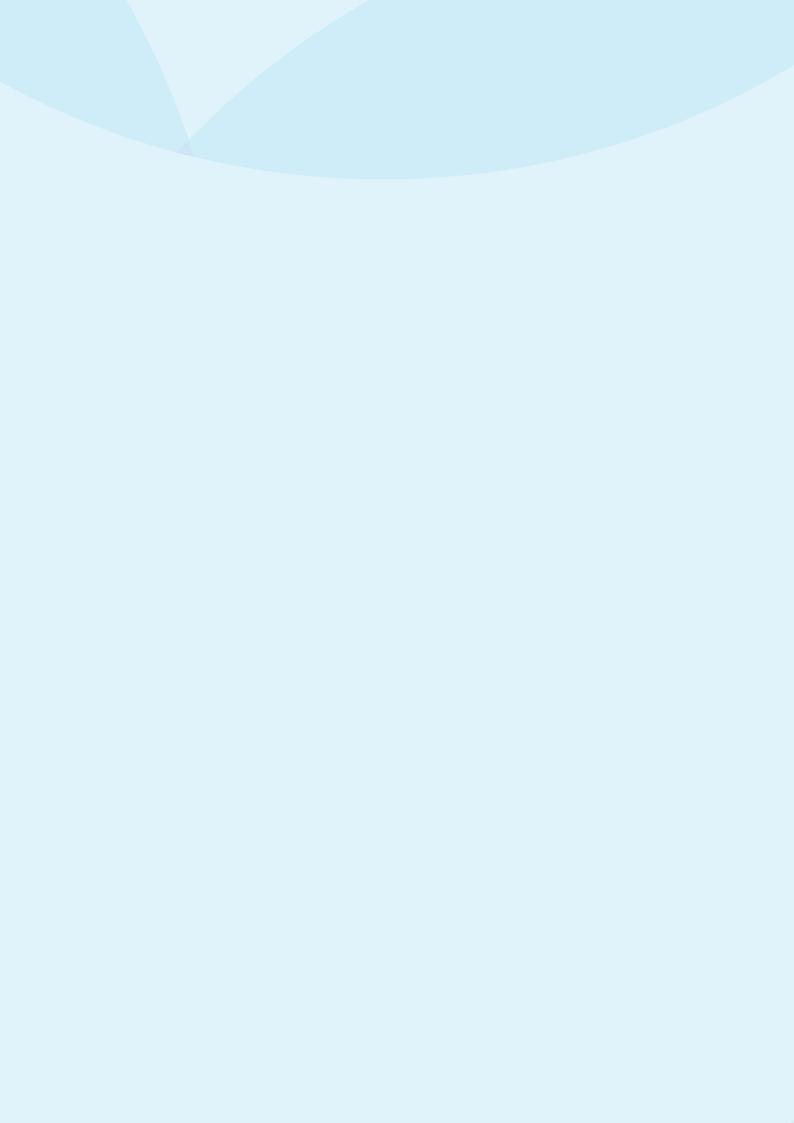




Annual Report 2021

Our business is Value creation for our shareholders





HIS MAJESTY
SULTAN HAITHAM BIN TARIK

_



LATE HIS MAJESTY
SULTAN QABOOS BIN SAID
MAY HIS SOUL REST IN PEACE





Vision Statement:

To achieve excellence and be a leader amongst the investment companies in the Middle East following the Private Equity model and delivering value to all the stakeholders



Mission Statement:

Support, create and nurture successful entities which create and enhance long term value for the stakeholders through:

- Investing in companies with scalable, creative and sustainable Business Model.
- Enhancing Corporate Governance and ensuring adequate systems and procedures.
- Focusing on execution and operational excellence.



Our Core Values:

- We respect the individuals
- We care for our community
- We are honest in our communications
- We act with integrity





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Registered office

P.O. Box: 468

Postal Code: 131

Al Hamriya

Sultanate of Oman

Principal Place of Business:

Villa No. 897, Way No. 3013 Shatti Al Qurum Al Sarooj

Email: info@alanwar.om Website: www.alanwar.om

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BOARD OF DIRECTORS



Masoud Humaid Al Harthy Chairman



Shabir Moosa Al Yousef
Deputy Chairman &
Chairman Nomination Remuneration
& Executive Committe



Nasser Said Al Hadi Director & Chairman Audit Committee



Abdulredha Mustafa Sultan Director



Sheikh Mohamed Abdullah Al Rawas Director



Michael Hansen Director



Girish Ramakrishnan



EXECUTIVE MANAGEMENT



Khalid Masud Ansari Chief Executive Officer



Dhiraj Chidwal Manager - Internal Audit & Risk Management, Board Secretary



Mubarak Said Al Ghazali Manager - Administration & Compliance



Ahmed Ibrahim Assistant Finance Manager



Directors Report

For The Year Ended 31st March, 2021

Dear Shareholders,

On behalf of the Board of Directors, I have great pleasure in welcoming you to the 27th Annual General Meeting of Al Anwar Investments SAOG (AIC). I take this opportunity to place before you the Annual Report on the activities and performance of your company for the financial year ending 31st March 2021.

Overview of the Group results

Al Anwar Investments has maintained a prudent and pro-active approach towards managing its investments. Business clusters of our Group companies are making efforts to have continued stability in the present challenging economic environment resulting from the impact of COVID 19 and reduction in oil prices. Certain associates have been resilient in these difficult market conditions and consequently have maintained their profitability. However, certain other investments have not done well due to the adverse market conditions. Overall, we believe that our investee companies are prepared for the difficult times. Our immediate objective is to ensure that we meet our commitments and prepare ourselves to take advantage of the opportunities which will arise once the current economic situation improves.

The summary of our results are as follows:

(OMR '000)	2020-21	2019-20
Total Income	1,650	2,029
Total Expenditure	(1,650)	(1522)
Profit before Fair value loss	7	507
Fair value (loss) gain in financial assets	(282)	(330)
Net (loss) Profit	(275)	177



- We reported a consolidated net loss of OMR 275,000 for year ended on 31st March 2021 as against profit of OMR 177,000 for the year ended on 31st March 2020, a decline mainly due to fair value loss of OMR 282,000 in our marked to market investments in MSM and other investments at fair value.
- Our shareholders equity at 31st March 2021 was OMR 31 million. Our Debt/ Equity ratio was a healthy 0.60:1 compared to 0.56:1 in the previous year.
- Net assets per share as at 31st March 2021 was 155 baizas per share as against 163 baizas for the previous year.
- Our share price at 31st March 2021 was 86 baizas, and was trading at 55% below the book value.
 We will continue to focus on our three main sectors i.e. Financial Services, Manufacturing and Education.

Dividends

Because of challenging year for AIC, Board of Directors do not recommend dividend payment for this year.

Financial statements

The audited consolidated financial statements presented includes the following:

- 1. The results of Subsidiary Companies for the year ended 31st December, 2020 of the following:
 - a) Al Anwar International Investment LLC, 100% subsidiary;
 - b) Al Anwar Taleem LLC (Formerly Al Anwar Development LLC), 100% subsidiary; and
 - c) Al Anwar Hospitality SAOC, 100% subsidiary in hospitality sector.
 - d) Al Anwar Industrial Investments SAOC, 100% subsidiary.
- 2. The share of profit (loss) of Associate Companies for the year ended 31st December, 2020 (Al Ruwad International Education Services SAOC up to 31st January 2021) in which AIC owns between 20% and 50% of share capital or has significant influence.
- 3. Dividends from other investments.
- 4. Realized and unrealized gains / losses from other listed / unlisted securities.

Performance of Investments

Subsidiaries

1. Al Anwar International Investments LLC(AAII)

AAII owns investments of OMR 7,896,224 at 31st December, 2020.

2. Al Anwar Taleem LLC (formerly Al Anwar Development LLC) (AAT)

AAT owns investments of OMR 512,841 at 31st December, 2020.

3. Al Anwar Hospitality SAOC (AAHS)

We have entered into a Hotel Management Agreement with Accor Hotels for developing a 4 Star Business Hotel – NOVOTEL Muscat – Azaiba, near Airport, on a freehold land owned by us. Total development cost of the project is estimated to be around OMR 11.5mn to be funded by an optimum mix of debt and equity. We have now received all regulatory permissions. However, due to COVID- 19, we have slowed down the project.

4. Al Anwar Industrial Investments SAOC

Al Anwar Investments SAOG established a closed joint stock company in the Sultanate of Oman together with Al Anwar International Investments LLC (AAII) and Al Anwar Taleem LLC (Formerly Al Anwar Development LLC) in accordance with the laws of the Sultanate of Oman, under the name of "Al Anwar Industrial Investments SAOC" ("Company").

The Company has been established with an objective to transfer all the manufacturing sector associates to this company as cluster and seek strategic investors up to 40% stake in the company's equity, to grow the cluster by acquisitions, mergers and enhancement of technology.

Associates

1. Al Maha Ceramics SAOG (AMC):

AMC reported revenue of OMR 9,009,838 for the year ended on 31st December 2020, as compared with OMR 7,440,084 for last year, an increase of 21%. Net profit after tax for the year is OMR 1,524,311 as compared to OMR 1,011,312 in the previous corresponding period, an increase of 51%, which is mainly due to increase in sales volume, better price realization and cost improvement initiatives.

2. Voltamp Energy SAOG (VE):

VE reported revenues of OMR 34,380,932 during the year ended on 31st December 2020, a decrease of 16% as compared to last year. VE reported loss after tax (attributed to shareholders of Parent Company) of OMR 357,023 during the year as compared to a profit of OMR 342,759 in last year for the same period. During the year the Company witnessed competition in the prices of distribution transformers in addition to the high price of imported raw materials which impacted the results of the company. The Company witnessed a decline in sales of its power transformer during 2020. Company has initiated many cost control initiatives to reduce its losses.

3. Arabia Falcon Insurance Company SAOC (AFIC):

AFIC recorded Gross Written Premium of OMR 18,285,838 during the year ended on 31st December 2020 as compared to OMR 16,904,632 for the last year, a growth of 8%. The Net profit after tax of company for the period is OMR 1,668,760 against OMR 1,122,144 of last year, a growth of 49%. AFIC has been consciously restructuring its portfolio to phase-out large loss-making accounts coupled with concerted efforts to write new businesses. The measures taken by the management has resulted in considerable reduction in overall net claims ratio to 34% in 2020 from 49% in 2019.

4. Al Ruwad International for Education Services SAOC (AIS):

AlS recorded decline in revenue and profit before tax for the year ended on 31st July 2020, mainly due to student migration to school with lower fees. The school is now a fully approved to provide International Baccalaureate (IB) curriculum.

5. National Biscuits Industries Ltd. SAOG (NABIL):

NABIL reported revenue of OMR 12,694,553 for the year ended on 30th June 2020 as against OMR 12,551,496 of last year, a growth of 1% over last year. The net profit for the year is OMR 875,419 as against OMR 770,297 for the previous year, a growth of 14% over last year. The NABIL brand enjoys a significant brand image in Oman market and a good brand presence of across the GCC and the other countries.

6. National Detergent Co. SAOG (NDC):

NDC reported revenues of OMR 20,395,674 and net profit of OMR 891,688 for the year ended on 31st December 2020 exhibiting a growth of 4% on revenue and growth of 44% on Net profit over last year. The flagship brand BAHAR maintained its premier market position in Oman. Farah brand was repositioned to be a leader in health and hygiene and is now the top brand in Oman.



7. Oman Chlorine SAOG (OC)

The Oman Chlorine Group has reported revenue of OMR 15,597,163 for the year ended 31st December 2020 as compared with OMR 15,046,017 in the previous period, a growth of 4%. The net profit (Attributable to Parent Company Shareholders) for the period is OMR 104,381 as compared to loss of OMR 154,566 in the previous period.

The Oman operation reported a net profit of OMR 1,458,745 compared to previous period of OMR 1,632,235, a decline of 11%. The lower sales realization on caustic soda has resulted in lower revenue and this impacted the profitability of the company. The expansion of its current plant in Sohar from 45 to 75 tons per day is scheduled to commence during 2021.

Union Chlorine LLC, UAE, a subsidiary, has declared net loss of OMR 949,310 during the year ended on 31st December 2020. The parent company's share of loss is OMR 568,636. Despite the plant operating at capacity utilization of 101%, the revenue was lower due to lower international price of caustic flakes and consequently the subsidiary incurred losses. Loss of the company has been reduced by 38% in year ended on 31st December 2020 as compared to similar period of 2019.

Gulf Chlorine WLL, Qatar, a subsidiary, has declared a net loss of OMR 1,495,088 during the year ended 31st December 2020. The parent company's share of loss is OMR 762,495. The current capacity utilization of the main plant is still low at 43% and this is the major reason for the losses. With the projected commissioning of the Calcium Chloride Plant by Q2 2021 by the joint venture "United Chemicals", Gulf Chlorine will be able to maximize its main plant load and accordingly improve its operating performance. The planned commission was in 2020 but has been delayed due to COVID- 19.

Other significant investments

1. Ominvest perpetual bonds

Ominvest perpetual bonds are carrying an interest rate of 7.75% per annum payable twice a year in June and December. The rate is guaranteed for 5 year and there after the rates will be reset based on an agreed formula. For the year ended as on 31st March 2021, AIC earned the interest amounting to approximately OMR 544,000.

2. Dhofar International Development and Investment Co SAOG (DIDIC)

AIC has an equity stake of 8.33% in DIDIC at the carrying value of OMR 5,751,605 as at 31st March 2021. The cost of the investment is OMR 6,241,610 and cumulative unrealized loss recognized due to decline in market value at 31st March 2021 is OMR 490,005. AIC also invested OMR 1,000,000 in DIDIC Bonds carrying interest rate of 9% per annuum. At 31st March 2021, the accrued interest recorded amounted to approximately OMR 94,000. DIDIC has not paid any interest from the day of issuance of the Bonds and deferred the interest payment to future dates.

3. Almondz Global Securities Ltd, India (AGSL)

AIC holds 11.94% equity stake in the AGSL, a company listed on The Bombay Stock Exchange (BSE), India, engaged in the business of broking, corporate finance, investment banking and healthcare. AGSL diversified its business into other sectors during the year. The carrying value of our stake in AGSL is OMR 476,972 as at 31st March 2021, however, our share of net assets of AGSL is OMR 961,000.

Omanization

AIC Group has always been fully committed of recruiting and training Omani employees and developing and promoting the local talent. AIC Omanisation level at 31st March 2021 was 50%.

Outlook

We foresee a challenging year ahead due to temporary suspension of public activities to contain the COVID-19 pandemic in Oman and around the world.

In the current capital market, AIC sees opportunity to make further investment and we are exploring opportunities in our strategic sectors, which will diversify our investment portfolio. We are confident that AIC and its Group companies will continue to play a pivotal role in Oman's economic growth, create job opportunities for Omani nationals, and attract foreign investments in the Sultanate of Oman.

AIC along with its associate, AI Maha Ceramics SAOG (AMC) signed a non-binding Memorandum of Understanding (MoU) with the shareholders of AI Hael Ceramics Co. LLC on 29th May 2021 to explore the possibility of jointly acquiring majority of the existing shares of AI Hael.

Acknowledgement

On behalf of the Board of Directors, I would like to take this opportunity to express our greetings On behalf of the Board of Directors, I would like to take this opportunity to express our greetings and good wishes to His Majesty Sultan Haitham bin Tarik, and pray to Allah to grant him and his Government success to lead the country and the people to greater prosperity and progress.

As you all are aware that HE Qais bin Mohamed Al Yousef was appointed as the Minister of Commerce, Industry and Investment Promotion, by Royal Decree 111/2020, and consequently he had to relinquish the Directorship of Al Anwar Holdings SAOG with effect from 19 August 2020. We acknowledge his significant contributions to our Company and the Group companies over the last 20 years, his contributions were very valuable in providing the strategic directions to our Group which has enabled us to achieve our growth. We wish him great success in his new responsibilities and pray for his continued success.

The Board records its sincere appreciation to Ministry of Commerce and Industry and Investment Promotion, Capital Market Authority, Muscat Securities Market, Bankers, Auditors, and Shareholders for their continued support to AIC and the group companies.

I would also like to express my sincere appreciation to the Board of Directors of all Al Anwar Group companies for direction given to the managements of the respective companies. I place on record my sincere thanks and appreciation for the dedicated efforts of the management team and all employees of the group companies.

I would also like to convey my sincere thanks to the Shareholders of AIC for the confidence they have reposed in the company and its Board.

For & on behalf of the Board of Directors of

Al Anwar Investments SAOG

Masoud bin Humaid Al Harthy

Chairman



Ernst & Young LLC P.O. Box 1750, Ruwi 112 Sth Floor, Landmark Building Opposite Al Ameen Mosque Bowsher, Muscat Sultanate of Oman Tax Card No. 8218320 Tel: +968 22 504 559 Fax: +968 22 060 810 muscat@om.ey.com ey.com

C.R. No. 1224013 PR No. HMH/15/2015; HMA/9/2015

REPORT OF FACTUAL FINDING TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG (Formerly Al Anwar Holdings SAOG)

We have performed the procedures agreed with you pursuant to the Capital Market Authority's (CMA) circular no. E/4/2015, dated 22 July 2015, with respect to the Board of Directors' corporate governance report of Al Anwar Investments SAOG (the "Company") as at and for the year ended 31 March 2021 and its application of the corporate governance practices in accordance with amendments to CMA Code of Corporate Governance issued under circular no. E/10/2016 dated 1 December 2016 (collectively the "Code"). Our engagement was undertaken in accordance with the International Standard on Related Services applicable to agreed-upon procedures engagements. The procedures were performed solely to assist you in evaluating the extent of the Company's compliance with the Code as issued by the CMA and are summarized as follows:

- We obtained the corporate governance report (the "report") issued by the Board of Directors and checked that the report of the Company includes as a minimum, all items suggested by the CMA to be covered by the report as detailed in the Annexure 3 of the Code by comparing the report with such suggested content in Annexure 3; and
- 2) We obtained the details regarding areas of non-compliance with the Code identified by the Company's Board of Directors for the year ended 31 March 2021. The Company's Board of Directors has not identified any areas of non-compliance with the Code.

We have no exceptions to report in respect of the procedures performed.

Because the above procedures do not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, we do not express any assurance on the corporate governance report.

Had we performed additional procedures or had we performed an audit or review of the corporate governance report in accordance with International Standards on Auditing or International Standards on Review Engagements, other matters might have come to our attention that would have been reported to you.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose. This report relates only to the accompanying corporate governance report of Al Anwar Investments SAOG to be included in its annual report for the year ended 31 March 2021 and does not extend to any financial statements of Al Anwar Investments SAOG, taken as a whole.

Muscat

13 June 2021

Ernto Young LLC

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AL ANWAR INVESTMENTS SAOG (Formerly Al Anwar Holdings SAOG)

Report on Corporate Governance for the year ended March 31, 2021

1. Company philosophy

The principles of Corporate Governance mainly deal with the way companies are led and managed, the role of the Board of Directors and the framework of internal controls. At Al Anwar Investments SAOG (AIC), the Board supports the highest standards of Corporate Governance. The Board of Directors is responsible for approving and monitoring the Company's overall strategy and policies, including risk management policies, control systems, business plan and annual budget. The Management is responsible to provide the Board with appropriate and timely information to monitor and maintain effective control over strategic, financial, operational and compliance issues. The Board confirms that Al Anwar Investments SAOG applies the principles set out in the Capital Market Authority's (CMA) Code of Corporate Governance for Public Listed Companies (the "Code") and other rules and guidelines issued by the CMA from time to time.

We follow "International Financial Reporting Standards (IFRS)" in the preparation of accounts and financial statements.

Shareholders in the EGM held on 3rd January 2021 has changed the status of the company from "Holding" company to "Investment" company.

2. Composition of the Board of Directors

During the year ended 31st March 2021, the Board consisted of seven directors who have varied backgrounds and experience and who individually and collectively exercise independent and objective judgement. The composition and the independence of the board of directors is in accordance with the Code. The members were elected to the Board at the Annual General Meeting held on 24th June 2018 for a term of 3 years. At 31st March 2021, the Board consisted as follows:

Director	Position	Independent / Non-Independent	Mode of Representation
Brig (Rtd.) Masoud Humaid Al Harthy	Chairman	Non-Independent	Himself – Shareholder
Mr. Shabir Moosa Al Yousef	Deputy Chairman	Non-Independent	Himself – Shareholder
Mr. Abdulredha Mustafa Sultan	Director	Non-Independent	Himself – Shareholder
Sheikh Mohamed Abdullah Al Rawas	Director	Independent	Himself – Non-shareholder
Mr. Nasser Said Al Hadi	Director	Independent	Himself – Shareholder
Mr. Michael Hansen	Director	Non-Independent	Al Khonji Invest LLC
Mr. Girish M Ramakrishnan	Director	Non-Independent	Fincorp Investment Co. LLC



3. Meetings of the Board

The Board met five times during the year. The meetings were held on 4th June 2020, 28th July 2020, 11st November 2020, 13th January 2021 and 11th February 2021.

			AGM	EGM	EGM		No of		No. of
S.	Name of the Director	Position	Held on	Held on	Held on	Meetings attended		ided	directorshipsir other listed
No.			30.06.20	02.07.20	03.01.21	Board	NREC	AC	companies
1	Rtd. Brig. Masoud Humaid Al Harthy	Chairman	Yes	Yes	Yes	5	-	-	2
2	Mr. Shabir Moosa Al Yousef	Dy. Chairman & Chairman NREC	Yes	Yes	Yes	5	8	-	3
3	Mr. Nasser Said Al Hadi	Director and Chairman of AC	Yes	Yes	Yes	5	-	4	0
4	Mr. Abdulredha Mustafa Sultan	Director	Yes	Yes	Yes	5	-	4	3
5	Sheikh Mohamed Abdullah Al Rawas	Director	-	-	-	4	6	4	1
6	Mr. Girish M Ramakrishnan	Director	-	-	Yes	3	4	-	-
7	Mr. Michael Hansen	Director	-	-	Yes	4	5	-	-
8	H.E. Qais Mohamed Al Yousef	Dy. Chairman & Chairman NREC (Part)	Yes	Yes	Yes	2	4	-	-
9	Mr. Qaboos Abdullah Al Khonji	Director (Part)	-	-	-	1	3	-	-

The Meeting attendance fees paid to the members for each meeting attended is as follows:

- i. Chairman OMR 1,750/-, (ii) Deputy Chairman OMR 1,200/-, (iii) Other Members OMR 1,100/-
- ii. Fincorp Investments LLC has nominated their representative, Mr. Girish M Ramakrishnan as Board member of Al Anwar Investments SAOG in place of H.E. Qais Musa Al Yousef who resigned on 19th August 2020 after his appointment as Minister of Commerce, Industry and Investment Promotion.
- iii. Al Khonji Invest LLC has changed its representative Mr. Qaboos Abdullah Al Khonji on the board of Al Anwar Investments SAOG with Mr. Michael Hansen on 9th June 2020. Mr. Qaboos was reappointed as representative of Al Khonji Invest LLC as on 7th April 2021.

4. Board Committees:

The Nomination, Remuneration & Executive Committee (NR & EC)
NR & EC is a sub-committee of the Board consists of following four directors:

Mr. Shabir Moosa Al Yousef	Chairman / Member
Sheikh. Mohamed Abdullah Al Rawas	Member
Mr. Michael Hansen	Member (Part of the year)
Mr. Girish M Ramakrishnan	Member (Part of the year)
H.E. Qais Mohamed Al Yousef	Chairman (Part of the year)
Mr. Qaboos Abdullah Al Khonji	Member (Part of the year)

The NR&EC is delegated powers and authority to facilitate the smooth running of the operations of the Company and exercise all of the responsibilities of the Board which are beyond the authority of the management and within the limits set out in the Manual of Authority approved by the Board. The Committee also assist the general meeting in the nomination of proficient directors and the election of the fit for the purpose, assist the Board in selecting the appropriate and necessary executives, provide succession planning for the executive management and Board chairman and fixing the appropriate remuneration and incentives for the executive management.

The NR&EC is governed by the terms of reference (Charter) approved by the Board. The working plan of the committee is approved by the Board.

The NR & EC met eight times during the year on 23th April 2020, 11th May 2020, 03rd June 2020, 28th July 2020, 2nd September 2020, 11th & 29th November 2020, 8th February 2021 and 3rd March 2021.

The Meeting attendance fees paid to the members for each meeting attended was OMR 650 for Chairman and OMR 550 for Members.

Audit Committee

The Audit Committee (AC) is a sub-committee of the Board, comprising of the following three non-executive directors, who are appointed by Board:

Mr. Nasser Said Al Hadi	Chairman
Mr. Abdulredha Mustafa Sultan	Member
Sheikh Mohamed Abdullah Al Rawas	Member

The Audit Committee is constituted in accordance with the provision of the Corporate Governance requirement. Audit Committee Chairman is an Independent Director and majority of the members are Independent Directors.

All the members are experienced and have good knowledge of accounts and finance. The terms of reference (Charter) of the Audit Committee are in accordance with the guidelines given by CMA. The working plan of the committee is approved by the Board.

Major areas covered by the Audit Committee are matters concerning:

- (i) consideration and recommendations for appointment of Internal and External Auditors,
- (ii) reviewing of audit plans and audit reports;
- (iii) oversight of internal audit functions to comply with all the requirements of internal audit as per Code of Corporate Governance and oversight of adequacy of internal control systems and financial statements,
- (iv) checking financial frauds,
- (v) reviewing annual and quarterly statements and qualifications, if any, before issuing,
- (vi) critical review of non-compliance of IFRS and disclosure requirements prescribed by CMA,
- (vii) reviewing risk management policies and related party transactions and
- (viii) serving a channel between internal and external auditors and the Board.

The Audit Committee met four times during the year on 02nd June 2020, 25th July 2020, 10th November 2020 and 09th February 2021.

5. Board Evaluation

The Code requires that the Board of Directors performance is appraised impartially and independently by a third party appointed by the AGM in accordance with a benchmark and standards set by the board or the general meeting. The AGM held on 30th June 2020 approved the appointment of an independent third-party, Crowe Mak Ghazali, as per the evaluation framework parameters. The appointed consultants carried out the evaluation exercise during the year and presented a report with recommendations and concluded that "the large majority of the approved appraisal benchmark and standards are assessed positively".



6. Brief Profile of the Directors

Brig. (Rtd.) Masoud Humaid Al Harthy

He is a retired brigadier from the Royal Guard of Oman. Brig. (Rtd.) Masoud holds a Bachelor Certificate in Army Science Management with an experience of 37 years in military services. Brig. (Rtd.) Masoud is Chairman of Al Maha Ceramics SAOG in addition to being Board member in several other Companies including Oman Chlorine SAOG.

Mr. Shabir Moosa Al Yousef

He Holds a Master of Research in Economics from University of Essex (UK), MBA in Finance from University of Lincolnshire & Humberside (U.K), Master of Science from Colorado School of Mines (U.S.A), and Bachelor's Degree in Electronics and Communications from Sultan Qaboos University.

Previously, he held many senior positions such as Chief Executive Officer of Oman Investment & Finance Co. SAOG, General Manager of Damac Holding in U.A.E, Group General Manager of Premier Logistics Group LLC, General Manager of Truck Oman LLC, and a Petroleum Engineer post in Petroleum Development Oman (PDO).

He is currently Vice Chairman of Arabia Falcon Insurance Company SAOG and a member of the Board of Directors of Al Maha Ceramics SAOG, Oman Chlorine SAOG, and Cactus Premier Excavation Services Company SAOC. He is also a member of the Tender Board in the Sultanate of Oman.

During his career, he was also Board member of Bank Sohar SAOG, Financial Corporation Co. SAOG, and Chairman of National Aluminum Products Company SAOG.

Mr. Abdulredha Mustafa Sultan

He holds a Bachelor Degree in Commerce majoring in Finance from San Diego State University, USA. He is Chairman of Voltamp Transformers Oman SAOC, Deputy Chairman of Al Jazeera Services Co. SAOG, Deputy Chairman of Al Maha Ceramics Co. SAOG and Board member of Voltamp Energy SAOG, Almondz Global Securities Limited (India) and Fisheries Development Oman SAOC (FDO). He is Managing Director in Mustafa Sultan Enterprises LLC. He is a member of the Young Presidents' Organisation. He is also the Honorary Consul of Finland in Oman.

Sheikh Mohamed Abdullah Said Al Rawas

He holds the honorary doctorate in business administration from the University of Luton in December 2005. He is the first person in Asia and the Middle East to get this doctorate from this prestigious University for his efforts in the higher education in the Sultanate of Oman, during his chairmanship of the Presidency of the Majan College University. He holds Bachelor of business administration (finance and investment – Faculty of Commerce, Cairo University). He is a board member in Dhofar Cattle Feed Co SAOG. He was also a board member in several companies including Oman Aviation Services Company SAOC and Oman & Emirates Investment Holding Company SAOG.

Mr. Nasser Said Al Hadi

He has over 23 years of experience in business and finance. He has worked with different banks and many prestigious investment companies in senior management position. He is currently the CEO of the National Skill Company. He has co-founded several companies in Oman and is a board member at these companies. He had participated in many international conferences related to investment and capital markets.

Mr. Michael Hansen

A graduate in Management Science from England's Aston University Business School, Birmingham in 1981. He obtained his professional business qualifications as a Chartered Management Accountant and as a Chartered Marketer. He has experience in many business sectors embracing manufacturing, automotive, retail, real estate, and services. He is currently the CEO of Al Khonji Holding Group.

Mr. Girish M Ramakrishnan

He holds Masters in Business Administration (specialized in Finance and Human Resources) from Anna University, India. He has obtained his professional business qualification as a Certified Management Accountant (CMA – US). He has experience in investment banking, corporate financial management, international financial markets, wealth management, auditing and financial planning and analysis. He has joined Al Yousef Group in 2009 and is currently working as the Finance and Investment Manager of Al Yousef Group.

7. Process of nomination of the Directors

The company follows the provisions of the Commercial Companies Law and Capital Market Authority Law & Regulations in respect of nomination of the members of the Board of Directors.

8. Management

The members of the management of the company are appointed with proper contracts clearly defining the terms of reference.

9. Brief profile of top management personnel with executive powers

Khalid M Ansari, Chief Executive Officer

Khalid M Ansari, is a Fellow Member of the Institute of Chartered Accountants in England and Wales. He started his career in KPMG in England in 1980. He moved to KPMG office in Oman (previously known as Peat Marwick Mitchell &Co.) in 1986 and left the firm on 30 September 2018. He was the Partner in Charge of the firm. Khalid has developed extensive business experience in Oman over the last 33 years. He has been advising and assisting public listed & private Companies and Government entities in implementing numerous projects, some of which are of national importance. He has also developed strategies for a large number of companies.

Dhiraj Chidwal, Manager – Internal Audit & Risk Management, Board Secretary

Dhiraj Chidwal is a Chartered Accountant with accreditations from the Institute of Chartered Accountants of India and Certified Public Accountant (CPA) from USA. He has more than Nineteen years of experience in the field of Internal Audit, Finance and Accounting. Prior to Al Anwar, he worked for one of leading private bank in India as Chief Manager, Internal Audit. He has extensive experience in the Internal Audit of Banking and Finance sector.

Mubarak Al Ghazali, Manager - Administration & Compliance

Mubarak Al Ghazali has 24 years' experience in Insurance, management, HR, administration and compliance. He has been working in Al Anwar Investments SAOG since 2005. Mubarak holds General Diploma certificate and a certificate in Human Resource Management. He attended several training courses, workshops and conferences in various fields like Human Resource, Executive Management skills and Effective Leadership. He also attended many workshops organized by Muscat Securities Market and Capital Market Authority and other government bodies.



Ahmed Ibrahim, Assistant Finance Manager

Ahmed Ibrahim is Bachelor of Commerce from Zaqaziq University, Egypt. He has more than Ninteen years of experience in industries such as Advertising, Detergent manufacture and Investment companies. His core expertise is to monitor and manage financials operations of companies.

10. Means of communication with the Shareholders and investors.

- a) The notice to the Shareholders for the Annual General Meeting containing the details of the related party transactions is filed with CMA and mailed to shareholders along with Directors' Report and audited accounts.
- b) The Quarterly results of the company as per CMA format, are prepared by the management for every quarter, reviewed by the Audit Committee, approved by the Board, are forwarded to CMA and also published in the Newspapers as per the directives of CMA. Copies are made available to shareholders on request. Results are also uploaded on the website of Muscat Securities Market (MSM).
- c) Pursuant to the Executive Regulations of the Capital Market Law, AAH has disclosed the initial quarterly and annual un-audited management results within 15 days from the end of the period.
- d) Important Board decisions are disclosed to the investors through MSM from time to time.

 The company has its official website, www.alanwar.om for its investors.

 The website is updated from time to time.
- e) The Management Discussion and Analysis Report forms part of the Annual Report.

11. Remuneration matters

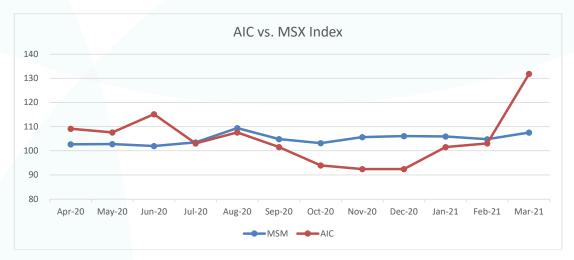
- a) The meeting attendance fee was paid as per the remuneration fixed by the Board. A total of OMR 61,900 (FY 2019-20: OMR 50,000/-) was paid to Directors for meetings attended during the period 1st April '20 to 31st March 2021.
- b) A sum of OMR 840 (FY 2018-19: OMR 840) was reimbursed to Directors towards travelling expenses for attending the meetings in addition to above mentioned sitting fees.
- c) The remuneration for the employees is, after critical evaluation, fixed by the Board, based on qualification, expertise and efficiency of the executives. The total remuneration of the top five employees for Financial Year 2020-21 was OMR 194,669 (The top five for FY 2019-20: OMR 248,000).
- d) The Board did not recommend any Directors' remuneration for the year 2020-21. (FY 2019-20: OMR NIL).

12. Details of non-compliance by the company

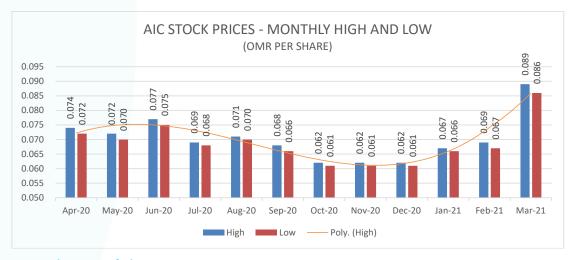
No penalties have been imposed by CMA or MSM or any other statutory bodies on the company.

13. Market price data

The performance of the Company's share price during the financial year ended 31st March 2021 against MSX Index is shown below:



The monthly high and low share price of the company during the financial year ended 31st March 2021 was as under:



14. Distribution of Shares

The share holding pattern as on 31st March 2021 is as given below:

Distribution	No of Shareholders	age of Share- % holders	No of Shares	age of No. of% Shares
1 to 50,000	1,559	83%	13,575,886	7%
50,001 to 100,000	122	7%	9,535,378	5%
100,001 to 200,000	82	4%	12,164,463	6%
200,001 to 500,000	56	3%	17,781,638	9%
500,001 & Above	49	3%	146,942,634	73%
Grand Total	1,868	100%	200,000,000	100%

The Company does not have any foreign Global Depository Receipts (GDR) / American Depository Receipts (ADR) / Warrants or any other instrument of any type issued to public or institutional investors or any other class of investors.



15. Corporate Social Responsibility (CSR)

Al Anwar Investments SAOG is committed to support the society and environment. During 2020-21, Al Anwar has extended its support to Ministry of Health and Oman Chamber of Commerce to fight against COVID 19 epidemic in Oman. Over the years, Al Anwar has also supported a broad range of other charitable organizations as well as programs and events that have helped improve the lives of the disabled, orphans and the underprivileged across the Sultanate. During the year company has paid OMR 5,500 to Ministry of Health (MoH) and OMR 17,000 to Oman Chamber of Commerce & Industry (OCCI) as approved by the shareholders in the AGM dated 30th June 2020.

16. Professional profile of the statutory auditor

EY is a global leader in assurance, tax, transaction and advisory services. EY is committed to doing its part in building a better working world. The insights and quality services which EY delivers help build trust and confidence in the capital markets and in economies the world over.

The MENA practice of EY has been operating in the region since 1923 and employs over 7,000 professionals. EY has been operating in Oman since 1974 and is a leading professional services firm in the country. EY MENA forms part of EY's EMEIA practice, with over 4,720 partners and approximately 127,444 professionals. Globally, EY operates in more than 150 countries and employs 334,012 professionals in 700 offices. Please visit ey.com for more information about EY.

Audit of financial statements for the year ended 31 March 2021 and compliance with Code of Corporate Governance RO. 9,500

EY has completed 4 years as statutory auditors of AIC and in accordance with the CMA regulation will rotated out.

17. Specific areas of non-compliance with the provisions of corporate governance and reasons

This report is prepared in compliance with the Code of Corporate Governance and covers all the items specified in Annexures 3 of code of Corporate Governance issued in July, 2015 and updated in December, 2016.

18. Acknowledgement by Board of Directors

The Board of Directors is responsible for the preparation of the financial statements in accordance with the applicable standards and rules.

There are no material things that effect the continuation of the Company and its ability to continue its operations during the next financial year.

The Board of Directors, through the Audit Committee's consideration of the results of the internal audit work and discussions with the external auditors, together with their examination of periodic management information and discussions with the management, have reviewed the operation of internal controls during the year ended 31st March 2021. The Board of Directors has concluded based on this that internal controls operated effectively throughout the year.

For Al Anwar Investments SAOG

Masoud Humaid Al Harthy

Chairman

Nasser Said Al Hadi Chairman Audit Committee



Al Anwar Investments SAOG (AIC)

(formerly Al Anwar Holdings SAOG) was incorporated on 20th December, 1994 as a publicly listed company on Muscat Stock Exchange (MSX). Shareholders in Extra Ordinary Meeting (EGM) held on 3rd January 2021, approved to change the status of "Holding" company to "Investment" Company. Over the last twenty-six years, we have built successful companies and exited some of them through stake sales or flotation.

Management Discussion and Analysis Report

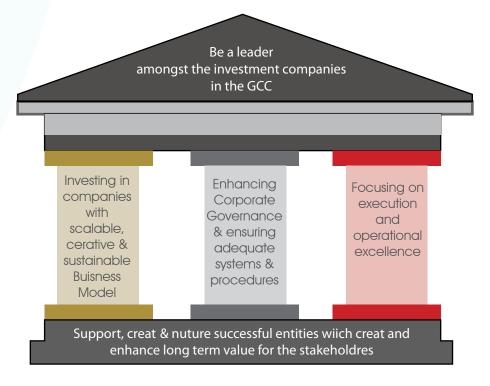
Investment Strategy: Clear, Differentiated and Proven

Private-Equity & Private Investment in Public Enterprises (PIPE) model of owning and investing in private companies with the intention of growing them and improving their business performance forms the core of AIC's investing framework.

At AIC, we crave for efficiency. And to achieve our goals, we follow an approach emphasizing investing in businesses run by cost-conscious and efficient managers.

After the investment, our role is to create an environment in which our entrusted CEOs can maximize both their managerial effectiveness and generate value for shareholders.

Our flexibility in capital allocation and willingness to carry out bolt on acquisitions, gives us a significant edge in the market. We are judicious in having ownership stakes with respect to getting a controlling/non-controlling/significant minority stakes in businesses, depending on the nature of opportunity at hand.





Oman Economy and Outlook:

- The year 2020 was a challenging year for the Oman economy. The COVID-19 pandemic along-with low-oil price triggered tremendous challenges for national economy, which have prompted the Government to undertake a set of precautionary measures including border closures, partial and full lockdown, and reduction in workplace attendance. Such measures had negative impact on the economic activity.
- The Oman Government has announced a Budget for 2021 with a fiscal deficit at OMR 2.24 billion. As a result of fiscal and economic measures implemented in 2020 and economic diversification efforts including subsidy reforms to be implemented in 2021, public spending is estimated to be as low as OMR 10.88 billion in 2021, decreased by 14% as compared with the spending of OMR 12.66 billion in 2020.
- Aggregate public revenue is also projected at OMR 8.6 billion in 2021, based on assumed oil price of US\$ 45 per barrel.
- The 2021 Budget also seeks to achieve a set of objectives, notably fiscal sustainability so as to continue achieving economic growth targets, a diversified economy, and targeted rates of domestic investment and foreign direct investment (FDI). Furthermore, the 2021 Budget endeavors to enable the private sector to play a greater role in accelerating economic growth, and to create more job opportunities.
- The Government has undertaken a set of fiscal and economic measures with the aim to alleviate the consequences of the COVID-19 pandemic and a sharp decline in oil prices, so as to minimize the burden on public spending.
- The World Bank pointed out in Global Economic Prospects (June, 2020) that Oman's GDP is expected to shrink by 4% in 2020, but will grow by 2% in 2021.
- The Government has introduced Value Added Tax (VAT) effective from 16th April 2021. The VAT rate of 5% will be applied in Oman and expected to generate OMR 300 million annually.

Performance Overview of Muscat Stock Exchange Index (MSX):

For the last 5 years MSX 30 Index declined by over 41% from 6,238 in April 2015 to 3,708 in March 2021 as result a large number of companies are trading below book value.



Market Capitalization by Sector (OMR Billions)

Description	Mar-18	Mar-19	Mar-20	Mar-21
Banking and Investments	3.82	3.71	3.91	3.73
Services	2.80	2.14	1.83	1.84
Industry	1.14	0.85	0.76	0.83
Total Market capitalization	7.76	6.70	5.77	6.40

Since March 2018, the total market capitalisation of MSX reduced by approximately OMR 1.36 billion.

The value of traded securities during 2020 have reached OMR 441 Million with decline of -38.02% compared with last year which recorded OMR 712 Million.

Opportunities

AIC remains cautiously optimistic on the Oman economy and the potential to invest in our chosen sectors.

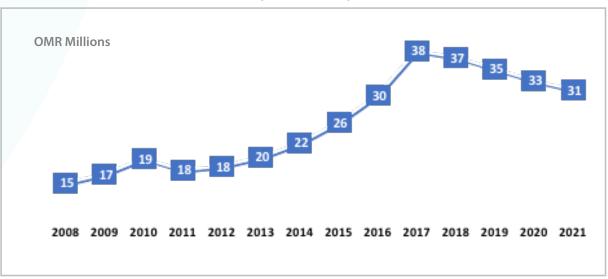
We are aware that the current economic environment represents an opportune time to acquire businesses which has synergy with our associates. As a nimble company with a strong balance sheet, we believe that AIC is in a robust position to take advantage of attractive opportunities.

We as an Investment company have always looked for growth businesses with a penchant for value investments.

We have a fully engaged Board, an exceptional management team and a strong corporate culture. Challenges still exist, and there's always room for improvement, but as we head into our financial year ending 31st March 2021, we remain proud of these accomplishments and are optimistic about the future.

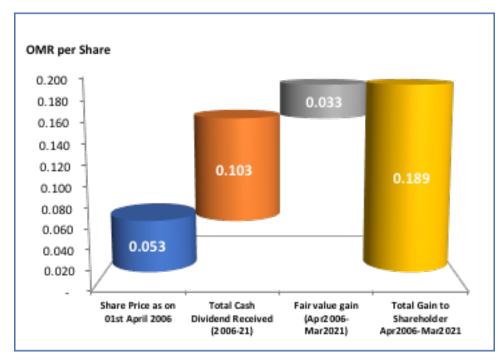
Performance Analysis

Long Term Growth Trajectory of AIC Consolidated Shareholder's Equity (2008-2021)



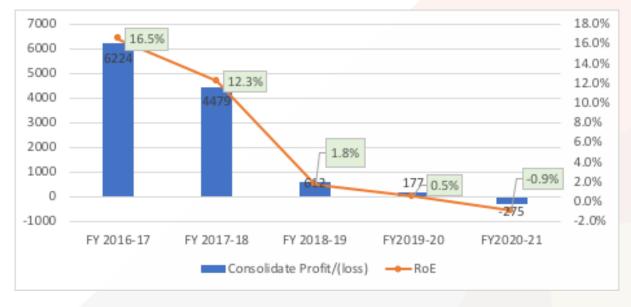


Value Creation for AIC Shareholders during FY2006 to FY2021 period

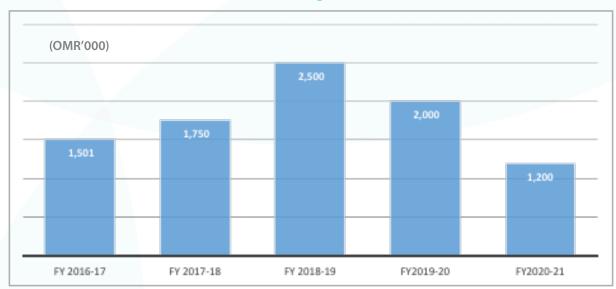


- Total gain of 257% over 15 Yrs. CAGR of 9.5% p.a. for the Shareholders.
- During the the period FY2006-07 to FY2020-21, shareholders of AIC have generated total return of 257% (cash dividends received + change in share price), which is around 9.5% p.a. CAGR.

Historical share prices & cash dividends adj. for stock dividends



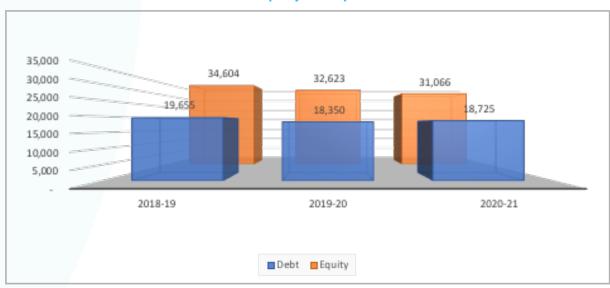
The profitability for the year ended 31st March 2021 was impacted mainly due to absence of any major transaction in our investment portfolio, reduction of profits in our Associates, and the significant decrease in the value of our investments in MSX marked at market value.



Cash Dividends Paid During the Last Five Years

Owing to the inherent balance sheet strength and comfortable Debt/Equity position, AIC has rewarded its shareholders with healthy cash dividends in the last 5 years.

Growth in our investment portfolio over the years has been achieved whilst maintaining a manageable leverage position. As of 31st March 2021, our Debt/ Equity ratio was 0.60.



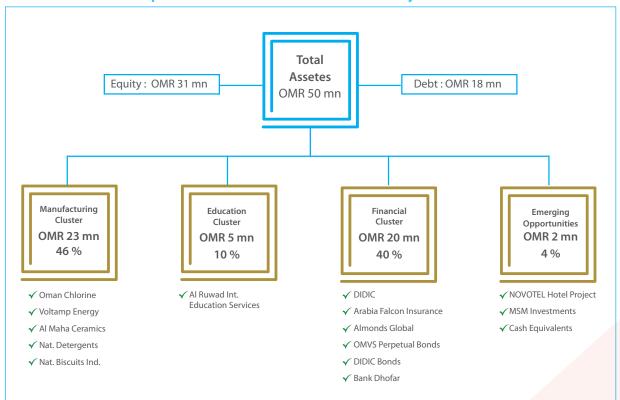
AIC - Debt Equity Composition

AIC maintains a cautiously optimistic approach with the core focus on manufacturing, financial services and education sector and continue to deliver on business simplification, regulatory requirements, controls, expense discipline and capital requirements. Going forward, in continuance of prudent policy framework, we will align the growth strategies accordingly.

AIC has a very focussed approach to its investments. We have a very strong manufacturing cluster which has constantly produced good returns. Our other clusters are financial services which is a mature sector and has growth potential. Our education sector has very high growth potential and should expand rapidly. Our investments are mostly strategic and we have a very small amount of trading investments. Our objective is to ensure that we increase the profitability and consequently the value of each of our investment.



Our investment portfolio as of 31st March 2021 by clusters is as follows:



Our returns and our share of net assets of our associates and other significant investments for the year ended 31st March 2021 are as follows:

Associates

Name of the Company (OMR'000)	% holding	Carrying Value	Share of Profit/ (Loss)	Dividend	Share of Net Assets
Voltamp Energy SAOG	24.68%	4,711	(88)	100	4,814
Al Maha Ceramics Company SAOG	23.74%	2,718	362	300	2,445
Arabia Falcon Insurance Co. SAOC	22.62%	4,501	377	234	4,404
The National Detergent co. SAOG	25.24%	4,658	225	215	3,642
National Biscuit Industries SAOG	29.22%	2,240	268	44	2,100
Oman Chlorine SAOG	22.15%	7,583	23	189	4,959
Al Ruwad International Education Services SAOC	43.51%	4,521	(83)	-	1,867

Other Investments

Name of the Company (OMR'000)	% holding	Carrying Value	Fair Value Gain	Dividend	Income	Share of Net Assets
Ominvest Perpetual Bonds (7.75%)	11.54%	7,000	-	NA	544	7,000
Dhofar International Dev. & Investment Holding SAOG (DIDIC)	8.33%	5,752	(612)	-	-	7,670
DIDIC Bonds (9%)	4.03%	1,000	-	NA	94	1,000
Almondz Global Securities Ltd.	11.94%	477	189	-	-	960
Bank Dhofar	0.3%	951	143	36	-	1,621

The cornerstones of our next three-year investment strategy are:

- 1. Sustainable Operational Improvement of investee companies
- 2. Opportune Monetization and acquisition of investments
- 3. Effective cash management by prioritizing investment opportunities

Risks and Concerns

AIC has a robust Board-approved Risk Management framework in place that adheres to industry best practices. Risk Management is embedded in all core business functions and is an integral part of the business strategy. AIC follows a proactive Risk Management approach in remediating internal and external risks through conducting regular risk assessment of its portfolio companies, operating environment and taking proactive action to mitigate emerging risks.

Risk issues impacting portfolio companies are proactively managed through close working relationships with investee companies and the prudent oversight of our Board representatives. Broadly, these risks take the form of increasing costs/ decreasing margins, competition from other sources of supply and shifts in customer preference for other solutions. Also, each of the investee companies have their own risk management process in place.

The COVID-19 pandemic has caused steep reductions in global economic activity severely hampering the businesses and human lives across the world. The underlying businesses of AIC are facing challenges in this regard and in our Associates, we have undertaken series of action plans, including zero based budgeting for cost rationalization, streamlining production processes and seeking industry support from the Government of Oman to circumvent the challenges and continue to generate value for our shareholders in these challenging times. Our immediate objective is to maintain values of our investment and ensure that they are profitable and do not face liquidity challenges.

Acknowledgments

We acknowledge the contribution of our Board Members for their wisdom and valuable guidance which has helped us in successful implementation of our strategy. Further, we appreciate the confidence entrusted by our shareholders.

Khalid Ansari

Chief Executive Officer



Shareholders holding 1% and above as on 31st March 2021

Sr.	Investor Name	No. of shares	Holding Percentage %
1	Fincorp Investment Co. LLC	47,356,209	23.678
2	Brig. (Rtd.) Masoud Humaid Al Harthy	16,000,000	8.000
3	Al Khonji Development and Investment LLC	10,837,548	5.419
4	Al Khonji Invest LLC	9,996,837	4.998
5	Al Majaz Investment Company	7,000,000	3.500
6	Oman Investment Fund	4,311,447	2.156
7	Abdulredha Mustafa Sultan	3,560,736	1.780
8	Shabir Moosa Al Yousef	3,275,000	1.638
9	Ubhar Financial Investment/ Trust Local	2,836,973	1.418
10	Taleb Sabeel Abdurrahman Al Raisi	2,750,000	1.375
11	Al Areen National Ent. Trading LLC	2,583,745	1.292
12	Bader Ali Mohamed Al Kalbani	2,000,000	1.000



Ernst & Young LLC P.O. Box 1750, Ruwi 112 5th Floor, Landmark Building Opposite AI Ameen Mosque Bowsher, Muscat Sultanate of Oman

Tax Card No. 8218320

Tel: +968 22 504 559 Fax: +968 22 060 810 muscat@om.ey.com ey.com

C.R. No. 1224013

PR No. HMH/15/2015; HMA/9/2015

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG (FORMERLY AL ANWAR HOLDINGS SAOG)

Report on the audit of the consolidated financial statements

Opinion

We have audited the consolidated financial statements of AI Anwar Investments SAOG (the "Parent Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position as at 31 March 2021, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including 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 March 2021 and its consolidated financial performance and consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for opinion

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

Key audit matters

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

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



Report on the audit of the consolidated financial statements (continued)

Key audit matters (continued)

Key audit matter

Accounting for equity accounted investments
The Group holds significant equity accounted
Investments accounted for in accordance with
requirements of IAS 28, "Investments in
associates and joint ventures".

Majority of the Group's equity accounted investments do not have year-end that is coterminous with that of the Group. The Group's accounting policy is to account for an appropriate lag period in reporting on their results. Any significant transactions that occur between the year end date of equity – accounted investments and 31 March (the Group's year - end) are considered in the share of results of the equity accounted investment.

Accounting for equity accounted investments is a matter of most significance due to the significant contribution of the equity accounted investments to the consolidated results and the financial position of the Group and the fact that the investments have year - ends that are not coterminous with that of the Group.

Also, attention is drawn to accounting policies for associates, critical accounting estimates and judgements and related disclosures set out in notes 25.4, 24(iv), 2 and 3 to the consolidated financial statements, respectively.

How our audit addressed the key audit matters

We issued audit instructions to the component auditors of the significant equity accounted investments. The instructions covered the significant audit areas that the component auditors should focus on, as well as the information required to be reported back to the Group audit team. Throughout the audit, various planning, execution and completion calls and discussions were held with the component auditors of the significant equity accounted investment components. We assessed the competence, knowledge and experience of the component audit teams, and performed a review of significant audit areas to assess the adequacy of the procedures performed in pursuit of our audit opinion.

We obtained the result and other movement of equity accounted investments, recorded by the Group and agreed them to the audited financial statements of the underlying equity accounted investments. We also re-performed manual calculations, including lag period adjustments prepared by management where required, to test the equity accounted results are accurate, complete and in line with IFRS.

We understood the management's process and independently assessed the accounting policies of the associates to that of the Group to ensure consistency with the Group accounting policies and compliance with IFRS.



Report on the audit of the consolidated financial statements (continued)

Key audit matters (continued)

Key audit matter

Impairment of investment in associates

The Group has interest in number of associates which are significant to the Group's consolidated financial statements. The carrying value of majority of these associates is significantly higher than the proportion of equity attributable to Group's ownership interest in those associates as well as the quoted prices, wherever available (mainly due to ongoing Covid-19 pandemic situation). These conditions might lead to objective evidence of possible impairment in investment in associates. This area is significant to our audit as the determination whether, investment in this associate is not carried at more than its recoverable amounts is subject to significant management judgement.

Management estimates for recoverable amounts are determined through fair value/ value-in-use method, whichever is higher. In determining the value-in-use the management has used future cash flows that are based on management's views of variables such as the EBITDA margins, weighted average cost of capital, projected growth rates, impact of Covid-19 pandemic and expected inflation rates.

Therefore, we considered this as a key audit matter.

How our audit addressed the key audit matters

Our audit procedures included, among others, the following:

We have reviewed the value in use/ fair value calculations for those associates where objective evidence of impairment, including impact of Covid-19 pandemic was noted.

We assessed the knowledge and expertise of the management of the Group to perform such value in use calculations. Our audit procedures included, amongst others,

- a) Challenging the cash flow projections and
- b) involving our valuation experts to assist us in testing the key assumptions forming the Group's value-in-use calculation including validation of impairment model and weighted average cost of capital.

We have assessed the adequacy and relevance of the calculations, reasonableness of the methods and assumptions used, methodologies, the weighted average cost of capital and data used by the Group, for example by comparing them to external data.

We have verified the external evidences for the purpose of determining the fair value, wherever relevant.

We also assessed the adequacy of the Group's disclosure in Note 3 of the consolidated financial statements.



Report on the audit of the consolidated financial statements (continued)

Other Information included in the Group's 2021 Annual Report

Those charged with governance and management are responsible for the other information. Other information consists of the information included in the Group's 2021 Annual Report other than the consolidated financial statements and our auditor's report thereon. We obtained the following information prior to the date of our auditor's report, and we expect to obtain the published 2021 Annual Report after the date of our auditor's report:

- Chairman's report
- Corporate governance report
- Management discussion and analysis

Our opinion on the consolidated financial statements does not cover the other information and we do not and will 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 on the other information obtained prior to the date of the auditor's report, 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 for the consolidated financial statements

Those charged with governance are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS and the relevant requirements of the Commercial Companies Law, as amended, and the Capital Market Authority ("the CMA") of the Sultanate of Oman, and for such internal control as those charged with governance 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, those charged with governance are 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 those charged with governance either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.



Report on the audit of the consolidated financial statements (continued)

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 skepticism throughout the audit. We also:

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



INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG (FORMERLY AL ANWAR HOLDINGS SAOG) (CONTINUED)

Report on the audit of the consolidated financial statements (continued)

Auditor's responsibilities for the audit of the consolidated financial statements (continued)
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on other legal and regulatory requirements

In our opinion, the consolidated financial statements comply, in all material respects, with the relevant requirements of the Commercial Companies Law, as amended, and the CMA of the Sultanate of Oman.

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Mohamed bin Mufti Al Qurashi Muscat 13 June 2021

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2021

	Notes	2021 OMR'000	2020 OMR'000
ASSETS			
Investment in associates	3	30,972	31,109
Investments at fair value	4	15,353	15,743
Property and other assets	5	2,254	2,189
Other receivables and prepayments	6	1,344	864
Cash and bank balances		63	1,182
TOTAL ASSETS		49,986	51,087
EQUITY			
Share capital	7	20,000	20,000
Legal reserve	8	4,568	4,568
Fair value reserve	9	(476)	(294)
Retained earnings		6,874	8,349
Total Equity		30,966	32,623
LIABILITIES			
Bank borrowings	10	18,725	18,350
Payables	11	295	114
Total Liabilities		19,020	18,464
TOTAL EQUITY AND LIABILITIES		49,986	51,087
Net assets per share (in Baisas)	12	155	163

The financial statements were authorised for issue in accordance with a resolution of the Board of Directors on

10 June 2021.

CHAIRMAN

DIRECTOR

CHIEF EXECUTIVE OFFICER

The notes on pages 42 to 67 form an integral part of these Consolidated Financial Statements.



CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2021

		2021	2020
	Notes	OMR'000	OMR'000
Share of results of associates	3	1,085	1,006
Net investment income	14	254	664
Other income	15	29	29
Net income		1,368	1,699
Administrative expenses	16	(441)	(425)
Finance cost	17	(1,117)	(1,022)
Corporate social responsibility expenses		(23)	(25)
Director fees and remuneration	18	(62)	(50)
Total expenses		(1,643)	(1,522)
(Loss) / profit for the year		(275)	177
Other comprehensive income:			
Share of other comprehensive (loss) / gain of associates	3	(141)	70
Net (decrease) in value of investment	4	(41)	(228)
Other comprehensive loss for the year	_	(182)	(158)
Total comprehensive (loss) / income for the year	_	(457)	19
(Expense) / Earnings per share (in Baisas)	13	(1.4)	0.9

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES CONSOLIDATED STATEMENT OF CHANGES IN EQUITY **FOR THE YEAR ENDED 31 MARCH 2021**

				I		į I		ĺ				
Total	OMR'000	32,623 (275)	(182)	(457)	(1,200)	30,966	34,604	(158)	19	ı	(2,000)	32,623
Retained earnings	OMR'000	8,349 (275)	ı	(275)	(1,200)	6,874	10,190	1	177	(18)	(2,000)	8,349
Fair value reserve	OMRO'000	(294)	(182)	(182)	ı	(476)	(136)	(158)	(158)	. 1	•	(294)
Legal reserve	OMR'000	4,568	ı	1	ı	4,568	4,550	1	ı	18	1	4,568
Share capital	OMR'000	20,000	ı	•	ı	20,000	20,000	1	1	•	•	20,000
		At 1 April 2020 Loss for the year	Other comprehensive loss for the year	Total comprehensive loss for the year	Dividend paid	At 31 March 2021	At 1 April 2019 Profit for the year	Other comprehensive loss for the year	Total comprehensive income for the year	Transfer to legal reserve	Dividend paid	At 31 March 2020

The notes on pages 42 to 67 form an integral part of these Consolidated Financial Statements.



CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2021

	2021	2020
Notes	OMR'000	OMR'000
Operating activities		
Dividend income and other income	1,279	1,867
Cash paid for administrative expenses and other assets	(320)	(697)
Net cash generated from operating activities	959	1,170
Investing activities		
Purchase of other assets 5	(67)	(106)
Proceeds from disposal of investments	69	6,025
Proceed from disposal of assets 15	3	-
Purchase of investments	(141)	(2,076)
Net cash generated (used in) investing activities	(136)	3,843
Financing activities		
Dividend paid to shareholders	(1,200)	(2,000)
Financing charges 17	(1,117)	(1,022)
Borrowings 10	11,100	8,900
Repayment of borrowings 10	(10,725)	(10,205)
Net cash used in financing activities	(1,942)	(4,327)
Net change in cash and cash equivalents during the year	(1,119)	686
Cash and cash equivalents at beginning of the year	1,182	496
Cash and cash equivalents at end of the year	63	1,182

The notes on pages 42 to 67 form an integral part of these Consolidated Financial Statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

1 General information

Al Anwar Investments SAOG (formerly Al Anwar Holdings SAOG) (the 'Parent Company') is an Omani joint stock company incorporated on 20 December 1994 and registered in the Sultanate of Oman. The business activities of Parent Company and its subsidiary companies (together referred to as the 'Group') include promotion of and participation in a variety of ventures in the financial services, industrial and education sectors in the Sultanate of Oman. The Parent Company's shares are listed on Muscat Securities Market. The Parent company changed its name on 3 January 2021.

2 Investment in subsidiaries

The consolidated financial statements include the financial statements of the Parent Company and its following subsidiaries. All the subsidiaries are incorporated in the Sultanate of Oman.

			Parent Cor	npany
	Principal	Holdings	Carrying	Carrying
	activity		value	value
			2021	2020
		%	OMR'000	OMR'000
Al Anwar Taleem LLC (formerly Al Anwar				
Development LLC)	Education	100	552	524
Al Anwar International Investment LLC	Investment	100	1,340	1,825
Al Anwar Hospitality SAOC	Hospitality	100	486	488
Al Anwar Industrial Investments SAOC	Investment	100	498	500
			2,876	3,337

3 Investment in associates

(a) The consolidated financial statements include the results of the Group's associates as follows. All the associates are incorporated in the Sultanate of Oman:

			Carrying value	Market value
			2021	2021
Name of associates	Principal activity	%	OMR'000	OMR'000
V-14 En SAOC	Manufacture of	Holdings		
Voltamp Energy SAOG	electrical equipment	24.68	4,711	2,250
Al Maha Ceramics SAOG	Manufacture of	24.00	4,/11	2,230
711 Mana Cerannes 5/100	ceramic tiles	23.74	2,718	3,395
The National Detergent Company	Manufacture of			
SAOG	detergents	25.24	4,658	2,885
National Biscuit Industries SAOG	Manufacture of			
	Biscuit	29.22	2,240	1,157
Oman Chlorine SAOG	Manufacture of	22.15	7,583	3,697
1: E1 I G10G	chemicals	22.62	4 501	2.210
Arabia Falcon Insurance SAOG	Insurance	22.62	4,501	2,219
Total Quoted		_	26,411	15,603
Alruwad International Education	Education			
Services SAOC		43.51	4,521	n/a
Hormuz Al Anwar Cement SAOC	Manufacture of			
	cement	40.00	40	n/a
Total Unquoted		_	4,561	n/a_
Total		_	30,972	
1 otai		_	30,972	



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

3. Investment in associates (continued)

Name	Principal activity	% Holdings	Carrying value 2020 OMR'000	Market value 2020 OMR'000
Voltamp Energy SAOG	Manufacture of electrical equipment	24.68	4,932	2,933
Al Maha Ceramics Company SAOG	Manufacture of ceramic tiles	23.74	2,657	2,481
The National Detergent Company SAOG	Manufacture of detergents	25.24	4,649	2,576
National Biscuit Industries SAOG	Manufacture		1,0 15	2,070
	of biscuit	29.22	2,015	1,146
Oman Chlorine SAOG	Manufacture of			
	chemicals	22.15	7,736	4,798
Arabia Falcon Insurance SAOG	Insurance	22.62	4,477	2,383
Total Quoted		_	26,466	16,317
Alruwad International Education Services SAOC	Education	43.51	4,603	n/a
Hormuz Al Anwar Cement SAOC	Manufacture of			
	cement	40.00	40	n/a
Total Unquoted			4,643	n/a
Total			31,109	
		_		

(b) Movement in investments in associates are set out below:

2021	2020
OMR'000	OMR'000
31,109	30,858
(1,081)	(825)
1,085	1,006
(141)	70
30,972	31,109
	31,109 (1,081) 1,085 (141)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

3. Investment in associates (continued)

(c) Total assets, liabilities and revenues of the Group's associates are as follows:

Name	Assets	Liabilities	Revenues	Net profit/	Share in	Share in
	OMR'000	OMR'000	OMR'000	(loss) OMR'000	profit OMR'000	OCI OMR'000
<u>2021</u>						
Voltamp Energy SAOG	41,683	21,112	34,381	(357)	(88)	(33)
Al Maha Ceramics SAOG	13,084	2,784	9,010	1,524	362	(55)
Arabia Falcon Insurance SAOG	73,644	54,175	18,286	1,669	377	(120)
Oman Chlorine SAOG	92,407	63,592	15,597	104	23	12
The National Detergent Company	. , .	,	- /			
SAOG	27,454	13,024	20,396	892	225	-
National Biscuit Industries SAOG	13,486	6,297	13,423	919	268	-
Al Ruwad International Education						
Services SAOC	9,244	4,954	2,651	(190)	(82)	_
Hormuz Al Anwar Cement SAOC	397	297	-	-	-	
Total				-	1,085	(141)
				=	-	<u> </u>
2020						
				0.5		
Voltamp Energy SAOG	52,212	30,926	41,176	962	237	(171)
Al Maha Ceramics SAOG	12,803	3,202	7,440	1,011	241	120
Arabia Falcon Insurance SAOG	62,375	43,424	16,905	1,122	254	120
Oman Chlorine SAOG	92,060	61,624	11,687	(465)	(103)	6
The National Detergent Company	26.021	11 727	10.600	(21	1.57	115
SAOG	26,031	11,727	19,690	621	157	115
National Biscuit Industries SAOG Al Ruwad International Education	11,209	4,789	12,972	873	255	-
Services SAOC	9,836	5,356	2,985	(79)	(35)	
Hormuz Al Anwar Cement SAOC	9,836	3,330	2,903	(218)	(33)	-
Total	o	300	-	(210)	1.006	70
1 Otal				-	1,000	70

At 31 March 2021, the proportional net assets for all associates amounted to approximately OMR 23.8 million (31 March 2020 – OMR 26 million).

During the current year, the Group performed an impairment assessment towards certain investments in associates where objective evidence of impairment was identified. The management believe that the impairment identified is not material to the financial statements as a whole (2020: Nil).



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

4 Investments at fair value

	2021	2020
	OMR'000	OMR'000
Ominvest Perpetual Bonds - 7.75% (i)	7,000	7,070
Dhofar International Development and Investment Holding SAOG (iii)	5,752	6,223
DIDIC Unsecured Subordinated Non-Convertible Bonds- 9% (ii)	1,000	1,000
Bank Dhofar SAOG	951	807
Almondz Global Securities Ltd. (India) (iv)	477	288
Sun Packaging Co. LLC	-	208
Al Ritaj Investment Company KSC (Kuwait)	73	47
Held for trading investments	100	100
	15,353	15,743

- (i) Ominvest perpetual bonds carry interest at the rate of 7.75% per annum for the first five years from June 2019. After that date the interest rate will be reset on agreed formula. The bonds and investments in the amount of OMR 7 million (2020 OMR 7 million) are pledged as securities against borrowings.
- (ii) Dhofar International Development and Investment Holding (DIDIC) bonds carry interest at the rate of 9% per annum.
- (iii) DIDIC is carried at a market value of OMR 5.8 million. The share of net assets at 31 December 2020 is OMR 8.10 Million.
- (iv) Almondz is carried at market value of OMR 477,000. The share of net assets is OMR 943,000.
- (v) At 31 March 2021, quoted investments measured at FVTPL amounted to OMR 12.51 million (31 March 2020 OMR 12.82 million)
- (vi) At 31 March 2021, FVOCI amounted to OMR 2.77 million (31 March 2020 OMR 2.67 million)
- (vii) At 31 March 2021, unquoted investments measured at FVTPL amounted to OMR 73 thousand (31 March 2020: OMR 256 thousand)

Movement in investments at fair value is as follows:

	2021	2020
	OMR'000	OMR'000
At 1 April	15,743	20,225
Purchases during the year	141	2,076
Disposals during the year	(69)	(6,025)
(loss) profit on disposal	(139)	25
Net unrealised (loss) taken to statement of comprehensive income	(282)	(330)
Net unrealised (loss) taken to other comprehensive income	(41)	(228)
At 31 March	15,353	15,743

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

4 Investments at fair value (continued)

Investments at fair value are analysed as follows:

	2021 OMR'000	2020 OMR'000
Banking and investment sector	15,330	15,517
Services sector	17	13
Industrial sector	6	213
	15,353	15,743

Included in the above investment, OMR 477 thousand (2020 - OMR 288 thousand) is quoted investment in India and OMR 73 thousand (2020 - OMR 47 thousand) unquoted investment in Kuwait.

5 Property and other assets

	Freehold land* OMR'000	Furniture and fixtures OMR'000	Vehicle motor OMR'000	Capital work in progress** OMR'000	Total OMR'000
Cost: At 1 April 2020 Additions during the year Disposal during the year	1,948	54 1 (7)	30 - (30)	236 66	2,268 67 (37)
At 31 March 2021	1,948	48		302	2,298
Accumulated depreciation: At 1 April 2020 Charge for the year (note 10 Related to disposal At 31 March 2021	- 5) - - -	49 2 (7) 44	(30)	- - - -	79 2 (37) 44
Net book value: At 31 March 2021	1,948	4		302	2,254
	Freehold land* OMR'000	Furniture and fixtures OMR'000	Motor vehicles OMR'000	Capital work in progress** OMR'000	Total OMR'000
Cost: At 1 April 2019 Additions during the year Disposal during the year	land*	fixtures OMR'000	vehicles	work in progress**	
At 1 April 2019 Additions during the year Disposal during the year At 31 March 2020	land* OMR'000	fixtures OMR'000	vehicles OMR'000	work in progress** OMR'000	OMR'000 2,163 106
At 1 April 2019 Additions during the year Disposal during the year At 31 March 2020 Accumulated depreciation: At 1 April 2019 Charge for the year (note 16)	land* OMR'000 1,948 1,948	fixtures OMR'000 55 - (1) 54	vehicles OMR'000	work in progress** OMR'000	OMR'000 2,163 106 (1) 2,268 78 2
At 1 April 2019 Additions during the year Disposal during the year At 31 March 2020 Accumulated depreciation: At 1 April 2019	land* OMR'000 1,948 1,948	fixtures OMR'000 55 - (1) 54	vehicles OMR'000	work in progress** OMR'000	OMR'000 2,163 106 (1) 2,268

^{*} The freehold land is held by certain Directors of the Parent Company as a beneficial owner of the land. The Parent Company is currently under the process to transfer the land to one of its subsidiaries.

^{**} Capital work in progress represents amounts incurred for the purpose of construction of a 4 star hotel located in Azaiba. The expenditure included consultancy services obtained for drawing and designing of building structure and preparing other technical documents.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

6 Other Receivables and Prepayments

	2021	2020
	OMR'000	OMR'000
Prepayments, dividend and interest receivables	1,227	726
Due from related parties (Note 18)	117	138
	1,344	864

7 Share capital

The authorised share capital of the Parent Company comprises 300,000,000 (2020 - 300,000,000) shares of 100 baisas (2020 - 100 baisas) each. The issued and fully paid-up share capital consists of 200,000,000 shares (2020 - 200,000,000 shares) of 100 baisas (2020 - 100 baisas) each.

At the reporting date, details of shareholders, who own 5% or more of the Parent Company's share capital, are as follows:

	Number of shares held	2021 (%)	Number of shares held	2020 (%)
Fincorp Investment Company LLC	47,356,209	24	47,396,140	24
Brig (Rtd) Masoud Humaid Al Harthy	16,000,000	8	15,241,526	8
Al Khonji Development & Investment LLC	10,837,548	5	10,067,686	5
Al Khonji Invest LLC	9,996,837	5	9,996,569	5
Bank Muscat / OGF / Vision	-	-	14,819,737	7
		42		49

8 Legal reserve

The statutory reserve which is not available for distribution is calculated in accordance with the Commercial Companies Law of the Sultanate of Oman, as amended. The annual appropriation shall be 10% of the profit for the year after tax, until such time the legal reserve amounts to at least one third of the respective issued and paid up share capital of the Parent Company and its subsidiaries.

9 Fair value reserve

The Group has recognised its share of fair value reserve of other comprehensive income of associates. These relate to Voltamp Energy SAOG, Oman Chlorine SAOG and Arabia Falcon Insurance SAOG.

10 Bank borrowings

	2021 OMR'000	2020 OMR'000
Total borrowings (note 21)	18,725	18,350
Current portion of borrowing	(10,150)	(7,725)
Non-Current portion of borrowing	8,575	10,625

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

10 Bank borrowings (continued)

The movement in borrowing is as follows:

	2021 OMR'000	2020 OMR'000
1 April	18,350	19,655
Borrowings obtained during the year	11,100	8,900
Repayment of borrowings during the year	(10,725)	(10,205)
31 March	18,725	18,350

The Parent company has borrowings from four Omani Commercial Banks and one Omani Sharia compliant bank. The borrowings are in the nature of long term and short-term loans. The commercial borrowings carry annual interest rates ranging from 5.5% to 6.5% per annum (2020 – 4.25% to 5.75%). The profit rate is 6.5% for the Sharia compliant borrowings. These borrowing are secured through pledge over investment of the Group in the aggregate amount of OMR 30 million (2020 – OMR 33 million) (note 3 and 4). The Parent Company has overdraft facilities of OMR 700 thousands (2020 - OMR 950 thousands) as at 31 March 2020.

11 Payables

	2021 OMR'000	2020 OMR'000
Accrued expenses	267	59
Employees' end of service benefits (i)	28	55
	295	114
	2021 OMR'000	2020 OMR'000
(i) Employees' end of service benefits		
At 1 April	55	58
Charge for the year (note 16)	7	9
Paid against employees' end of services benefits	(34)	(12)
At 31 March	28	55

12 Net assets per share

Net assets per share is calculated by dividing the net assets attributable to the shareholders of the Parent Company by the weighted number of shares outstanding at the year-end as follows:

	2021 OMR'000	2020 OMR'000
Net assets attributable to the shareholders of the Parent Company	30,966	32,623
Number of shares outstanding at 31 March ('000) Net assets per share (in Baisas)	200,000 155	200,000



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

13 Earnings per share

Basic earnings per share is calculated by dividing the net profit for the year attributable to the shareholders of the Parent Company by the weighted average number of shares outstanding during the year, as follows:

Company by the weighted average number of shares outstanding during the ye	2021 OMR'000	2020 OMR'000
(Loss) / Profit for the year attributable to equity shareholders of Parent Company Weighted average number of shares outstanding as at 31 March ('000) Basic (expense) / earnings per share (in Baisas)	(275) 200,000 (1.4)	177 200,000 0.9
basic (expense) / earnings per snare (in baisas)	(1.4)	0.9
14 Net investment income		
14 Net investment income	2021	2020
	OMR'000	OMR'000
Realised gain on sale of investments		25
Interest income from bonds	638	941
Loss on divestment of Sun Packaging Co. LLC	(139)	-
Fair value loss in local investments	(496)	(201)
Fair value gain / (loss) of foreign investments	214	(129)
Dividend income	37	28
	254	664
15 Other income		
13 Other meome	2021	2020
	OMR'000	OMR'000
Directors sitting fees	26	29
Gain on sale of fixed assets	3	
	29	29
16 Administrative expenses		
	2021	2020
	OMR'000	OMR'000
Employment costs (i)	235	303
Contingency provision	100	-
Fees and subscription	28	31
Office rent and utilities	12	15
Audit fees	12	15
Consultancy fees	8	1
Legal fees	8	10
Meeting and seminar	8	8
Business promotion	7	13
Communication	3	4
Insurance	3	3
Depreciation (note 5)	2	2
Miscellaneous	15	20
	441	425
	441	423

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

16 Administrative expenses (continued)

(i) The analysis of employment cost is as follows:

2021	
OMR'000	OMR'0 00
203	260
21	30
4	4
7	9_
235	303
2021	2020
OMR'000	OMR'000
1,078	977
39	45
1,117	1,022
	2021 OMR'000 1,078 39

18 Related party transactions and balances

The Group enters into transactions with entities in which certain members of the Board of Directors have interest and are able to exercise significant influence. In the ordinary course of business, such related parties provide goods, services and funding to the Group. The Group also provides management services and funding to the related parties. These transactions are entered into on terms and conditions, approved by the Board of Directors.

The compensation to key management personnel for the year comprises:

	2021	2020
	OMR'000	OMR'000
Total employment costs	195	257
Directors' sitting fees	62_	50
	257	307

The Directors' sitting fees and remuneration are subject to the approval of the shareholders at the Annual General Meeting.

The amounts due from related parties are interest free, unsecured and are repayable on demand as follows:

	2021 OMR'000	2020 OMR'000
Hormuz Al Anwar Cement SAOC Al Maha Ceramic Co SAOG	117	117 14
Other related parties	_	7
	117	138



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

19 Taxation

The Company is liable to income tax at the rate of 15% (2019: 15%) on its taxable profits, in accordance with the Income Tax Law of the Sultanate of Oman. For the purpose of determining the tax provision, the net profit for the year has been adjusted for tax purposes. The adjustments are made to certain items relating to expenses and are based on the current understanding of tax provisions and regulations.

(a) Reconciliation is as follows:

	2021 OMR'000	2020 OMR'000
Net (loss)/ profit before taxation	(275)	111_
Tax effect to:		
Tax charge at applicable rates	(41)	17
Non-deductible items	84	47
Deductible items	(209)	(154)
Deferred tax asset not recognised	166	90

The Company has tax losses available for carry forward as at 31 March 2021 of approximately OMR 1,775 thousand (2020 - OMR 665 thousand). The Company is not recognising a deferred tax asset on the basis that the income of the Company is predominantly exempt from income tax and it will not have sufficient future taxable profits against which to utilise the tax losses. The tax losses are subject to expiry under the Oman Income Tax Law.

(b) Status of tax assessments:

The Company's tax assessments have been issued with the Tax Authorities upto 2017. The Board of Directors believe that any additional tax liability likely to arise on the completion of the assessments for the open years, would not be material to the financial position of the Company as at 31 March 2021.

In the recent assessments issued for tax years 2015 to 2017, Tax Authority has disallowed in full finance charges and administrative expenses incurred during these years resulting to a total adjustment in taxable income of RO 839,059 which has further reduced the carry forward losses. The Company disagrees with the Tax Authority's assessment and therefore has filled an objection against these assessments. Although, the Tax Authority has during 2020 rejected the tax objection filed by the Company, the Company has filed an appeal to the Tax Committee which is still in process at the reporting date. Accordingly, the Company did not accrue the additional tax liability of RO 340,124 that may result from open years 2018 to 2020 in case the Tax Authority does not accept the Company's contentions in the appeal and carry out similar adjustments for tax years 2018 to 2020. The Company believes that its accruals for tax liabilities are adequate for all open years based on its assessment of many factors including past experience and interpretations of tax law.

20 Proposed dividends

The Board of Directors have proposed nil cash dividend (2020: 6% amounting OMR 1.2 million).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

21 Financial risk management

(a) Governance framework

The primary objective of the Group's risk and financial management framework is to protect the Group's shareholders from events that hinder the sustainable achievement of the set financial performance objectives. Management recognises the critical importance of having efficient and effective risk management systems in place.

(b) Financial risks

The Group's principal financial instruments are listed and unlisted investments, other receivables and cash and cash equivalents. The main risks arising from the Group's financial instruments are:

- (i) Credit risk;
- (ii) Liquidity risk; and
- (iii) Market risk
 - Price risk.
 - Exchange rate risk;
 - Interest rate risk; and

The Group reviews and agrees policies for managing each of these risks and they are summarised below.

(i) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge an obligation.

Concentration of credit risk arises when a number of counter-parties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic political or other conditions.

For all classes of financial assets held by the Group, the maximum credit risk exposure to the Group is the carrying value as disclosed in these consolidated financial statements at the reporting date.

The table below shows the short-term rating of the banks with which the Group and the Parent Company places funds as published by Moody's Investors Services:

failed as published by Wioody's investors services	Rating	2021 OMR'000	2020 OMR'000
Bank balances	P-1	54	1,173
Bank balances	P-2	6	6
Bank balances	P-3	3	3
		63	1,182
The maximum exposure to credit risk at the report	ing date by type is shown a	s below:	
		2021	2020
		OMR'000	OMR'000
Receivables (excluding prepayments)		1,202	701
Bank balances		63	1,182
		1,265	1,883

Bank balances and receivables are also subject to the impairment requirement of IFRS 9 and were assessed as such and the identified expected credit loss was immaterial.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

21 Financial risk management (continued)

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet bank liabilities when they fall due. Liquidity requirements are monitored on a weekly basis and management ensures that sufficient funds are available to meet any commitments as they arise.

Maturity profiles

The table below summarises the maturity profile of the financial liabilities of the Group based on remaining undiscounted contractual obligations. Repayments for which are subject to notice, are treated as if notice were to be given immediately.

2021	Up to 1 year	Over year	Total
	OMR'000	OMR'000	OMR'000
Bank borrowings (note 10) Payables	10,150	8,575	18,725
	28	267	295
	10,178	8,841	19,020
2020			
Bank borrowings (note 10) Payables	7,725 55 7,780	10,625 59 10,684	18,350 114 18,464

The maturity profiles of Group's financial assets are given below:

2021	Within 1 year OMR'000	Non fixed maturity OMR'000	Total OMR'000
Investment in associates	-	30,972	30,972
Investments at fair value	95	15,258	15,353
Receivables	1,344	-	1,344
Cash and bank balances	632	-	632
	1,502	46,230	48,301
2020			
Investment in associates	-	31,109	31,109
Investment at fair value	-	15,743	15,743
Receivables	864	-	864
Cash and bank balances	1,182	-	1,182
	2,133	46,759	48,898

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

21 Financial risk management (continued)

(iii) Market risk

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual security, or its issuer, or factors affecting all securities traded in the market. The Group limits market risk by maintaining a diversified portfolio and by continuous monitoring of developments in international and local equity and bond markets. In addition, the Group actively monitors the key factors that affect stock and bond market movements, including analysis of the operational and financial performance of investees.

Price risk

Price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Group's equity price risk exposure relates to financial assets and financial liabilities whose values will fluctuate as a result of changes in market prices. The Group's price risk policy requires it to manage such risks by setting and monitoring objectives and constraints on investments, diversification plans, limits on investments in each country, sector and market and careful and planned use of derivative financial instruments.

As at reporting date, the Group has no significant concentration of price risk.

A 10% change in fair value of the Group's quoted financial assets would have impact on equity of approximately OMR 1.5 million (2020 - OMR 1.6 million).

Exchange rate risk

Exchange rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

As at reporting date, the Group is not exposed to any significant exchange rate risk, as the exchange rate for USD is pegged to Rial Omani.

Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group invests in securities that are subject to interest rate risk. Interest rate risk to the Group is the risk of changes in market interest rates reducing the overall return on its interest-bearing securities.

At 31 March 2021, if interest rates at that date had been 100 basis points higher/lower with all other variables held constant, profit for the year would have been lower/higher by OMR 176 thousands (2020 - OMR 182 thousand).



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

21 Financial risk management (continued)

(c) Fair value estimation

The table below analyses financial instruments that are measured subsequent to initial recognition at fair value, by valuation techniques. The different levels have been defined as follows:

Level 1: quoted prices (unadjusted) in active markets;

Level 2: 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); and

Level 3: inputs for the asset or liability that are not based on observable market data.

	Level 1	Level 2	Level 3	Total
	OMR'000	OMR'000	OMR'000	OMR'000
2021				
Financial assets at fair value	15,280		73	15,353
2020				
Financial assets at fair value	15,487		256	15,743

Level 3 investments are investments in shares of unquoted companies and one thinly traded security. The management values the investment using a discounted cashflow method. Management considers that the carrying value of the investment approximate to its fair value as significant portfolio of the underlying assets and liabilities of the investee companies are either fair valued or are in cash and cash equivalents where fair value approximate the carrying value. Therefore, unadjusted net assets value is representative of fair value of the investments.

22 Operational risks

Operational risk is the risk of loss arising from system failure, human error, fraud or external events. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications or can lead to financial loss.

The Group cannot expect to eliminate all operational risks, but by initiating a rigorous control framework and by monitoring and responding to potential risks, the Group is able to manage the risks.

The Group has detailed systems and procedures manuals with effective segregation of duties, access controls, authorisation and reconciliation procedures, staff training and assessment processes etc. with a compliance and internal audit framework. Business risks such as changes in environment, technology and the industry are monitored through the Group's strategic planning and budgeting process.

23 Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong net worth and healthy capital adequacy ratios.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Parent Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Group seeks to optimise the structure and sources of capital to ensure that it consistently maximises returns to the shareholders.

The Group's approach to managing capital involves managing assets, liabilities and risks in a co-ordinated way, assessing shortfalls between reported and required capital levels a regular basis and taking appropriate actions to influence the capital position of the Group in the light of changes in economic conditions and risk characteristics.

The primary source of capital used by the Group is equity shareholders' funds and bank borrowings. The capital requirements are routinely forecast on a periodic basis, and assessed against both the forecast available capital and the expected internal rate of return including risk and sensitivity analyses. The process is ultimately subject to approval by the Board of Directors. The Group has no significant changes in its policies and processes to its capital structure during the year from previous year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

24 Critical accounting estimates and judgements

The preparation of the consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. It also requires management to exercise its judgment in the process of applying the accounting policies.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the year in which the estimates are revised and in any future period affected. Such estimates are necessarily based on assumptions about several factors involving varying, and possibly significant, degrees of judgement and uncertainty and actual results may differ from management's estimates resulting in future changes in estimated liabilities.

(i) Impairment of financial assets

The adoption of IFRS 9 has fundamentally changed the Company's accounting for impairment by replacing IAS 39's incurred loss approach with a forward-looking expected credit loss (ECL) approach. IFRS 9 requires the Company to record an allowance for ECLs for debt financial instrument not held at FVTPL, together with loan commitments and financial guarantee contracts. The allowance is based on the ECLs associated with the probability of default in the next twelve months unless there has been a significant increase in credit risk since origination. If the financial asset meets the definition of purchased or originated credit impaired (POCI), the allowance is based on the change in the ECLs over the life of the asset. Details of the Company's impairment method are disclosed in these consolidated financial statements.

(ii) Classification of financial assets

Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

(iii) Fair value estimation

The valuation techniques for unquoted equity investments make use of estimates such as future cash flows, discount factors, yield curves, current market prices adjusted for market, credit and model risks and related costs and other valuation techniques commonly used by market participants where appropriate.

(iv) Business combinations

To allocate the cost of a business combination management exercises significant judgment to determine identifiable assets and liabilities and contingent liabilities whose fair value can be reliably measured, to determine provisional values on initial accounting and final values of a business combination and to determine the amount of goodwill and the Cash Generating Unit to which it should be allocated.

(v) Impact of COVID -19

On 11 March 2020, the World Health Organization (WHO) made an assessment that the outbreak of a Coronavirus (COVID-19) can be characterised as a pandemic. In addition, oil prices significantly dropped between January to March 2020 because of a number of political and economic factors. As a result, businesses have seen reduced customer traffic and, where governments mandated, temporary suspension of travel and closure of recreation and public facilities.

To alleviate the negative impact of the COVID-19 pandemic, the Government, Central Bank of Oman and other independent jurisdictions and regulators have taken measures and issued directives to support businesses and the economy at large, including extensions of deadlines, facilitating continuation of businesses through social-distancing and easing pressure on credit and liquidity in the country.

These conditions are considered significant and impacted the economic and risk environment in which the Group operates. The situation, including the government and public response to the challenges, continues to progress and rapidly evolve.

The outbreak could have a continued adverse impact on economic and market conditions and trigger a period of global economic slowdown, which has depressed the Group's investments at fair value (note 4).

The Group's associates and subsidiaries have also been impacted by Covid -19. The impact is captured in the share of profit of the respective associate and subsidiary.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

24 Critical accounting estimates and judgements (continued)

(v) Impact of COVID -19 (continued)

Although the Group cannot estimate the length or gravity of the impact of the COVID - 19 outbreak at this time, if the pandemic continues, it may have an adverse effect on the Group's results of future operations, financial position and liquidity in the fiscal year 2022.

(vi) Impairment of investment in associate

The Group recognises impairment on its investment in associate if, and only if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. The Group's management applies judgement in assessing such event. It may not be possible to identify a single, discrete event that caused the impairment. Rather, the combined effect of several events may have caused the impairment rather than any discrete event. Amongst other, such event include financial difficulty of associate or any significant changes in the technological, market, economic or legal environment in which the associate operates which indicates that the cost of the investment in the equity instrument may not be recovered. A decline in the quoted market price of the associate is not, of itself, is considered as an evidence of impairment by management, although it may be evidence of impairment when considered with other available information. The estimate and judgement involved in determination of impairment is mentioned in note "Impairment of non-financial assets" below.

(vii) Impairment of non – financial assets

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to investment in associate. The key assumptions used to determine the recoverable amount for the different CGUs, including a sensitivity analysis, are disclosed and further explained in Note 3.

25 Summary of significant accounting policies

The consolidated financial statements have been prepared based upon conditions existing as at 31 March 2021.

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to each of the years presented in these consolidated financial statements, unless otherwise stated.

25.1 Basis of preparation

- (a) These consolidated financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), the relevant requirements of Commercial Companies Law of the Sultanate of Oman, as amended and the Capital Market Authority.
- (b) These consolidated financial statements for the year ended 31 March 2021 comprise the Parent Company and its subsidiaries (together "the Group") and the Group's interest in associates.
- (c) These consolidated financial statements have been prepared under the historical cost convention, as modified by investments measured at fair value.
- (d) The preparation of these consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to these consolidated financial statements are disclosed in note 24.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.1 Basis of preparation (continued)

(e) Functional and presentation currency

Items included in the consolidated financial statements of the Group are measured and presented in Rial Omani being the currency of the primary economic environment in which the Parent company operates, which is the Parent's functional and presentation currency. All financial information presented in Rial Omani has been rounded to the nearest thousand unless otherwise stated.

(f) Transactions and balances

Transactions in foreign currencies are translated into Rial Omani and recorded at the foreign exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Rial Omani at the foreign exchange rates ruling at the reporting date. Foreign exchange differences arising on translation are recognised in the consolidated statement of comprehensive income. Non-monetary assets and liabilities denominated in foreign currencies are translated into Rial Omani at the foreign exchange rates ruling at the date of the transaction. Translation differences on non-monetary financial assets and liabilities are recognised in the consolidated statement of comprehensive income as part of the fair value gain or loss. Translation differences on non-monetary financial assets measure at fair value, such as equities classified as available for sale, are included in other comprehensive income.

25.2 New and amended standards and interpretations

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2020, except for the adoption of standards effective as of 1 April 2020.

The following new standards and amendments became effective as at 1 April 2020:

- Amendments to IFRS 3 Business Combinations
- Amendments to IFRS 7, IFRS 9 and IAS 39 Interest Rate Benchmark Reform
- Amendments to IAS 1 and IAS 8: Definition of Material
- Conceptual Framework for Financial Reporting issued on 29 March 2018
- IBOR Transition (Interest Rate Benchmark Reforms Phase 1)

Amendments to IAS 1 and IAS 8 Definition of Material

The amendments provided a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the consolidated financial statements of, nor is there expected to be any future impact to the Group.

The above standards do not have an impact on the financial statements of the Company. The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.3 Standards issued but not yet effective

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

- IFRS 17 Insurance Contracts (not applicable to the Company)
- Amendments to IAS 1: Classification of Liabilities as Current or Non-current
- Reference to the Conceptual Framework Amendments to IFRS 3
- Property, Plant and Equipment: Proceeds before Intended Use Amendments to IAS 16
- Onerous Contracts Costs of Fulfilling a Contract Amendments to IAS 37
- IFRS 1 First-time Adoption of International Financial Reporting Standards Subsidiary as a first-time adopter
- IFRS 9 Financial Instruments Fees in the '10 per cent' test for derecognition of financial liabilities
- IAS 41 Agriculture Taxation in fair value measurements
- Amendments to IFRS 16 Covid-19 Related Rent Concessions

The amendments to the definition of material is not expected to have a significant impact on the Company's financial statements.

25.4 Basis of consolidation

(a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquired entity and the equity interests issued by the Group. Acquisition-related costs are expensed as incurred. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and the fair value of non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss.

Inter-company transactions, balances, income and expenses on transactions between the Group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognised in assets are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognised in the consolidated statement of comprehensive income. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.4 Basis of consolidation (continued)

(b) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights and significant representation on the Board of associate. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to consolidated statement of comprehensive income where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the consolidated statement of comprehensive income, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to 'share of profit/(loss) of an associate' in the consolidated statement of comprehensive income. Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

The consolidated financial statements comprise those of the Parent Company drawn up to 31 March and its subsidiaries and associates drawn up to 31 December of preceding year using consistent accounting policies. Adjustments are made for the effects of significant transactions or other events, if any that occur in the associates and the subsidiaries during the intervening period.

25.5 Financial assets

25.5.1 Classification of financial asssets and financial liabilities

IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost (AC), fair value through other comprehensive income (FVOCI) and fair value through profit or loss (FVTPL). IFRS 9 classification is generally based on the business model in which a financial asset is managed and its contractual cash flows.

IFRS 9 largely retains the existing requirements of IAS 39 for the classification of financial liabilities with the exception of the treatment of the gains and losses from the Company's own credit, which arise where the Company has chosen to measure a liability at fair value through profit or loss, these gains and losses are recognised in other comprehensive income. There continue to be two measurement categories for financial liabilities: fair value and amortised cost.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.5.1 Classification of financial assets and financial liabilities (continued)

a) Initial recognition

Financial assets and liabilities are initially recognised on the trade date. The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from the amount. Trade receivables are measured at the transaction price. The Day 1 gain or loss is recognised when the fair value of financial instruments at initial recognition differs from the transaction price.

b) Day 1 profit or loss

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in net trading income. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

c) Measurement categories of financial assets and liabilities

The Group classifies all of its financial assets based on the business model for managing the asset's contractual terms, measured at either:

- Amortised cost;
- Fair value through other comprehensive income (FVOCI); or
- Fair value through profit or loss (FVTPL)

The Group classifies and measures its derivative and trading portfolio at FVTPL. The Company may designate financial instruments at FVTPL, if so doing eliminates or significantly reduces measurement or recognition inconsistencies.

Financial liabilities, other than loan commitments and financial guarantees, are measured at amortised cost or at FVTPL when they are held for trading and derivative instruments or the fair value designation is applied.

Financial instruments – initial recognition

a) Financial investments at amortised cost

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

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.5.1 Classification of financial assets and financial liabilities (continued)

c) Measurement categories of financial assets and liabilities (continued)

The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the key management personnel
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed
- How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected)

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realised in a way that is different from the original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

The SPPI test

As a second step of its classification process the Group assesses the contractual terms of financial to identify whether they meet the SPPI test. Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de-minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

b) Debt instruments at FVOCI

The Group applies the new category under IFRS 9 of debt instruments measured at FVOCI when both of the following conditions are met:

- The instrument is held within a business model, the objective of which is achieved by both collecting contractual cash flows and selling financial assets
- The contractual terms of the financial asset meet the SPPI test

FVOCI debt instruments are subsequently measured at fair value with gains and losses arising due to changes in fair value recognised in OCI. Interest income and foreign exchange gains and losses are recognised in profit or loss in the same manner as for financial assets measured at amortised cost. On derecognition, cumulative gains or losses previously recognised in OCI are reclassified from OCI to profit or loss.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.5.1 Classification of financial assets and financial liabilities (continued)

c) Equity instruments at FVOCI

Upon initial recognition, the Company occasionally elects to classify irrevocably some of its equity investments as equity instruments at FVOCI when they meet the definition of definition of Equity under IAS 32 Financial Instruments: Presentation and are not held for trading. Such classification is determined on an instrument-by-instrument basis.

Gains and losses on these equity instruments are never recycled to profit. Dividends are recognised in profit or loss as other operating income when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

d) Financial assets and financial liabilities at fair value through profit or loss

Financial assets and financial liabilities in this category are those that are not held for trading and have been either designated by management upon initial recognition or are mandatorily required to be measured at fair value under IFRS 9. Management only designates an instrument at FVTPL upon initial recognition when one of the following criteria are met. Such designation is determined on an instrument-by-instrument basis:

The designation eliminates, or significantly reduces, the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognising gains or losses on them on a different basis;

The liabilities are part of the group financial liabilities (or financial assets, or both under IAS 39), which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management or investment strategy; or

The liabilities containing one or more embedded derivatives, unless they do not significantly modify the cash flows that would otherwise be required by the contract, or it is clear with little or no analysis when a similar instrument is first considered that separation of the embedded derivative(s) is prohibited

Financial assets and financial liabilities at FVTPL are recorded in the consolidated statement of financial position at fair value. Changes in fair value are recorded in profit and loss with the exception of movements in fair value of liabilities designated at FVTPL due to changes in the Company's own credit risk. Such changes in fair value are recorded in the Own credit reserve through OCI and do not get recycled to the profit or loss. Interest earned or incurred on instruments designated at FVTPL is accrued in interest income or interest expense, respectively, using

The EIR, taking into account any discount/ premium and qualifying transaction costs being an integral part of instrument. Interest earnt on assets mandatorily required to be measured at FVTPL is recorded using contractual interest rate. Dividend income from equity instruments measured at FVTPL is recorded in profit or loss as other operating income when the right to the payment has been established.

25.5.2 Derecognition

(a) Financial assets

Financial assets are derecognised when the right to receive cash flows from the assets has expired or when the Company has transferred its contractual right to receive cash flows from the financial assets and either:

- substantially all the risks and rewards of the ownership have been transferred, or
- substantially all the risks and rewards have not been transferred but control has been transferred.

(b) Financial liabilities

Financial liabilities are derecognised when these are extinguished, that is when the obligation is discharged, cancelled or expired.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.5.3 Impairment of financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Group uses to determine that there is objective evidence of an impairment loss include:

- significant financial difficulty of the issuer or obligor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- granting to the borrower a concession that the lender would not otherwise consider;
- it becomes probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio, including:
 - (i) adverse changes in the payment status of borrowers in the portfolio; and
 - (ii) national or local economic conditions that correlate with defaults on the assets in the portfolio.

(a) Assets carried at amortised cost

The Group first assesses whether objective evidence of impairment exists.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated statement of comprehensive income.

If, in a subsequent year, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the consolidated statement of comprehensive income.

25.6 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indications exist then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs to sell. In assessing the 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.

Impairment losses recognised in prior years are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Any impairment loss on goodwill is recognised immediately as an expense and is not subsequently reversed.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.7 Offsetting

Financial assets and financial liabilities are only offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to set off the recognised amounts and the Group intends to either settle on a net basis, or to realise the asset and settle the liability simultaneously.

25.8 Property and other assets

Property and other assets are stated at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of property and equipment is their purchase price together with expenditures those are directly attributable to acquisition. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the consolidated statement of comprehensive income during the financial year in which these are incurred.

Depreciation is charged to the consolidated statement of comprehensive income on a straight-line basis over the estimated useful lives of each class of property and other assets except land. The estimated useful lives are as follows:

	Years
Furniture and fixtures	4
Motor vehicles	4

The assets' residual values and useful lives are reviewed and adjusted, if appropriate, at the end of each reporting year.

Where the carrying amount of an asset is greater than its estimated recoverable amount it is written down immediately to its recoverable amount.

Gains and losses on disposals of property and other assets are determined by reference to their carrying amounts, are recognised within 'other income' and are included in the consolidated statement of comprehensive income.

25.9 Cash and cash equivalents

For the purpose of the consolidated cash flow statement, bank balances, including term deposits with a maturity of three months or less from the date of placement, are considered to be cash equivalents.

25.10 End of service benefits

End of service benefits are accrued in accordance with the terms of employment of the Group's employees at the reporting date, having regard to the requirements of the Oman Labour Law 2003 as amended, and in accordance with IAS-19, "Employee benefits". Employee entitlements to annual leave and leave passage are recognised when they accrue to employees and an accrual is made for the estimated liability arising as a result of services rendered by employees up to the reporting date. These accruals are included in current liabilities, while that relating to end of service benefits is disclosed as a non-current liability.

Contributions to a defined contribution retirement plan and occupational hazard insurance for Omani employees in accordance with the Omani Social Insurances Law of 1991 are recognised as an expense in the consolidated statement of comprehensive income as incurred

25.11 Payables

Liabilities for payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. These are recognised for amount to be paid for goods or services received, whether or not billed to the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.12 Provisions

Provisions are recognised when the Group has a present (legal or constructive) obligation as a result of past events; it is probable that an outflow of economic resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

25.13 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the consolidated statement of financial position date. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of comprehensive income over the period of the borrowings using effective interest rate.

Term loans are carried on the consolidated statement of financial position at their principal amount. Instalments due within one year are disallowed as a current liability. Interest is charged as an expense as it accrues, with unpaid amounts included in payables.

Short-term loans are carried on the consolidated statement of financial position at their principal amount. Interest is charged as an expense as it accrues, with unpaid amounts included in trade and other payables.

25.14 Share capital

Shares are classified as equity when there is no obligation to transfer cash or other assets. Incremental costs directly attributable to new shares are shown in equity as a deduction, net of tax, from the proceed.

25.15 Revenue

- Share of profit / (loss) from associates are recognised on the basis of their declared results.
- Interest income is recognised on a time proportion basis using the effective interest rate method.
- Interest on perpetual bounds is recognised on receipt.
- Dividend income from financial assets at fair value through profit or loss and available for sale investments is
 recognised in the consolidated statement of comprehensive income when the company's right to receive
 payment is established.
- Unrealised gain / (loss) in the value of financial assets at fair value represents the difference between the present market value and the carrying amount of the assets determined on individual scrip basis using weighted average cost of securities and is taken to the consolidated statement of comprehensive income.
- Realised gains / (losses) on financial assets at fair value are recognised and taken to the consolidated statement of comprehensive income in the year of disposal of related securities.

25.16 Income tax

Income tax on the results for the year comprises of current and deferred tax. Tax expense is recognised in the consolidated statement of comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised directly in equity.

Current tax charge recognised in the consolidated statement of comprehensive income is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided, using the liability method, for all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Deferred tax is measured at the tax rates that are enacted currently and are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantially enacted by the reporting date.



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 MARCH 2021

25.16 Income tax (continued)

A deferred tax asset in respect of tax losses carried forward is recognised where it is probable that future taxable profits will be available against which these tax losses can be reversed. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

25.17 Directors' remuneration

The directors' remuneration is governed by the Commercial Companies Law and the rules prescribed by the Capital Market Authority.

25.18 Earnings per share

The Parent Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Parent Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

25.19 Dividend distribution

Dividend distribution to the Parent Company's shareholders is recognised as a liability in the consolidated financial statements in the year in which the dividends are approved by the Parent Company's shareholders.

25.20 Operating segment

The Group does not have any operating segment.

25.21 Fair values

A number of accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. The Group measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Level 1: Quoted market price (unadjusted) in an active market.
- Level 2: Valuation techniques based on observable inputs. This category includes instruments valued using quoted market prices in the active market for similar instruments, quoted market prices for identical or similar instruments in markets that are considered less than active or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
- Level 3: Valuation techniques using significant unobservable inputs. This category includes instruments that are valued based on quoted prices of similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

The face values less any estimated credit adjustments for financial assets and financial liabilities with a maturity of less than one year are assumed to approximate their fair values.

For investments traded in organised financial markets, fair value is determined by reference to stock exchange quoted market bid prices at the close of business on the reporting date, adjusted for transaction costs necessary to realise the asset.

The fair value of investments that are not traded in an active market is determined by using estimated discounted cash flows or other valuation techniques.

The fair values of other financial and non-financial assets and liabilities at year end approximate their carrying amounts as stated in the consolidated statement of financial position.

PARENT COMPANY SEPARATE STATMENTS FINANCIAL POSITION AT 31 MARCH 2021

	2021 OMR'000	2020 OMR'000
ASSETS		
Investment in subsidiaries	2,876	3,336
Investment in associates	29,915	30,060
Investments at fair value	8,598	8,518
Property and other assets	1,951	1,952
Other receivables and prepayments	7,306	6,817
Cash and bank balances	53	670
TOTAL ASSETS	50,699	51,353
EQUITY		
Share capital	20,000	20,000
Legal reserve	4,517	4,517
Fair value reserve	(475)	(291)
Retained earnings	6,924	8,397
Total Equity	30,966	32,623
LIABILITIES		
Bank borrowings	18,725	18,350
Payables	1,008	380
Total Liabilities	19,733	18,730
TOTAL EQUITY AND LIABILITIES	50,699	51,353
Net assets per share (in Baisas)	155	163

The separate financial statements were authorised for issue in accordance with a resolution of the Board of Directors on 10 June 2021.



PARENT COMPANY SEPARATE STATMENTS COMPREHENSIVE INCOME AT 31 MARCH 2021

	2021 OMR'000	2020 OMR'000
Share of results of associates	996	893
Share of results of subsidiaries	(248)	30
Net investment income	442	970
Other income	29	24
Net unrealised fair value gain / (loss) on financial assets	145	(285)
Net income	1,364	1,632
Administrative expenses	(435)	(424)
Finance cost	(1,117)	(1,022)
Corporate social responsibility expenses	(23)	(25)
Director fees and remuneration	(62)	(50)
Total expenses	(1,637)	(1,521)
(Loss) / profit for the year	(273)	111
Other comprehensive expense		
Share of other comprehensive (loss) / gain of associates	(115)	54
Net unrealised fair value gain / (loss) on financial assets	143	(209)
Share of other comprehensive (loss) / gain of subsidiaries	(212)	181
Other comprehensive (loss) / gain for the year	(184)	26
Total comprehensive (loss) / gain for the year	(457)	137
(Expense) / earnings per share (in Baisas)	(1.4)	0.6

Al Anwar Investments Manufacturing Cluster









Cerain Key Information

OMR 163 Million

Total Gross Fixed Assets of the 5 companies

OMR 93 Million

Total Revenues of the 5 companies

1,800

Total Employee Strenght of the 5 companies







Group Structure



