SICO BSC (c)

CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION 30 September 2018

Comprehensive investment services for the Bahrain and GCC securities market

Commercial registration

: 33469

Board of Directors

: Abdulla bin Khalifa Al Khalifa,

Chairman of the Board and the Investment Committee

Hussain Al Hussaini,

Vice Chairman of the Board & the Investment Committee

Prakash Mohan

Member of the Investment Committee

Fahad Murad

Chairman of Nominations, Remuneration & Corporate Governance Committee

Mohammed Abdulla

Vice Chairman of Nominations, Remuneration &

Corporate Governance Committee

Khurram Ali Mirza

Member of Nominations, Remuneration & Corporate Governance Committee

Waleed Al Braikan

Chairman of the Audit Committee

Anwar Abdulla Ghuloom

Vice Chairman of the Audit Committee

Emad Al Saudi

Member of the Audit Committee

Chief Executive Officer

: Najla M. Al Shirawi

Office

: BMB Centre

PO Box 1331, Kingdom of Bahrain Telephone 17515000, Fax 17514000

Bankers

: Bank of Bahrain and Kuwait BSC

Auditors

: KPMG Fakhro

CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION for the period ended 30 September 2018

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CR No. 6220

Independent auditors' report on review of condensed consolidated interim financial information

7 November 2018

The Board of Directors SICO BSC (c) PO Box 1331 Manama Kingdom of Bahrain

Introduction

We have reviewed the accompanying 30 September 2018 condensed consolidated interim financial information of SICO BSC (c) (the "Bank"), which comprises:

- the condensed consolidated statement of financial position as at 30 September 2018;
- the condensed consolidated statement of profit or loss for the three month and nine month periods ended 30 September 2018;
- the condensed consolidated statement of comprehensive income for the three month and nine month periods ended 30 September 2018;
- the condensed consolidated statement of changes in equity for the nine month period ended 30 September 2018;
- the condensed consolidated statement of cash flows for the nine month periods period ended 30 September 2018; and
- notes to the condensed consolidated interim financial information.

The Board of Directors of the Bank is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 30 September 2018 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 September 2018

Bahraini Dinars '000

	Note	30 September 2018	31 December 2017
		(reviewed)	(audited)
ASSETS			
Cash and bank balances		35,971	35,695
Treasury bills		8,314	1,495
Securities bought under repurchase agreements		45,579	31,633
Placements with banks		-	4,974
Investments at fair value through profit or loss	12	25,426	29,496
Investments at fair value through other comprehensive	40	5.740	0.450
income Investments at amortized cost	13	5,719	6,158
Investment in properties	14	9,995	10,008
Fees receivable	17	1,927	875
Other assets		8,294	9,589
Furniture, equipment and intangibles		1,260	1,420
· ····································		1,200	1,420
Total assets		143,313	131,343
LIABILITIES AND EQUITY			
Liabilities			
Short-term bank borrowings		1,885	5,655
Securities sold under repurchase agreements		50,113	32,388
Customer accounts		27,507	26,718
Other liabilities		5,640	4,173
Payable to other unit holders in consolidated funds		2,872	2,651
Total liabilities		88,017	71,585
Equity			
Share capital		42,849	42,849
Shares under employee share incentive scheme		(1,599)	(1,599)
Treasury shares		(5,913)	(1,000)
Statutory reserve		6,992	6,992
General reserve		3,217	3,217
Investments fair value reserve		142	307
Retained earnings		9,608	7,992
Total equity (page 5)		55,296	59,758
Total liabilities and equity		143,313	131,343

The Board of Directors approved the condensed consolidated interim financial information on 07 November 2018 and signed on its behalf by:

Abdulla Bin Khalifa Al Khalifa Chairman

airman Vice Chairman

Hussain Al Hussaini Najla M. Al Shirawi
Vice Chairman Chief Executive Officer

The accompanying notes 1 to 17 form an integral part of these condensed consolidated financial statements.

	Note	Nine months ended 30 September		Three months ended 30 September	
		2018	2017	2018	2017
		(reviewed)	(reviewed)	(reviewed)	(reviewed)
Net investment income Net fee income Brokerage and other income Other interest income Rental income from investment properties	15	3,042 2,650 1,841 1,545	2,794 2,212 1,542 1,380	591 914 522 597	595 820 588 583
Total income		9,165	7,928	2,673	2,586
Staff and related expenses Interest expense Other operating expenses Share of profit / (loss) of non-controlling		3,075 838 1,733	2,949 591 1,364	996 334 564	994 301 482
unit holders in consolidated funds		259	127	10	(2)
Total expenses		5,905	5,031	1,904	1,775
Profit for the period		3,260	2,897	769	811
Basic and diluted earnings per share (fils)		8.82	7.02	2.08	1.97

Abdulla Bin Khalifa Al Khalifa Chairman

Hussain Al Hussaini Vice Chairman

Najla M. Al Shirawi Chief Executive Officer

The accompanying notes 1 to 17 form an integral part of these condensed consolidated financial statements.

	Nine months ended 30 September		Three months ended 30 September 2018 2017	
	2018	2018 2017		2017
	(reviewed)	(reviewed)	(reviewed)	(reviewed)
Profit for the period	3,260	2,897	769	811
Other comprehensive income				
Items that are or may be reclassified to profit or loss in subsequent periods:				
- Net change in fair value of FVTOCI debt instruments	(44)	(17)	(11)	(8)
- Net amount transferred to profit or loss on sale of FVTOCI debt instruments	(9)	-	-	_
Items that will not be reclassified to profit or loss in subsequent periods:	:			
- Net change in fair value of FVTOCI equity instruments	202	451	(30)	55
Total other comprehensive income for the period	149	434	(41)	47
Total comprehensive income for the period	3,409	3,331	728	858

SICO BSC (c)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the nine months ended 30 September 2018

Bahraini Dinars '000

55,296 149 (1,928) (5,913) 3,260 3,409 59,758 (30)equity Total 314 7,992 3,260 314 3,574 9,608 (1,928)(30)Retained earnings 142 Investments 307 158 (314)(165)(165)6 fair value reserve 3,217 3,217 General reserve 6,992 6,992 Statutory reserve **Treasury** (5,913)(5,913)shares employee share (1,599)(1,599)incentive scheme Shares under 42,849 42,849 Share capital Transaction with owners recognized directly in equity: Net amount transferred to profit or loss on sale of FVTOCI Net change in fair value of FVTOCI instruments Net amount transferred to retained earnings on sale of FVTOCI equity instruments Total comprehensive income for period - Transfer to charitable donation reserve Total other comprehensive income Balance at 30 September 2018 Other comprehensive income: Treasury shares purchased Balance at 1 January 2018 - Dividends paid for 2017 Profit for the period debt instruments 2018 (reviewed)

158

6

The accompanying notes 1 to 17 form an integral part of these condensed consolidated interim financial statements.

SICO BSC (c)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the nine months ended 30 September 2018 (continued)

Bahraini Dinars '000

58,082

7,205

Total equity

Retained earnings

2,897

434

434 3,331 (25)

67

2,964

(25)

(2,142)

(2,142)

59,246

8,002

116

3,217

6,661

(1,599)

42,849

Transaction with owners recognized directly in equity:

Balance at 30 September 2017

- Dividends paid for 2016

The accompanying notes 1 to 17 form an integral part of these condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

for the nine months ended 30 September 2018

Bahraini Dinars '000

	30 September 2018	30 September 2017
	(reviewed)	(reviewed)
Operating activities		
Net interest received	1,728	1,687
Net decrease / (increase) in placements with banks	4,974	(19,175)
Net sale / (purchase) of investments at fair value through profit or	',,,,,,	(,)
loss	5,265	(97)
Net sale / (purchase) of investments at fair value through other		
comprehensive income	448	(1,524)
Net sale of investments at amortized cost	13	35
Purchase of investments properties Net increase / (decrease) in customer accounts	(1,927)	(2.746)
Securities bought under repurchase agreements	(13,946)	(3,746) (11,665)
Securities sold under repurchase agreements	17,725	10,242
Dividends received	783	519
Rental income received	87	-
Movement in brokerage accounts and other receivables	5,940	3,890
Movement in other liabilities	1,482	1,070
Payments for staff and related expenses	(3,090)	(2,809)
Payments for other operating expenses	(1,459)	(981)
Net cash from / (used in) operating activities	18,812	(22,554)
Investing activities		
Net capital expenditure on furniture and equipment	(68)	(138)
Net cash used in investing activities	(68)	(138)
Financing activities		
Net decrease in short-term bank borrowings	(3,770)	_
Treasury shares purchased	(5,913)	-
Dividends paid	(1,928)	(2,142)
Contribution by other unit holders in consolidated fund	204	-
Distribution to other unit holders in consolidated funds	(242)	(284)
Net cash used in financing activities	(11,649)	(2,426)
Net increase / (decrease) in cash and cash equivalents	7,095	(25,118)
Cash and cash equivalents at the beginning of the period	37,190	80,187
Cash and cash equivalents at the end of the period	44,285	55,069
Represented by:		
Cash and bank balances	35,971	52,312
Treasury bills	8,314	2,757
	44,285	55,069

The accompanying notes 1 to 17 form an integral part of these condensed consolidated financial statements.

for the nine months ended 30 September 2018

Bahraini Dinars '000

1. Reporting entity

This condensed financial information is the reviewed condensed consolidated interim financial information (the "condensed consolidated interim financial information") of SICO BSC (c) (the "Bank") and its subsidiaries (the "Group"). The Bank operates under a wholesale banking license issued by the Central Bank of Bahrain.

2. Basis of preparation

The condensed consolidated interim financial information has been prepared in accordance with International Accounting Standard 34 (Interim Financial Reporting), which permits the interim financial information to be in summarized form. The condensed consolidated interim financial information does not include all of the information required for full annual financial statements and should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2017. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 31 December 2017.

3. Accounting policies

The condensed consolidated interim financial information has been prepared using the same accounting policies and methods of computation applied in the preparation of the Groups' audited annual financial statements for the year ended 31 December 2017 other than for adoption of IFRS-15 – Revenue from contracts with customers. The impact on adoption of IFRS-15 effective from 1 January 2018 was not material

4. The condensed consolidated interim financial information is reviewed, not audited.

5. Estimates

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

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

6. Financial risk management

The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk.

The condensed consolidated interim financial information do not include all financial risk management information and disclosures required in the annual financial statements and they should be read in conjunction with the Group's audited annual financial statements for the year ended 31 December 2017. There have been no changes in the risk management department or in any risk management policies since 31 December 2017.

7. Operating segments

The Group's lines of business are brokerage, asset management, treasury, investment banking, market making and custody business. At present the Group's revenue is reviewed by lines of business and the expenses and results are reviewed at Group level. Accordingly there are no reportable segments.

8. Cyclicality

Due to nature of the Bank's business, the nine months' results reported in this condensed consolidated interim financial information may not represent a proportionate share of the overall annual results.

9. Appropriations

At the shareholders Annual General Meeting for the year 2017 on 31 March 2018, the shareholders resolved to make the appropriations of the profit for the year ended 31 December 2017, which were effected during the first quarter of 2018. These include cash dividend of BD 1,928 representing 5% of paid up capital.

10. Shares under employee share incentive scheme

The Group has established an Employee Share Incentive scheme ("the Scheme") which is operated through a Trustee. The Trust has been set up by the transfer of shares of the Bank allotted to the employees under the Scheme.

Under the Scheme, employees are entitled to receive shares as part of their bonus in ratios determined by the Board of Directors. The value of the shares is to be determined based on the fair value of the Group's net assets as at the reporting date. This Scheme is treated as a cash-settled share based payment transaction due to the restrictions imposed under the Scheme whereby the employees have to sell back the shares to the Group on resignation/retirement based on the vesting conditions mentioned in the Scheme.

11. Contingent and memorandum accounts

Assets under custody
Assets under management
Underwriting & other Commitments

As at 31 December
2017
2,152,893
465,366
3,230

As at 31 December 2017

> 3,107 2,948

7,051 3,708

8,934 3,516

232

29,496

As at 30

12. Investments at fair value through profit or loss

	September 2018	
Quoted equity securities – (listed)		
- Consolidated funds	3,876	
- Parent	2,111	
Funds		
- Quoted	4,946	
- Unquoted	4,427	
Quoted debt securities		
- Parent	6,402	
- Consolidated funds	3,436	
Unquoted debt securities		
- Consolidated funds	228	
	25,426	

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION for the nine months ended 30 September 2018 Bahraini Dinars '000

13. Investments at fair value through other comprehensive income

Equity securities

- Quoted (listed)
- Unquoted

Debt securities

- Quoted
- Unquoted

As at 30	As at 31
September	December
2018	2017
3,454	3,662
212	295
3,666	3,957
-	113
2,053	2,088
2,053	2,201
5,719	6,158

14. Investments in properties

SICO US Real Estate Income Fund I LP (the Fund) was initially incorporated as a limited partnership by SICO on 18 January 2017 in the Cayman Islands. Operations commenced in February 2018. The Fund is managed by SICO and seeks income generating properties in various geographies in the United States. The Fund focuses on multifamily residential properties with high levels of occupancy in growing suburban markets. As of 30 September 2018, the Fund had completed the acquisition of five properties. The Fund adheres to the principles of Shari'ah with oversight from a dedicated Shari'ah Board and acquires properties without the use of leverage. The Fund targets a 5 year term and an investor return of 7% per annum.

As of 30 September 2018, the bank has subscribed to a majority portion of the above fund and therefore, the financial positions and results of the SICO US Real Estate are consolidated with the Bank' accounts. The entire Investment in properties as shown in the statement of financial position at its fair value represents the assets that are acquired by the underlying fund.

15. Net investment income

Net gain from investments at fair value through profit or loss Realized gain on sale of FVTOCI debt securities Interest income from debt instruments Dividend income

Nine months ended		
30 September 2018	30 September 2017	
1,160 9	1,153 -	
1,090 783	1,122 519	
3,042	2,794	

for the nine months ended 30 September 2018

Bahraini Dinars '000

15. Net investment income (continued)

Gain from investments at fair value through profit or loss comprises the following:

Realized gain Unrealized gain

Nine months ended		
30 September	30 September	
2018	2017	
650	875	
510	278	
1,160	1,153	

The realized gain from investments at fair value through profit or loss represents the difference between the carrying amount of investments at the beginning of the reporting period, or the transaction price if it was purchased in the current reporting period, and its sale or settlement price.

The unrealized gain represents the difference between the carrying amount of investments at the beginning of the period, or the transaction price if it was purchased in the current reporting period, and its carrying amount at the end of the period.

16. Related parties

The following are the related party transactions during the period. All these transactions are in the ordinary course of business and on normal commercial terms.

Transactions with funds owned by the Subsidiary Companies namely SICO Funds Company BSC (c), SICO Funds Company III BSC (c), SICO Funds Company IV BSC (c), SICO Funds Company VII BSC (c), SICO Funds Company VIII BSC (c) and SICO Ventures Company SPC are as follows:

Fee income

Nine months ended		
30 September 2018	30 September 2017	
380	284	

Fee receivable Funds under management Investments in own funds

As at 30 As at 31		
September	December	
2018	2017	
94	106	
62,612	66,098	
2,427	2,258	

Transactions with shareholders:

Nine months ended		
30 September 2018	30 September 2017	
357	360	

Fee income

for the nine months ended 30 September 2018

Bahraini Dinars '000

16. Related parties (continued)

As at 30	As at 31
September	December
2018	2017
126	107
66,986	56,362

Fee receivable Funds under management

The Group has banking relationships, makes deposits and placements and has unutilized credit facilities with certain of its shareholders that are local banks.

17. Fair value

(i) Set out below is a comparison of the carrying amounts and fair values of financial instruments as at 30 September 2018:

İ	30 September 2018		31 December 2017	
Assets	Carrying amount	Fair value	Carrying amount	Fair value
Investments at amortized cost	9,995	9,908	10,008	10,126
Investments at fair value through profit or loss	25,426	25,426	29,496	29,496
Investments at fair value through other comprehensive	5,719	5,719	6,158	6,158
Total assets	41,140	41,053	45,662	45,780
Liabilities				
	i			
Short-term bank borrowings	51,998	51,998	38,043	38,043
Payable to unit holders	2,872	2,872	2,651	2,651
Total liabilities	54,870	54,870	40,694	40,694

All investments at fair value through other comprehensive income, investments at fair value through profit or loss are carried at fair value. Investments at amortized cost are carried at amortized cost.

(ii) Fair value hierarchy

The Group measures fair values of financial instruments using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements from the date of reclassification

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly observable from market data.

Level 3: Valuation techniques using significant unobservable inputs. This category includes instruments where the valuation technique includes inputs not based on market observable data.

for the nine months ended 30 September 2018

Bahraini Dinars '000

17. Fair value (continued)

The tables below analyses financial assets and liabilities carried at fair value, by the level in the fair value hierarchy into which the fair value measurement is categorized.

As at 30 September 2018

Assets

Fair value through other comprehensive income investments:

- Equities
- Debt securities

Fair value through profit or loss:

- Equity
- Debt securities
- Funds

Investments at amortized cost:

Debt securities

Liabilities

 Payable to unit holders in consolidated funds

Level 1	Level 2	Level 3	Total
3,454	-	212	3,666
-	2,053	-	2,053
5,987	_	- 1	5,987
9,838	228	-	10,066
6,551	1,871	951	9,373
9,908	_	-	9,908
(2,872)		_	(2,872)
32,866	4,152	1,163	38,181

As at 31 December 2017

Assets

Fair value through other comprehensive income investments:

- Equities
- Debt securities

Fair value through profit or loss:

- Equity
- Debt securities
- Funds

Investments at amortized cost:

- Debt securities

Liabilities

- Payable to unit holders in consolidated funds

Level 1	Level 2	Level 3	Total
3,662		295	2.057
113	2,088	295	3,957 2,201
110	2,000	_	2,201
6,055	-	-	6,055
12,450	232	-	12,682
7,444	2,330	985	10,759
10,126			10,126
10,120	-	-	10,126
(2,651)		-	(2,651)
37,119	4,650	1,280	43,129

SICO BSC (c)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

for the nine months ended 30 September 2018

Bahraini Dinars '000

Level 3

17. Fair value (continued)

The following tables analyses the movement in Level 3 financial assets during the period:

	30 September 2018
At 1 January 2018	
Total loss:	1,280
- in income statement	-
 in other comprehensive income 	(117)
Purchases	-
Settlements	-
Transfers into / (out) of level 3	-
At 30 September 2018	1,163

	Level 3
	30
	September 2017
At 1 January 2017	1,264
Total loss:	
- in income statement	-
- in other comprehensive income	101
Purchases	-
Settlements	- {
Transfers into / (out) of level 3	-
At 30 September 2017	1,365