cash equivalent at the beginning of the year		166,784,368	202,078,222
<b>CASH AND CASH EQUIVALENT AT THE END OF THE YEAR</b>	(9)	<b>71,300,834</b>	<b>166,784,368</b>

- The attached notes (1) to (21) are an integral part of these separate financial statements.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 1 BACKGROUND

- Talaat Moustafa Group Holding TMG Holding S, A, E, was established on 13 February 2007 under the provisions of law 95 of 1992 and its executive regulations and registered in Egypt under Commercial Registration numbered 187398 by date 3 April 2007, and the company period is 25 years.
- The main objective of the Company is participating in the incorporation of shareholding companies or participating in the capital increase of those companies.
- The company headquarter and legal place is 36, Mosadek St, Dokki – Giza – Arabic republic of Egypt,
- The separate financial statements for The Year ended 31 December 2020 were approved on 02 March 2021 according to the board of directors' resolution issued on the same date.

#### 2- Basis of preparing the financial statements and the significant accounting policies

- The separate financial statements have been prepared in accordance with the Egyptian Accounting Standards and the prevailing laws and local regulations.
- The separate financial statements are presented in Egyptian Pound, it is the company's functional currency.
- The separate financial statements are prepared under the historical cost basis, except for available for sale investments, and financial assets measured at fair value through the profit or losses.

#### 2.1 CHANGES IN ACCOUNTING POLICIES

The accounting policies adopted this year are consistent with those of the previous year.

#### STANDARDS ISSUED BUT NOT EFFECTIVE

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

##### **EAS 47: Financial Instruments**

EAS 47 Financial Instruments that replaces EAS 26 Financial Instruments: Recognition and Measurement. EAS 47 is issued in April 2019 and is effective for annual periods beginning on or after 1 January 2020 in Egypt, with early application permitted. Except for hedge accounting, retrospective application is required but providing comparative information is not compulsory. For hedge accounting, the requirements are generally applied prospectively, with some limited exceptions. The Company elected not to early adopt EAS 47.

The Company's financial assets would appear to satisfy the conditions for classification as either amortized cost or fair value through other comprehensive income or fair value through profit or loss.

The new impairment model requires the recognition of impairment provisions based on expected credit losses rather than only incurred credit losses as is the case under EAS 26. It applies to financial assets classified at amortized cost, debt instruments measured at fair value through other comprehensive income, contract assets under EAS 48 Revenue from Contracts with Customers, lease receivables, loan commitments and certain financial guarantee contracts.

The new standard also introduces expanded disclosure requirements and changes in presentation. These are expected to change the nature and extent of the Company's disclosures about its financial instruments.

The new standard requires the Company to review its accounting procedures and internal controls relating to the financial instruments for which reports are being issued. These changes have not yet been finalized.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### STANDARDS ISSUED BUT NOT EFFECTIVE (Continued)

##### **EAS 48: Revenue from contracts with customers**

EAS 48 was issued in April 2019, and effective from 1 January 2020 in Egypt, establishes a five-step model to account for revenue arising from contracts with customers. EAS 48 establishes a comprehensive framework for determining whether, how much and when revenue is recognized. It replaces existing revenue recognition guidance, including EAS 11 Revenue, EAS 8 Construction Contracts. Under EAS 48, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The new revenue standard will supersede all current revenue recognition requirements under EAS. A modified retrospective application is required for annual periods beginning on or after 1 January 2020. The Company elected not to early adopt the standard. The company will apply the new standard in its effective date using modified retrospective application.

##### **EAS 49: Leases**

EAS 49 was issued in April 2019 and effective date is 1 January 2020 in Egypt. This standard will replace EAS 20 "Accounting for finance Leases":

EAS 49 now requires lessees to recognize a lease liability reflecting future lease payments and a 'right-of-use asset' for virtually all lease contracts. There is an optional exemption of certain short-term leases and leases of low-value assets.

The mandatory date for adoption for the standard is 1 January 2020 and allows early adoption. The Company elected not to early adopt EAS 49.

##### **Foreign currencies**

Transactions in foreign currencies are recorded at the rate prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated using the exchange rate prevailing at the financial position date. All differences are recognized in the statement of profit or loss.

Nonmonetary items that are measured at historical cost in foreign currency are translated using the exchange rates prevailing at the dates of the initial recognition.

Nonmonetary items measured at fair value in a foreign currency are translated using the exchange rates prevailing at the date when the fair value is determined.

##### **Fixed assets**

Fixed assets are stated at historical cost net of accumulated depreciation and accumulated impairment losses. Such cost includes the cost of replacing part of the plant and equipment when that cost is incurred, if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in statement of profit or loss as incurred.

Depreciation of an asset begins when it is in the location and condition necessary for it to be capable of operating in the manner intended by management, and is computed using the straight-line method according to the estimated useful life of the asset as follows:

	Years
Building	20
Motor Vehicles	5
Computers & software	3-8
Furniture & Fixtures	5-10
Tools and Equipment	3-5

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

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### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fixed assets are derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognizing of the asset is included in the statement of profit or loss when the asset is derecognized.

The Company assesses at each financial position date whether there is an indication that fixed assets may be impaired. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in the statement of profit or loss.

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss.

#### **Investments**

##### **Investment in subsidiaries**

Investments in subsidiaries are investments in entities in which the company has control. Control is achieved when the company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the company controls an investee if, and only if, the company has:

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

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the company has less than a majority of the voting or similar rights of an investee, the company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangements with the other vote holders of the investee
- Right arising from other contractual arrangements
- The company voting rights and potential voting rights

The company re-assess whether or not it controls an investee if facts and circumstances indicates that there are changes to one or more of the three elements of controls. Consolidation of a subsidiary begins when the company obtains control over the subsidiary and ceases when the company loses control of the subsidiary.

Investments in subsidiaries are accounted for in the separate financial statements at cost including acquisition cost. In the event of impairment of the investment, the carrying amount is adjusted to the amount of that impairment and included in the statement of income or losses for each investment separately.

##### **Investments in associates**

Investments in associates are those companies over which the Company has a significant influence and are not subsidiaries or joint ventures, except for when the investment is classified as non-current asset held for sale according to the Egyptian accounting standards No, 32. Significant influence is assumed when the company owns directly or indirectly through its subsidiaries companies 20% or more of the voting rights in the investee, unless it can be clearly demonstrated that this ownership does not represent significant influence .

Investments in associates are accounted for, in the separate financial statements, at cost including the acquisition cost, and in case the investment is impaired, the carrying amount is adjusted by the amount of this impairment and is charged to the statement of profit or loss for each investment separately. Impairment losses are reversed in the period when occurred, and to the extent of the amount of book value that was previously reduced.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

##### **Available for sale investments**

Available for sale investments are those non-derivative financial assets that are designated as available for sale or are not classified as loans and receivables, held to maturity investments or investments at fair value through profit or loss.

Available for sale investments are initially recognized at fair value inclusive directly attributable expenses.

After initial measurement, available for sale investments are measured at fair value with unrealized gains or losses recognized directly in equity until the investment is derecognized, at which time the cumulative gain or loss recorded in equity is recognized in the statement of profit or loss, or determined to be impaired, at which time the cumulative loss recorded in equity is recognized in the statement of profit or loss. If the fair value of an equity instrument cannot be reliably measured, the investment is carried at cost.

a) Equity investments: where there is an evidence of impairment, the cumulative loss is removed from the equity and recognized in the statement of profit or loss. Impairment losses on equity investments are not reversed through the statement of profit or loss; increases in the fair value after impairment are recognized directly in equity.

b) Debt investments: where there is an evidence of impairment, loss is removed from the equity and recognized in the statement of profit or loss and interest continues to be accrued at original rate on the reduced carrying amount of the asset. If the fair value of the debt investment increases and the increase can be objectively related to an event occurring after the impairment loss was recognized in the statement of profit or loss, the impairment loss is reversed through the statement of profit or loss.

##### **Financial assets at fair value through profit or loss**

Investments at fair value through profit and loss are financial assets classified as either held for trading acquired for the purpose of selling in the near term or financial assets designated upon initial recognition at fair value through profit and loss.

Investments at fair value through profit and loss are initially recognized at fair value including the direct attributable expenses,

Investments at fair value through profit and loss are carried in the balance sheet at fair value with gains or losses recognized in the statement of income.

Gain or loss from sale of investments at fair value through profit and loss is recognized in income statement.

##### **Held to maturity investments**

Held to maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the company's management has the positive intention and ability to hold to maturity.

This classification requires using high degree of professional judgment and to achieve that, the company evaluate its intention of keeping these investments till maturity date. If not, except in some rare circumstances such as selling of insignificant investments prior to maturity date then, all held to maturity investments re-classified to available for sale investments. Accordingly, Investments will be measured at fair value not amortized cost and cease any classification of investments.

Held to maturity investments are initially recognized at fair value inclusive direct attributable expenses.

After initial recognition, the held to maturity investments are measured at amortized cost using the effective interest method less impairment. Gains and losses are recognized in statement of profit or loss when the investments are derecognized or impaired, impairment is recovered, as well as through the amortization process

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

##### **Non-current assets held for sale**

Non-current assets held for sale are assets in which its carrying amount will be recovered principally through a sale transaction rather than through continuing use. Those assets are measured at the lower of the book value or the fair value less the cost of disposal.

In case of impairment of non-current assets held for sale, the carrying amount is adjusted by the value of this impairment and are charged to the statement of income.

Impairment losses to be reversed in the period when occurred, and to the extent to the amount of book value that was previously reduced unless the impairment loss was recognized in the previous years.

##### **Accounts receivable and other debit balances**

Accounts receivable and other debit balances are stated at book less any impairment losses.

Impairment losses are measured as the difference between the receivables carrying amount and the present value of estimated future cash flows. The impairment loss is recognized in the statement of profit or loss. Reversal of impairment is recognized in the statement of profit or loss in the year in which it occurs.

##### **Cash and cash equivalent**

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash in hand, bank balances, and short-term deposits and treasury bills with an original maturity of three months less bank overdraft balances (if any).

##### **Trade payables and accrued expenses**

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the suppliers and contractors or not.

##### **Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are reviewed at the financial position date and adjusted to reflect the current best estimate.

Where the effect of the time value of money is material, the amount of a provision should be the present value of the expected expenditures required to settle the obligation. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

##### **Revenue recognition**

Revenue from the share of results in the subsidiaries to be recognised to the extent of the company's share of dividend of the investees after the acquisition date and from the date of declaring dividend by the general assembly of those companies,

The interest income of the financial instruments is recorded by the effective rate methods except for the financial instruments classified as trade investments or at fair value through profit and loss.

##### **Legal reserve**

According to the Company's article of association, 5% of the net profits of the year are to be transferred to the legal reserve until this reserve reaches 50 % of the issued capital, the reserve is used upon a decision from the General Assembly Meeting based on the proposal of the Board of Directors.

##### **Accounting estimates**

The preparation of financial statements in accordance with Egyptian Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses during the financial years, Actual results could differ from these estimates.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### Significant Accounting Policies (continued)

##### Impairment of assets

###### Impairment of financial assets

The Company assesses at each financial position date whether there is any objective evidence that a financial asset or a group of financial assets are impaired. A financial asset or a group of financial assets are deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

###### Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

A previously recognized impairment loss is only reversed if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss.

##### Treasury shares

Treasury shares are recorded with the acquisition cost and deducted from the owners' equity in the balance sheet; any gain or loss proceeds of buying or selling these treasury shares are being recorded in the owner's equity.

##### Employees' directors' compensation and motivation

Employees and manager's compensation and motivation system is according to the company's articles of association and applied with proposal of the board of directors by one of the following methods:

- Giving the employees free shares
- Giving the employees shares with special price
- Giving promise of sale of the shares after specific period and according to certain conditions that stated in the company promise of sale

The compensation and motivation system is not effected

##### Income tax

Income tax is calculated in accordance with the Egyptian tax law.

##### Current income tax

Current income tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the tax authority.

##### Deferred income tax

Deferred income tax is recognized using the liability method on temporary differences between the amount attributed to an asset or liability for tax purposes (tax base) and its carrying amount in the financial position (accounting base) using the applicable tax rate.

Deferred tax asset is recognized when it is probable that the asset can be utilized to reduce future taxable profits and the asset is reduced by the portion that will not create future benefit.



## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

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### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### **Significant Accounting Policies (continued)**

Current and deferred tax shall be recognized as income or an expense and included in the statement of profit or loss for the year, except to the extent that the tax arises from a transaction or event which is recognized, in the same or a different year, directly in equity.

#### **Statement of cash flows**

The statement of cash flows is prepared using the indirect method. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash in hand, bank balances, and short-term deposits and treasury bills with an original maturity of three months less bank overdraft balances (if any).

#### **Related party transactions**

Related parties represent in parent company, associated companies, major shareholders, directors and key management personnel of the Company, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the boards of directors.

#### **Social Insurance**

The Company makes contributions to the General Authority for Social Insurance under the provisions of social insurance law 79 of year 1975. The Company's obligations are limited to these contributions, which are expensed when due.

#### **Borrowing**

Borrowings are initially recognized at the value of the consideration received. Amounts maturing within a year are classified as current liabilities, unless the Company has the right to postpone the settlement for a period exceeding one year after the financial position date, then the loan balance should be classified as long term liabilities.

#### **Borrowing cost**

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 capitalised as part of the cost of the assets. All other borrowing costs are expensed in the year in which they are incurred. The borrowings costs are represented in interest and other finance costs that company pay to obtain the funds.

#### **Expenses**

All expenses including operating expenses, general and administrative expenses and other expenses are recognized and charged to the statement of profit or loss in the financial year in which these expenses were incurred.

#### **Dividends**

Dividends are recognized as an obligation for the period when the general assembly issues the decision.

#### **Earnings per share**

Basic earnings per share amounts are calculated by dividing net profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period (if any).

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### Significant Accounting Policies (continued)

##### Fair value measurement

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

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

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

For assets traded in an active market, fair value is determined by reference to quoted market bid prices.

The fair value of interest-bearing items is estimated based on discounted cash flows using interest rates for items with similar terms and risk characteristics.

For unquoted assets, fair value is determined by reference to the market value of a similar asset or is based on the expected discounted cash flows.

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

All assets and liabilities for which fair value is measured or disclosed in the separate financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Fair value measurements are those derived from quoted prices in an active market (that are unadjusted) for identical assets or liabilities.
- Level 2 – Fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 – Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognised in the separate financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

**3 PROPERTY AND EQUIPMENT**

	Land LE	Building	Transportation and Motor Vehicles LE	Computers & Software LE	Furniture LE	Tools LE	Total LE
<b>Cost</b>							
As of 1 January, 2020	10,043,066	50,025,050	875,000	<b>674,162</b>	1,210	<b>34,768</b>	<b>61,653,256</b>
Additions	-	-	-	-	-	-	-
<b>As of 31 January, 2020</b>	<b><u>10,043,066</u></b>	<b><u>50,025,050</u></b>	<b><u>875,000</u></b>	<b><u>674,162</u></b>	<b><u>1,210</u></b>	<b><u>34,768</u></b>	<b><u>61,653,256</u></b>
<b>Accumulated depreciation</b>							
As of 1 January, 2020	-	(1,875,940)	(850,849)	(626,189)	(1,210)	(22,721)	(3,376,909)
Depreciation for the period	-	(2,501,253)	(24,149)	(30,839)	-	(7,287)	(2,563,528)
<b>As of 31 January, 2020</b>	-	(4,377,193)	(874,998)	(657,028)	(1,210)	(30,008)	(5,940,437)
<b>Net book value As of 31 December 2020</b>	<b><u>10,043,066</u></b>	<b><u>45,647,857</u></b>	<b><u>2</u></b>	<b><u>17,134</u></b>	<b><u>-</u></b>	<b><u>4,760</u></b>	<b><u>55,712,819</u></b>

- There is no mortgage on the fixed assets

Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

**3 PROPERTY AND EQUIPMENT (Continue)**

	Land LE	Building	Transportation and Motor Vehicles LE	Computers & Software LE	Furniture LE	Tools LE	Total LE
Cost							
As of 1 January 2019	10,043,066	-	875,000	645,562	1,210	30,382	11,595,220
Additions	-	50,025,050	-	28,600	-	4,386	50,058,036
Disposals	<b>10,043,066</b>	<b>50,025,050</b>	<b>875,000</b>	<b>674,162</b>	<b>1,210</b>	<b>34,768</b>	<b>61,653,256</b>
As of 31 December, 2019							
<b>Accumulated depreciation</b>							
As of January 2019	-	-	(809,447)	(588,421)	(1,210)	(15,640)	(1,414,718)
Depreciation for the period	-	(1,875,939)	(41,402)	(37,768)	-	(7,082)	(1,962,191)
Depreciation As of 31 December, 2019	-	<b>(1,875,939)</b>	<b>(850,849)</b>	<b>(626,189)</b>	<b>(1,210)</b>	<b>(22,722)</b>	<b>(3,376,909)</b>
Net Book Value As of 31 December 2019	<b>10,043,066</b>	<b>48,149,111</b>	<b>24,151</b>	<b>47,973</b>	-	<b>12,045</b>	<b>58,276,347</b>

- There is no mortgage on the fixed assets

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 4- INVESTMENT IN SUBSIDIARIES

In October 2007 , The company acquired 99.9% of share capital of Arab Company For Projects And Urban Development, 96.9% of share capital of Alexandria for Real Estate Investment, 71.05% of share capital of San Stefano for Real Estate Investment, and 40% of Alexandria for Urban Projects through shares swap against the capital increase of Talaat Moustafa Group Holding "TMG Holding", the company participated in the capital increase of Alexandria Company for Real Estate Investment by LE 543,768,900, San Stefano for Real Estate Company by LE 243,000,000 and Alexandria for Urban Projects Company by LE 145,583,000

The following are the subsidiaries:

No	Company	Capital share LE	No, of shares	No, of acquired shares	Ownership percentage
1	Arab Company For Projects And Urban Development (S.A.E) *	1,652,365,900	16,523,659	16,523,575	99.9%
2	Alexandria Company For Real Estate Investment (S.A.E) *	925,451,950	18,509,039	18125500	96.92%
3	San Stefano Company For Real Estate Investment (S.A.E) **	878,000,000	8,780,000	6337565	72.18%
4	Alexandria For Urban Projects Company (S.A.E)***	133,500,000	1,335,000	533770	40%

\*Arab Company For Projects And Urban Development owns 1.66% of Alexandria Company For Real Estate Investment.

\*\* The company indirectly owns 27.82% of San Stefano Company For Real Estate Investment through its subsidiary (Arab Company For Projects And Urban Development (S.A.E), Alexandria Company For Real Estate Investment (S.A.E), Alexandria For Urban Projects Company (S.A.E).

\*\*\* Alexandria Company For Real Estate Investment (S.A.E) owns 60% of Alexandria For Urban Projects Company.

The total cost of the investments in the subsidiaries amounted to LE 17, 048,466,959 as follows:

	31 December 2020 LE	31 December 2019 LE
Arab Company for Projects And Urban Development (S.A.E)	13,552,530,632	12,638,174,732
Alexandria Company for Real Estate Investment (S.A.E)	2,498,432,399	2,498,432,399
San Stefano Company for Real Estate Investment (S.A.E)	933,598,687	933,598,687
Alexandria Company for Urban Projects (S.A.E)	63,905,241	63,905,241
	<b>17,048,466,959</b>	<b>16,134,111,059</b>

The Company participated in the capital increase of Arab Company for Projects and Urban Development by LE 914,355,900 in support of operating activities. Capital issuance procedures have been executed in October 2020.

Management performed an impairment test over its investments in subsidiaries and concluded that no impairment is required.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 5 INVESTMENT IN ASSOCIATES

	Percentage	No. of shares	31 December 2020 LE	31 December 2019 LE
Hill /TMG for Constructions and Projects Management (under liquidation) *	49%	147000	<b>1,470,000</b>	1,470,000
			<b><u>1,470,000</u></b>	<u>1,470,000</u>

\* The Board of Directors agreed on the liquidation of Hill /TMG for Constructions and Projects Management. The liquidation process is still under progress.

#### 6 AVAILABLE FOR SALE INVESTMENTS

Available for sale investments amounted to LE 13,904,658 as of 31 December 2020 represents Investments in EFG Hermes Fund III which is managed by EFG-HERMES for Direct Investment.

Investments in EFG HERMES Fund III	Amount For investment at 31 December 2019 LE	Impairment at 31 December 2020 LE	Redemption in 31/12/2020 LE	Investment value at 31 December 2020 LE
	20,141,472	<b>(4,054,237)</b>	<b>(2,182,577)</b>	13,904,658
	<u>20,141,472</u>	<u><b>(4,054,237)</b></u>	<u><b>(2,182,577)</b></u>	<u>13,904,658</u>

#### 7 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

Financial assets at fair value through profit or loss are amounted to LE 3,055,760, reflecting the market price as of 31 December 2020 as follows:

Investments Type	No. of certificates	Amount before valuation LE	Variances in 31 December 2020 LE	Market Value 31 December 2020 LE	Market Value 31 December 2019 LE
Mutual investment fund – Juman Fund	9500	2,756,312	299,448	<b>3,055,760</b>	2,756,312
		<u>2,756,312</u>	<u>299,448</u>	<u><b>3,055,760</b></u>	<u>2,756,312</u>

#### 8 PREPPAID EXPENSES AND OTHER DEBIT BALANCES

	31 December 2020 LE	31 December 2019 LE
Deposit with Others - Egyptian Financial Supervisory Authority	<b>2,063,562</b>	<b>2,063,562</b>
Prepaid expenses	<b>28,293</b>	<b>52,283</b>
Other debit balances	<b>66,728</b>	<b>65,008</b>
	<b><u>2,158,583</u></b>	<b><u>2,180,853</u></b>

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 9 CASH ON HANDS AND AT BANKS

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
<b>A- Local Currency</b>		
Cash on hand	<b>214</b>	4,661
Banks - current accounts	<b>16,696,334</b>	112,193,592
Time deposits	<b>30,000</b>	30,000
	<b><u>16,726,548</u></b>	<u>112,228,253</u>
<b>B- Foreign Currency</b>		
Cash on hand	-	16
Banks current accounts	<b>54,574,286</b>	54,556,099
	<b><u>54,574,286</u></b>	<u>54,556,115</u>
	<b><u>71,300,834</u></b>	<u>166,784,368</u>

#### 10 ACCRUED EXPENSES AND OTHER CREDIT BALANCES

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Accrued expenses	<b>1,516,504</b>	3,122,054
Vendors – services	<b>5,746,912</b>	3,957,871
Other credit balances	<b>126,164</b>	63,191
	<b><u>7,389,580</u></b>	<u>7,143,116</u>

#### 11 CAPITAL SHARES

The company's authorized capital amounted to LE 50,000,000 (Fifty million Egyptian pound) and the issued and paid up capital amounted to LE 6,000,000 ( Six million Egyptian pound ) of LE 10 (Ten Egyptian Pound) par value each.

According to the Extraordinary General Assembly Meeting dated on 6 October 2007, the Company's authorized capital was increased by LE 29,950,000,000 to become LE 30,000,000,000 and the issued and paid-up capital was increased to become LE 18,152,035,500 divided over 1,815,203,550 share of LE 10 par value each, through shares swap with the subsidiaries. It was recorded in the commercial register on 28 October 2007.

According to the Extraordinary General Assembly Meeting dated on 28 October 2007, the company's issued and paid up capital was increased through a public and private placement to become LE 20,302,035,500 divided over 2,030,203,550 shares.

The increased amount of LE 2,150,000,000 was paid with a premium share amounted to LE 1,6 per share by total premium amount of LE 344,000,000, recorded in the commercial register on November 25, 2007.

According to the Extraordinary General Assembly Meeting dated on 24 March 2010, the issued capital was reduced by the treasury stocks amounted of LE 169,720,520 par value, and 1 year has elapsed since its acquisition. Issued capital becomes LE 20,132,314,980 (Twenty billion and one hundred and thirty-two million and fourteen thousand and nine hundred and eighty pound) distributed over 2,013,231,498 shares. It was recorded in the commercial register on 18 May 2010.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 11 CAPITAL SHARES (Continued)

The Extraordinary General Assembly Meeting dated 30 September 2011 approved to increase the issued and paid up capital through issuing bonus shares, deducted from the retained earnings, to become LE 20,635,622,860 par value, LE 10 per share dividend over 2,063,562,286 shares. It was recorded in the commercial register on 24 May 2011.

#### 12 LEGAL RESERVE

Legal reserve amounted to LE 313,531,168 as of 31 December 2020 represents the transferred amount of the shares Premium amounted to LE 344,000,000, and LE 1.6 per share, part of the premium amounted to LE 185,880,702 was used to cover the IPO expenses, the remaining balance of LE 158,119,298 was transferred to the legal reserve, as well 5% of the net profit of the retained earnings of the prior years was also transferred to the legal reserve, this in accordance with law no 159 of 1981.

#### 13 GENERAL RESERVES

The general reserve balance amounted to LE 61,735,404 as of 31 December 2020 includes amount of LE 25,747,613 represents the different results from shares swap of the company with the subsidiaries amounted according to the Extra Ordinary General Assembly Meeting dated 6 October 2007 to transfer the different to general reserve.

In addition to amount of LE 35,987,791 represent the difference between the par value and the book value of the treasury stocks that were redeemed according to the extraordinary general assembly resolution dated 24 March 2010.

#### 14 EARNINGS PER SHARE

Earnings per share for the Year are LE 0.23 the basic earnings per share is calculated by dividing the net profit of the Year to the number of the ordinary outstanding shares during the Year (with taking into consideration any future dividends for employees or the Board of directors related to the Year ended in 31 December 2020, according to the following:

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Net profit for the year before deducting employees' distribution and Boars of directors' remuneration	<b>487,069,368</b>	471,139,435
employees' distribution and Boars of directors' remuneration (estimated)	<b>(6,000,000)</b>	(6,500,000)
Net profit for the year excluding employees' distribution and Boars of directors' remuneration	<b>481,069,368</b>	464,639,435
Weighted average number of shares	<b>2,063,562,286</b>	2,063,562,286
Earnings per share (L.E/share)	<b>0.23</b>	0.23

#### 15 DIVIDENDS FROM SUBSIDIARIES

The balance of dividends from subsidiaries on December 31, 2020 amounted to L.E 454,955,068, which is represented in the dividends payable from the Arab Company for Projects and Urban Development, which are paid in accordance with the decision of the General Assembly decision of the Arab Company for Projects and Urban Development during the year 2020, and the following is a statement of the dividends and payments during the period:

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Dividend declared	<b>571,794,762</b>	1,150,188,972
Beginning balance	<b>1,039,488,732</b>	854,990,732
Dividends paid during the year	<b>(1,156,288,426 )</b>	(965,690,972)
Ending balance	<b>454,995,068</b>	1,039,488,732



## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 16 INCOME TAX AND DEFFERED TAX

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Profits before tax	<b>558,630,123</b>	564,011,107
Adjustments on the profits to reach to taxable profits	<b>(494,679,565)</b>	(437,228,416)
<b>Net taxable profit</b>	<b>63,950,558</b>	126,782,691
Income tax at 22,5%	<b>14,388,876</b>	28,526,105
Dividends tax with rate 5%	<b>57,179,476</b>	57,509,449
Adjustments related to payroll tax inspection	-	6,807,668
<b>Total</b>	<b>71,568,352</b>	92,843,222

The accrued income tax movement throughout the year are:

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Balance at the beginning of the year	<b>80,500,542</b>	14,259,572
Additions during the year	<b>71,568,352</b>	92,843,222
Tax paid	<b>(92,172,915 )</b>	(26,602,252)
Balance at the end of the year	<b>59,888,382</b>	80,500,542

Deferred tax assets in 31 December 2020, amounted to LE 1,490 represents in the difference between accounting basis and tax basis and its calculation as follow:

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Accounting basis (note 3)	<b>45,801,753</b>	48,365,282
Tax Basis	<b>45,808,375</b>	48,338,145
Temporary taxes differences	<b>(6,622)</b>	27,136
Tax rate	<b>22.50%</b>	22.5%
Deferred tax (asset)/ liability	<b>(1,490)</b>	6,106
Deferred tax liability/(asset) –at the beginning of the year	<b>6106</b>	(22,344)
Deferred tax – statement of profit or loss	<b>(7,596)</b>	28,450

	<b>31 December 2020</b>	31 December 2019
	<b>LE</b>	LE
Current income tax	<b>71,568,352</b>	92,843,222
Deferred income tax	<b>(7,596)</b>	28,450
	<b>71,560,756</b>	92,871,672

#### 17 RELATED PARTY TRANSACTIONS

- To accomplish the company's objectives, the company deals with some related companies with the same terms of the other parties, it may as well pay on behalf or settle some balances on behalf of them or provide consultation services, these transactions balances appeared in the Assets and Liabilities in the Balance Sheet.
- Short term benefits paid from the parent company amounted to LE 4,432,565 in 31 December 2020 as salaries and rewards according to paragraph no, 17 of EAS no.15.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 17 RELATED PARTY TRANSACTIONS(Continued)

The transactions with related parties that includes in the financial statements are:

	<b>Notes receivable 31 December 2020</b>	Notes receivable 31 December 2019
Arab company for projects and urban development	<b>1,716,367,426</b>	661,690,538
Alexandria company for real estate investment	<b>1,716,436,003</b>	1,715,094,971
San Stefano for real estate investment	<b>352,393,276</b>	352,393,276
Alexandria for urban projects	<b>417,457,544</b>	417,457,543
	<b><u>4,202,654,249</u></b>	<b><u>3,146,636,330</u></b>
	<b>Notes payable 31 December 2020</b>	Notes payable 31 December 2019
Alexandria company for real estate investment	<b>127,022</b>	-
	<b><u>127,022</u></b>	<b><u>-</u></b>

TMG Company for Real Estate and Tourism Investment (a company with shareholders who are also board of directors of TMG Holding) owns approximately 43.16 % of the shares of Talaat Moustafa Group Holding Company.

#### 18 TAX SITUATIONS

##### a. Corporate tax

The tax return was presented on time and inspection has carried out till year 2012, the inspections of the following years is currently undergoing.

##### b. Salary tax

The company pays the deducted income tax of the employees on monthly basis and the quarterly income tax returns are presented to the tax authority on time and inspection has carried out till year 2011, the inspections of the following years is currently undergoing.

##### c. Stamp tax

The company pays the stamp tax on time to the tax authority including the stamp tax due to the advertising expenses.

#### 19 CONTINGENT LIABILITY

There are no contingent liabilities or contractual commitments that are not included in the financial statements

#### 20 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company has exposure to the following risks from its use of financial instruments:

- a) Credit risk.
- b) Market risk.
- c) Liquidity risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

The Company's senior management are responsible for developing and monitoring the risk management policies and report regularly to the Parent Company on their activities.

## Talaat Mostafa Group Holding Company "TMG Holding" (S.A.E)

### NOTES TO THE SEPARATE FINANCIAL STATEMENTS

As of 31 December 2020

#### 20 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

The Company's current financial risk management framework is a combination of formally documented risk management policies in certain areas and informal risk management policies in other areas.

##### **A- Credit Risk**

Credit risk represents the risk of default of the customers from not paying the amounts due, this risk is limited due to that the main objective of the company is acquisition of companies.

##### **B- Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, such as currency risk and interest rate risk, which will affect the Company's income, Financial instruments affected by market risk include interest-bearing loans and borrowings, and deposits, The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return, The Company does not hold or issue derivative financial instruments.

##### **Exposure to foreign currency risk**

The risk of changes in the exchange rate of foreign currencies, which affects payments and receipts in foreign currencies, as well as the evaluation of assets and liabilities in foreign currencies, and given that most of the company's transactions are in local currency, the estimation of this risk is considered low.

##### **Exposure to interest rate risk**

Since the company does not have currently loans and facilities this risk does not exist.

##### **C- Liquidity risk**

The cash flows, funding requirements and liquidity of the Company are monitored by company management. The Company's objective is to maintain a balance between continuity of funding and flexibility.

The Company currently has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations.

#### 21 MAJOR EVENTS

Some major global events occurred, which included the Arab Republic of Egypt, where an outbreak of COVID19 occurred, and the World Health Organization "WHO" announced that the outbreak of the virus can be described as a global epidemic, and the government has introduced various measures to combat disease outbreaks, including travel restrictions and quarantine, business closures, and other locations, these government responses and their corresponding impacts are still evolving and which are expected to affect the economic climate and that, in turn, could expose the company to various risks, including a significant reduction in Revenues, and evaluation / impairment of assets and other risks.

These events did not negatively affect the financial statements of the company as on 31 December 2020 but may affect the financial statements for future financial periods. It is difficult to quantify this effect for now; this effect will appear in future financial statements. The magnitude of the impact varies according to the expected extent, the period during which those events are expected to end and their impact.