الأنوار للإستثمارات ش م ع ع

Al Anwar Investments SAOG

ANNUAL REPORT 2025

His Majesty
Sultan Haitham bin Tarik

01 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

02 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 & sustainable Business Model.
- Enhancing Corporate Governance & ensuring adequate systems & procedures.
- Focusing on execution & operational excellence.

03 Our Core Values

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

الأنوار للإستثمارات ش م ع ع

Al Anwar Investments SAOG

Annual Report 2024 - 25

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

CONTENT

Board of Directors

Masoud Humaid Al Harthy
Chairman

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

Abdulredha Mustafa Sultan
Director & Chairman
Audit Committe

Qaboos Abdullah
Al Khonji
Director

H.H. Sayyid
Fahar Bin Fatik Al Said
Director

Faisal Mohamed
Al Yousef
Director

Abdullah Salim
Al Khayari
Director

Company Management

Khalid Abdullah Al Eisri
Chief Executive Officer

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

Mubarak Said Al Ghazali
Manager - Administration & Compliance

Ahmed Ibrahim
Assistant Finance Manager

Mohammed jaseem
Investment Analyst

Juhaina Yaqoob Al Mashari
Finance Affair

Zainab Khamis Al Sharji
Administration affairs

Directors' Report

For The Year Ended 31st March, 2025

Dear Shareholders,

On behalf of the Board of Directors, I have great pleasure in welcoming you to the 31st Annual General Meeting of Al Anwar Investments SAOG (AAI). I take this opportunity to place before you the Annual Report on the activities and performance of your company for the financial year ended 31st March 2025.

Overview of the Group results

The Company reported a consolidated net profit of OMR 2,385,000 for year ended on 31st March 2025 as against a profit of OMR 532,000 for the year ended on 31st March 2024, an improvement of 348%, primarily due to higher Share of Profit (SoP) from associate companies, realized gains on the sale of investments and dividend from investments classified as Fair Value. The total comprehensive Income for the year ended on 31st March 2025 was OMR 1,657,000 as against last year's OMR 1,568,000, an improvement of 6%.

Following the successful completion of a rights issue amounting to OMR 5.0 million, shareholders' equity stood at OMR 37.4 million as of 31st March 2025. Debt/ Equity ratio is a 0.77 as compared to 0.49 in the previous year. Net assets per share as at 31st March 2025 is 130 baizas per share as against 155 baizas for the previous year, declined due to issue of right issue at 0.065, discount to the book value.

Dividends

The company's accumulated profits (retained earnings) as of 31st March 2025, are OMR 4.8 million. The Board of Directors recommends a cash Dividend of 4% (Last year: 5%) and Stock Dividend of 4% (last year: 3%) for the approval of shareholders.

Financial statements

The audited consolidated financial statements presented includes the following:

1- The results of Subsidiary Companies for the year ended 31st December, 2024 of the following:

a) Al Anwar International Investment LLC, 100% subsidiary;
b) Al Anwar Taleem LLC, 100% subsidiary
c) Al Anwar Hospitality SAOC, 100% subsidiary;
d) Al Anwar Industrial Investments SAOC, 100% subsidiary.

2- The share of profit/ (loss) of Associate Companies for the year ended 31st December, 2024 (Al Ruwad International Education Services SAOC up to 31st January 2025) in which AAI owns between 20% and 50% of share capital or has significant influence.

3- Dividends from investments classified at Fair Value.

4- Realized and unrealized gains / losses from investment classified at Fair Value.

Performance of Investments

Associates

1. Al Maha Ceramics SAOG (AMC)

AAI Stake

18.74 %

AMC reported revenue of OMR 4,928,826 for the year ended 31st December 2024, compared to OMR 5,707,121 in the previous year - a decrease of 13.6%. The net loss after tax for the year was OMR (1,464,824), compared to a net loss of OMR (1,120,593) in the corresponding period last year.

AMC has written off its entire investment in Al Hael Ceramics. As per notification dated 24th April 2025, effective from 29th May 2025, Sultanate of Oman has imposed antidumping duty on all Ceramic and Porcelain products coming from India and China with some exceptions. It is expected that it will help the company to increase its sales in Oman.

2. Voltamp Energy SAOG (VE)

AAI Stake

24.68 % To 15 %

VE reported revenues of OMR 41,552,772 for the year ended 31st December 2024, compared to OMR 30,512,671 in the previous year, an improvement of 36%. The company reported a net profit attributable to shareholders of the Parent Company of OMR 5,281,005, significantly higher than OMR 816,510 of previous year. This is mainly on account of strategic emphasis on expanding its portfolio with premium, value-driven products and boosting exports by entering new markets.

AAI divested a 9.68% stake in Voltamp during the year, realizing a profit of OMR 1,357,000 from the transaction. Despite the partial disposal, AAI continues to classify Voltamp as an associate due to its sustained significant influence over the company.

3. Arabia Falcon Insurance Company SAOG (AFIC)

AAI Stake

22.62 %

Arabia Falcon Insurance التأمين العربية فالكون

AFIC recorded insurance revenue of OMR 21,761,637 for the year ended 31st December 2024, compared to OMR 20,973,982 in the previous year, an improvement of 3.8%. The net profit after tax rose to OMR 1,585,328, from OMR 741,594 of previous year, an improvement of 114%, primarily driven by improved technical results. The company's performance remains well-aligned with overall market trends, reinforcing its position as a stable and growing insurer in the sector.

4. Al Ruwad International for Education Services SAOC

AAI Stake 43.51%

The Company has reported lower revenue and a loss for the twelve months period ended on 31st January 2025 as compared to loss of last year. This is primarily due to lower number of students enrolled in the school during academic year.

5. National Biscuits Industries Ltd. SAOG (NABIL)

AAI Stake 29.22 %

NABIL reported revenue of OMR 19,459,000 for the twelve months period ended on 31st December 2024 as against OMR 16,453,000 of last year, an improvement of 18% from last year. The net profit for the period was OMR 993,000 as against OMR 601,000 for the same period of last year, an improvement of 65%. The growth in both revenue and profitability are attributed to the company's expanded geographical coverage and successful launch of new products in the premium segment.

6. National Detergent Co. SAOG (NDC)

AAI Stake **25.24 %**

NDC reported revenues of OMR 24,519,448 for the year ended 31st December 2024, compared to OMR 21,180,627 in the previous year, an improvement of 16%.

The company reported a net profit of OMR 1,393,616 as compared to OMR 657,519 recorded in the previous year, an improvement of 112%. The overall growth is primarily because of higher domestic sales, product mixes and favorable raw material prices.

7. Oman Chlorine SAOG (OC)

AAI Stake **22.11 %**

Oman Chlorine Group has reported revenue of OMR 34,423,834 for the year ended 31st December 2024 as compared with OMR 32,174,460 in the previous year, a growth of 7%. The net profit (Attributable to Parent Company Shareholders) for the period is OMR 1,529,770 as compared to profit of OMR 1,968,036 in the previous period, a decline of 22%.

Other significant investments

1. National Bank of Oman SAOG (NBO)

In line with the Board approved strategy, Al Anwar has acquired an equity stake of 4.01% in NBO. The investment is classified at fair value. As of 31st December 2024, National Bank of Oman (NBO) reported a net profit of OMR 63.06 million, an 8.7% increase from the previous year. Gross loans and advances increased to OMR 4.09 billion, reflecting a growth of 11.7 per cent over last year. Customer deposits as of 31 December 2024 are at OMR 4.13 billion, recording a strong growth of 14.4 per cent over last year.

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

AAI has an equity stake of 6.84% in DIDIC at carrying value of OMR 6,763,787 as at 31st March 2025. The investment is classified at fair value. As of 31st December 2024, DIDIC reported a net profit of OMR 8.29 million, reflecting a 6.8% increase from the previous year's OMR 7.76 million. This growth was primarily driven by improved performance in key associate companies and a reduction in unrealized losses on financial assets.

3. Bank Dhofar SAOG

AAI has an equity stake of 1.51% in Bank Dhofar at carrying value of OMR 6,489,687 as at 31st March 2025. The investment is classified at fair value. Bank Dhofar reported a net profit of OMR 43.61 million for 2024, up 12.5% from the previous year. Key financial highlights include a 3.0% increase in net interest income, 8.6% growth in total assets to OMR 5.09 billion, and a 14.1% rise in customer deposits.

Omanisation

AAI has always been fully committed of recruiting and training Omani employees and developing and promoting the local talent. AAI Omanisation level at 31st March 2025 is 57%.

Outlook

In 2024, Standard & Poor's upgraded Oman's credit rating from "BBB-" to "BB+" with a stable outlook. This upgrade marks Oman's return to investment-grade status after nearly seven years, reflecting significant improvements in public finances, fiscal discipline, and economic reforms.

AAI has maintained a prudent and active approach towards managing its investment portfolio. Our objective this year is to:

- Continue to support and pro-actively manage our investment companies and,
- Take advantage of investment opportunities available in the market.

We are confident that AAI 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.

Acknowledgement

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. The Board records its sincere appreciation to Ministry of Commerce and Industry and Investment Promotion, Financial Services Authority, Muscat Stock Exchange, Banks, Auditors for their continued support.

I would also like to express my sincere appreciation to the Board of Directors of all our portfolio investment 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 our portfolio investment companies.

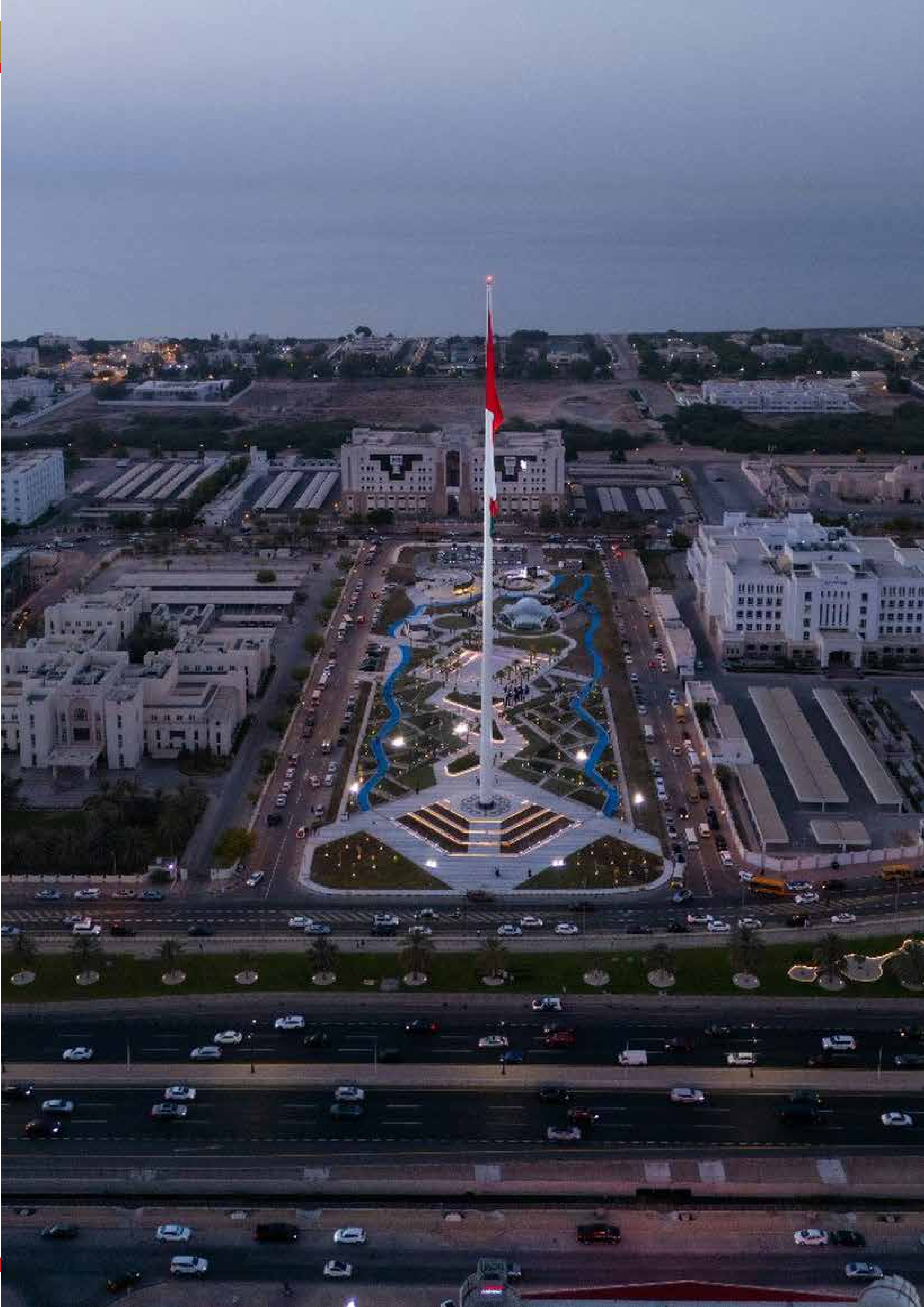
I would also like to convey my sincere thanks to the Shareholders of Al Anwar Investments SAOG for the confidence they have reposed in the company and its Board.

For & on behalf of the Board of Directors of

Al Anwar Investments SAOG

Masoud Humaid Al Harthy

Chairman



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Sultanate of Oman

AGREED-UPON PROCEDURES REPORT ON CODE OF CORPORATE GOVERNANCE TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG

Purpose of this Agreed-Upon Procedures Report

Our report is solely for the purpose of assisting Al Anwar Investments SAOG ("the Company") in determining whether the Company is compliant with the Code of Corporate Governance (the "Code") of the Financial Services Authority ("FSA"), as prescribed in the Circular No. E/10/2016 dated 1 December 2016 and may not be suitable for another purpose.

Responsibilities of the Company

The Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement.

The Company (also the Responsible Party) is responsible for the subject matter on which the agreed-upon procedures are performed.

Practitioners' Responsibilities

We have conducted the agreed-upon procedures engagement in accordance with the International Standard on Related Services (ISRS) 4400 (Revised), *Agreed-Upon Procedures Engagements*. An agreed-upon procedures engagement involves our performing the procedures that have been agreed with the Company and, reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness or sufficiency of the agreed-upon procedures.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion.

Had we performed additional procedures, other matters might have come to our attention that would have been reported.

Professional Ethics and Quality Management

We have complied with the ethical and independence requirements in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements* and, accordingly, maintains a comprehensive system of quality management including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

AGREED-UPON PROCEDURES REPORT ON CODE OF CORPORATE GOVERNANCE
TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG (CONTINUED)

Procedures and Findings

We have performed the procedures described below, which were agreed upon with the Company in the terms of our engagement letter on the compliance with the requirements of the Code and report to you the findings resulting from our work:

S. No	Procedures	Findings
(a)	We obtained the Corporate Governance Report ("the Report") issued by the Board of Directors and compared it to Annexure 3 of the Code to determine whether the Report includes as a minimum, all items suggested by the FSA in Annexure 3.	No exceptions were noted.
(b)	We obtained the details regarding the areas of non-compliance with the Code identified by the Company's Board of Directors, included in the Report in the section "Details of non-compliance by the Company.", together with the reasons for such non-compliance for the year ended 31 March 2025.	No exceptions were noted.

BDO

Muscat
10 June 2025

دي او ش.م.م
BDO LLC
P.O.Box: 1176
PC: 112, Ruwi
Sultanate of Oman
Public Accountants & Management Consultants

Manvinder Singh
Partner
M. No: 400961
ICAI, India

Report on Corporate Governance

For the year ended 31 March 2025

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 (AAI), 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 Financial Services Authority (FSA) Code of Corporate Governance for Public Listed Companies (the "Code") and other rules and guidelines issued by the FSA from time to time.

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

2. Composition of the Board of Directors

Al Anwar 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 and Regulation for Public Joint Stock Companies. The members were elected to the Board at the Annual General Meeting held on 26 June 2024 for a term of 3 years. Board composition as on 31 March 2025 are as follow:

Director	Position	Independent /Non-Independent
Brig. (Rtd.) Masoud Humaid Al Harthy	Chairman	Non-Independent
Dr. Shabir Moosa Al Yousef	Deputy Chairman	Non-Independent
Mr. Abdulredha Mustafa Sultan	Director	Independent
Mr. Qaboos Abdullah Al Khonji	Director	Non-Independent
H.H. Fahar Bin Fatik Al Said	Director	Independent
Mr. Faisal Mohamed Al Yousef	Director	Non-Independent
Mr. Abdullah Salim Al Khayari	Director	Independent

3. Board Meetings

The Board met seven times during the year. The meetings were held on 2 April 2024, 27 May 2024, 26 June 2024, 5 August 2024, 17 September 2024, 6 November 2024, 13 February 2025 and its continuation meeting on 23 March 2025.

Sr.	Name of the Director	Position	AGM Held on 22.06.2023	Number of meetings attended			Number of Directorship in other listed companies
				Board	NREC	AC	
1	Brig. (Rtd.) Masoud Humaid Al Harthy	Chairman	Present	7	-	-	1
2	Dr. Shabir Moosa Al Yousef	Dy. Chairman & Chairman NR&EC	Present	7	6	-	3
3	Mr. Abdulredha Mustafa Sultan	Director & Chairman AC	Present	7	-	4	1
4	Mr. Qaboos Abdullah Al Khonji	Director and NR & EC Member	Present	7	6	-	2
5	H.H. Fahar Bin Fatik Al Said	Director & AC Member	Present	7	-	4	1
6	Mr. Faisal Mohamed Al Yousef	Director and NR & EC Member	Present	7	4	1	1
7	Mr. Abdullah Salim Al Khayari *	Director &AC Member	-	5	-	3	1
8	Sheikh Mohamed Abdullah Al Rawas **	Director and NR & EC Member	Present	2	2	-	-

(*) Elected in the election held on 26 June 2024
(**) Member till the election held on 26 June 2024

The Meeting attendance fees paid to the members for each meeting attended is as follows with a cap of maximum RO 10,000 per member:

Chairman – OMR 2,000, Deputy Chairman – OMR 1,600, Other Members – OMR 1,500

4. Board Committees

Nomination, Remuneration & Executive Committee (NR&EC)

- NR & EC is a sub-committee of the Board consists of following three directors:

Dr. Shabir Moosa Al Yousef	**Chairman**
Mr. Qaboos Abdullah Al Khonji	**Member**
Mr. Faisal Mohamed Al Yousef	**Member (From 26 June 2024)**
Sheikh Mohamed Abdullah Al Rawas	**Member (Till 26 June 2024)**

- The NR&EC is delegated powers and authority to facilitate the smooth running of the operations of the Company and exercise all 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 met six times during the year on 26 May 2024, 23 June 2024, 24 July 2024, 8 September 2024, 4 November 2024 and 12 February 2025.
- The Meeting attendance fees paid to the members for each meeting attended was OMR 650 for Chairman and OMR 550 for Members as approved by AGM.

Audit Committee (AC)

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

Mr. Abdulredha Mustafa Sultan	**Chairman**
H.H. Fahar Bin Fatik Al Said	**Member**
Mr. Abdullah Salim Al Khayari	**Member (From 26 June 2024)**
Mr. Faisal Mohamed Al Yousef	**Member (Till 26 June 2024)**

- The Audit Committee is constituted in accordance with the provision of the Regulation for Public Joint Stock Companies issued by Financial Services Authority (FSA). Audit Committee Chairman and members are Independent Directors.
- All the members are experienced and have sound knowledge of risk management, governance, finance and accounting. The terms of reference (Charter) of the Audit Committee are in accordance with the Regulation for Public Joint Stock Companies issued by FSA. The working plan of the committee is approved by the Board every year.
- **Major areas covered by the Audit Committee are matters concerning:**
  1. Consideration and recommendations for appointment of Internal and External Auditors,
  2. Reviewing of audit plans and audit reports.
  3. Oversight of internal audit functions to comply with all the requirements of internal audit as per Regulation for Public Joint Stock Companies issued by FSA.
  4. Oversight of adequacy of internal control systems and financial statements.
  5. Ensuring adequate procedures are in place to detect and prevent any cases of financial fraud or forgery.
  6. Reviewing annual and quarterly financial statements and qualifications, if any, before issuing.
  7. Critical review of non-compliance of IFRS and disclosure requirements prescribed by FSA.
  8. Reviewing risk management policies and related party transactions.
  9. Serving a channel between internal and external auditors and the Board.
- The Audit Committee met four times during the year on 26 May 2024, 4 August 2024, 4 November 2024, and 12 February 2025.
- The Meeting attendance fees paid to the members for each meeting attended was OMR 650 for Chairman and OMR 550 for Members as approved by AGM.

5. Brief Profile of the Directors

Brig. (Rtd.) Masoud Humaid Al Harthy

Masoud Humaid Al Harthy is a retired brigadier from the Royal Guard of Oman. He holds a Bachelor Certificate in Army Science Management with an experience of 35 years in military services.
Masoud Al Harthy possesses a very solid experience in many fields including mining, manufacturing and infrastructure (drilling and blasting) industries with a track record of successfully establishing both local and regional projects (both green and brown field projects)
He is currently the Chairman of Al Anwar Investments SAOG, Al Maha Ceramics SAOG, FIPCO SAOC in addition to being Board member in several other Companies.

Dr. Shabir Moosa Al Yousef

He holds PhD and Master of Research in Economics from University of Essex (UK), MBA in Finance from University of Lincolnshire & Humberside (UK), 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 Truck Oman LLC, and a Petroleum Engineer post in Petroleum Development Oman (PDO).
He is currently the Vice Chairman of the Board of Al Anwar Investments SAOG, the Vice Chairman of Al Maha Ceramics SAOG, the Vice Chairman of Oman Chlorine SAOG, and a Board member in Arabia Falcon Insurance Company SAOG. He is also a member of General Secretaire of the Tender Board of Oman.

Mr. Abdulredha Mustafa Sultan

He holds a bachelor's degree in commerce majoring in Finance from San Diego State University, USA. He is Deputy Chairman of Al Jazeera Services Co. SAOG. He is Managing Director in Mustafa Sultan Enterprises LLC. He is a member of the Young Presidents' Organization. He is also the Honorary Consul of Finland in Oman. He is currently a board member of Omani British Society (OBS).

Mr. Qaboos Abdullah Al Khonji

Mr. Qaboos Al Khonji belongs from the esteemed Al Khonji family, renowned for its traditional business practices. He holds a Bachelor's degree in Business Administration from the United States and expanded extensive expertise across multiple industries, including Construction, Retail, Real Estate Development, Manufacturing, Investment Banking and the Hotel Industry.

Mr. Qaboos holds directorship positions in several prominent SAOG / SAOC / LLC companies in Oman. He serves as the Deputy Chairman of the Board and Chairman of NREC for Financial Corporation Co. SAOG (Fincorp). Additionally, he holds the position of Deputy Chairman of the Investor's Committee at FINCORP Al Amal Fund and serves on the Board of Oman Chlorine SAOG and Al Anwar Investment SAOG.

As Chairman of Al Binaa Constructions & Industry SAOC and Deputy Chairman of Al Khonji Real Estate Development SAOC (AQAR), Oman Hotels & Tourism Co. SAOC, Desert Night Resort SAOC, and Al Sharqiya Hotels & Tourism Co. SAOC, where Mr. Qaboos performs key leadership roles. He also serves as a Board Member for Al Anwar Industrial Investments SAOC . Furthermore, Mr. Qaboos holds the positions of Deputy Chairman for Al Khonji Group LLC and Al Khonji Invest LLC. In his past roles, Mr. Qaboos served as General Manager at Moosa Abdul Rahman Hassan & Co. from 2000 to 2002. He also held the position of Deputy Chairman of the Board at OIFC SAOG from 2008 to 2014. Additionally, he served as a Board Member at various companies, including Taageer Finance Co. SAOG (2008 - 2014), Al Maha Ceramics Co. SAOG (2010 - 2023), and Al Anwar Hospitality SAOC (2022 - 2024).

H.H. Fahar Bin Fatik Al Said

Holds a Bachelor's degree in Business Administration from Anglia Ruskin University in the United Kingdom. He also holds a Diploma in International Business Administration from the London School of Business and Finance. H.H is currently Director of the Branch Affairs Department in State Audit Institution of Sultanate of Oman, Chairman of the Board of Directors of Fahar Bin Fatik LLC, Vice Chairman of the Board of Directors of Fatik Bin Fahar Group companies, Honorary chairman of Oman food Bank (DAYMA) and chairman of the Board member of Ubar Hotels & Resorts SAOG (Oman).

Mr. Faisal Mohamed Al Yousef

Faisal Al Yousef is the CEO of Al Yousef Group LLC (AYG). He joined the group after working with Ernst & Young (Chartered Accountants) in Oman and the UAE as an Audit specialist. He is a Fellow of Chartered Certified Accountant (ACCA, UK) and also holds an Executive MBA from Oxford university (Said Business School) a BSc in Economics from SOAS (University of London), UK. He also holds an Advance Diploma in insurance from the Bahrain Institute of Banking and Finance. Faisal Al Yousef represents AYG on the boards of various investee companies, including Chairman of Muscat Finance, Chairman of Al Ruwad International for Education Services and Deputy Chairman of Truck Oman Oil and a Board member of Al Anwar Investments. He is also the Managing Director of Muscat Electronics. Throughout Faisal Al Yousef›s career he was involved with at least three green field projects. Two of these are today listed on the Muscat Stock Exchange. Faisal Al Yousef brings with him two decades of experience in banking and finance and insurance and investments through his participation as a past Board Member and investor representative of various companies.

Faisal is also involved with a number of voluntary works including the Oman Tennis Association and Board of Governors of the Government Schools in Matrah.

Mr. Abdullah Salim Al Khayari

He holds an MBA in Finance from Leeds University, UK, and a Bachelor›s degree in Economics from the University of Arkansas at Little Rock, USA. With over thirty years of extensive experience in the Banking and Financial Services industry, his career spans several key areas. These include sixteen years in the Banking Examination Department as a Senior Bank Examiner and Chief Examiner, four years in Treasury and Investments, and nine years in the Licensing of financial institutions-covering Banks, Finance and Leasing Companies, and Money Exchange Companies. He currently serves as the Board Chairman and Audit Committee member of United Finance SAOG.

6. Process of nomination of the Directors

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

7. Management

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

8. Brief profile of top management personnel with executive powers

Khalid Abdullah Al Eisri — Chief Executive Officer

He is Chartered Financial Analyst (CFA) and holds a bachelor's degree in finance from Sultan Qaboos University. He has more than 19 years of experience in investment management and corporate advisory. Prior to joining Al Anwar Investments, he held the position of Acting Senior Manager at the Oman Investment Authority.
Mr. Khalid is a director in Oman Chlorine SAOG, National Biscuit Industries Ltd SAOG, National Detergent Co SAOG, Voltamp Energy SAOG, and Al Ruwad International for Education Services SAOC. He also held directorship in several companies such as RAK Ceramics, Al Hosn Investment Company, Oman Growth Fund, Oman & Emirates Investment Holding Company, Ubar Capital, United Finance and Gulf Mushroom Production Company and Oman Chlorine SAOG.

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 twenty-two 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 sectorr.

Mubarak Al Ghazali — **Manager - Administration & Compliance**

Has more than 29 years of experience in insurance, management, HR, administration and corporate governance and compliance. Holds General Diploma certificate and certificate in Human Resource Management. He Attended several training courses, workshops in various fields like Governance and compliance, HR, Executive Management skills, effective leadership and other areas. Also attended many conferences and seminars organized by Muscat Stock Exchange, Financial Services Authority, Omani Securities Association, Oman Centre for Governance and Sustainability and other government and private bodies. He is currently a board member in Al Anwar Hospitality SAOC. Held previously directorship in Al Anwar Industrial Investments SAOC. He also has extensive experience in establishing companies in all their legal forms.

Ahmed Ibrahim — **Assistant Finance Manager**

Ahmed Ibrahim is a seasoned finance professional with an MBA in Financial Markets from the Institute for Market Studies (IEB, Spain) and a Bachelor of Commerce from Zagazig University in Egypt. Throughout his distinguished -24year career, he has held leadership roles across the banking, advertising, manufacturing, and investment sectors. Renowned for his strategic oversight and operational excellence, Ahmed specializes in optimizing financial and treasury functions to drive sustainable growth, enhance liquidity, and support long-term corporate objectives.

9. Means of communication with the Shareholders and investors

a. An announcement of the invitation to attend the Annual General Meeting of shareholders, which contains all the details of the audited financials, Directors' Report and other reports, is sent through the channels approved by the Financial Services Authority.

b. The Quarterly results of the company as per IFRS Accounting Standards, are prepared by the management for every quarter, reviewed by the Audit Committee, approved by the Board and published in the Newspapers as per the directives of FSA. Copies are made available to shareholders on request. Results are also uploaded on the website of Muscat Stock Exchange (MSX).

c. Pursuant to the Executive Regulations of the FSA, AAI has disclosed the initial quarterly and annual un-audited financial results within 15 days from the end of the period.

d. Important Board decisions are disclosed to the investors through MSX 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. In compliance with the regulations of the FSA, the company conducted discussion sessions for shareholders, investors, and analysts twice a year. The link to these sessions was disclosed on MSX, and the video recordings of the sessions were uploaded to the company›s website.

f. The Management Discussion and Analysis Report forms part of the Annual Report.

10. Remuneration matters

a. The meeting attendance fee was paid as approved by shareholders in AGM held on 26 June 2024. A total of OMR 71,750 (FY 2023-24: OMR 70,000) was paid to Directors for meetings attended during the year from 1 April 2024 to 31 March 2025.
A sum of OMR NIL (FY 2022-23: NIL) was reimbursed to Directors towards travelling expenses for attending the meetings in addition to above mentioned sitting fees.

b. 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 four employees for financial Year 2024-25 was OMR 195,822 (The top four for FY 2023-24: OMR 191,266).

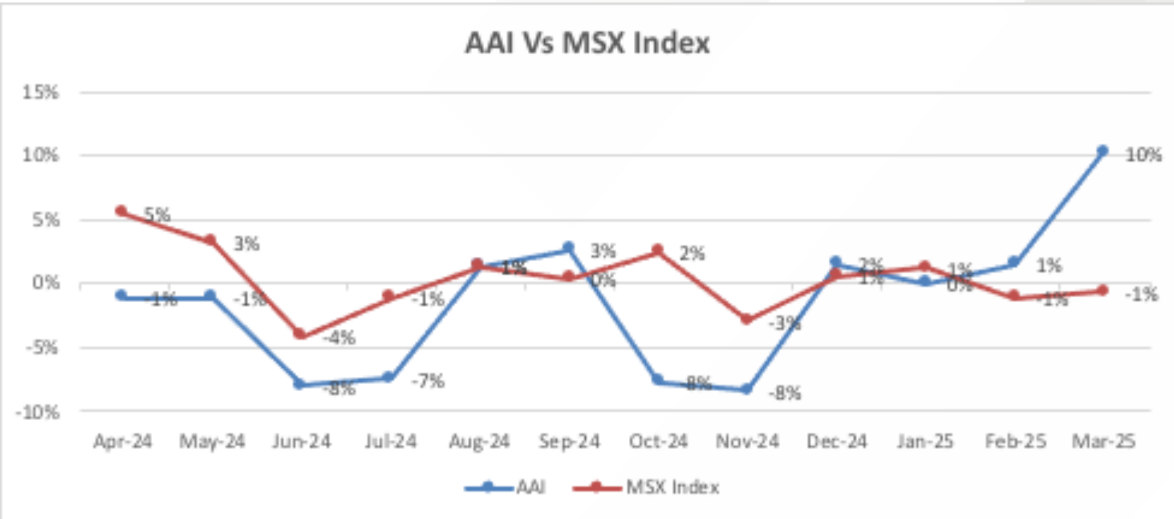
c. The Board recommend Directors' remuneration of OMR 82,000 for the year 2024-2025 to the AGM for approval. (FY 2023-2024: OMR 64,500).

11. Details of non-compliance by the Company

No penalties have been imposed by FSA or MSX or any other statutory bodies on the company during the year 2024-25.

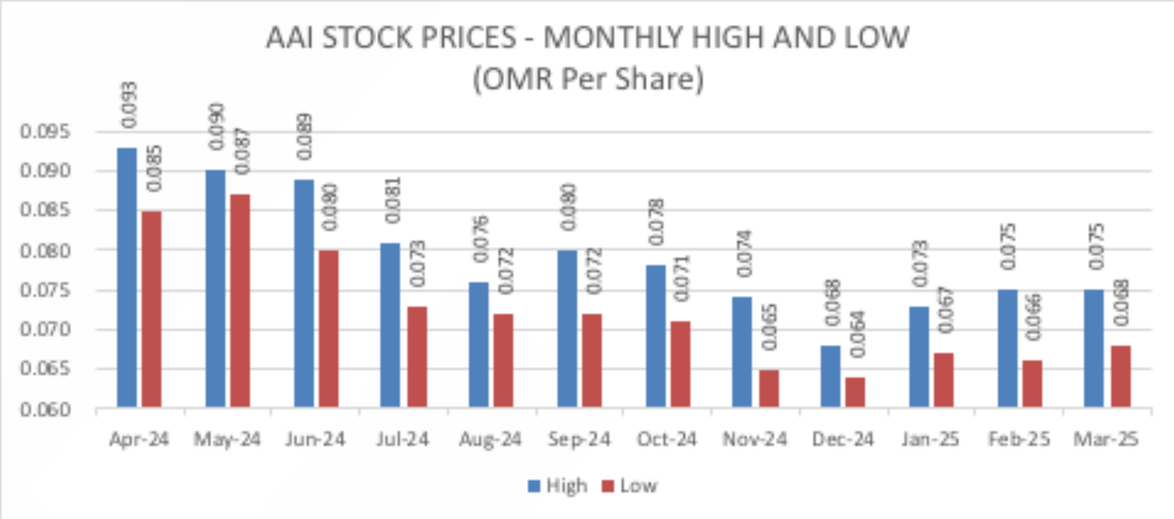
12. Market price data

The performance of the Company's share price during the financial year ended 31 March 2025 against MSX Index is shown below:



The above information has been prepared using month-end closing rates.

The monthly high and low share price of the company during the financial year ended 31st March 2025 was as under:



13. Distribution of Shares

The share holding pattern as on 31 March 2025 is as given below:

Distribution	No of Shareholders	% of Shareholders	No of Shares	% of No. of Shares
1 to 50,000	1,551	83%	12,622,948	4%
50,001 to 100,000	123	7%	8,755,211	3%
100,001 to 200,000	78	4%	10,468,626	4%
200,001 to 500,000	64	3%	18,799,042	7%
500,001 & above	56	3%	236,424,299	82%
Grand Total	**1,872**	**100%**	**287,070,126**	**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.

14. Corporate Social Responsibility (CSR)

Al Anwar Investments SAOG is committed to support the society and environment. During the year, company has contributed OMR 10,000.

15. Professional Profile of the Statutory Auditors

BDO LLC, the statutory auditors of the Company, have been operating in the Sultanate of Oman since 1976. BDO LLC is an independent and legally distinct member firm of BDO International Limited. BDO, one of the leading professional services firms, providing industry focused Assurance, Tax and Advisory services, has over 119,611 employees working in a global network of 1,800 offices situated in 166 countries and territories.

BDO LLC is accredited by the Financial Services Authority to audit publicly listed joint stock companies (SAOGs) in Oman. The fees for auditing the financial statements for the year ended March 31, 2025 and the report on compliance with the corporate governance law amounted to OMR 8,000.

16. Internal Auditor

Company has a full time qualified and experienced Internal Auditor who works under the supervision of the Audit Committee.

17. Specific areas of non-compliance with the provisions of corporate governance & 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 31 March 2025. The Board of Directors has concluded based on this internal controls operated effectively throughout the year.

For Al Anwar Investments SAOG

Masoud Humaid Al Harthy
Chairman

Abdulredha Mustafa Sultan
Chairman Audit Committee

Management Discussion & Analysis Report

Established in 1994, Al Anwar Investments SAOG (AAI) is one of the premier investment companies listed on the Muscat Stock Exchange (MSX). Over the past 31 years, the company has played a key role in founding several successful businesses, including Al Maha Ceramics SAOG, Voltamp Energy SAOG, & Arabia Falcon Insurance SAOG. Al Anwar's investment portfolio is well-diversified across multiple sectors, such as banking, manufacturing, insurance, & education.

The Board of Directors has approved a five-year strategic plan, under which AAI aims to grow its asset base significantly over the next 2–3 years. This growth will be driven by raising paid-up capital, borrowing additional funds, enhancing the value of its existing investments, and deploying capital into new opportunities.

INVESTMENT STRATEGY: CLEAR, DIFFERENTIATED AND PROVEN

AAI is a significant minority shareholder in several private and publicly listed companies in Oman. AAI follows a private equity model of investing and is an active investor. Al Anwar invest in companies with the intention of improving the business performance and enhancing the value of the company.

Al Anwar mission is to 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.

OMAN ECONOMY AND OUTLOOK

- In 2024, Standard & Poor's upgraded Oman's credit rating from "BBB-" to "BB+" with a stable outlook. This upgrade marks Oman's return to investment-grade status after nearly seven years, reflecting significant improvements in public finances, fiscal discipline, and economic reforms.

- In 2024, Oman's economy demonstrated resilience amid global challenges, buoyed by structural reforms and continued diversification efforts under Vision 2040. Although overall GDP growth slowed to 1.2% due to oil production cuts under the OPEC+ agreement, the non-oil economy expanded by 3.8%, driven by strong performance in construction, manufacturing, and services. The medium-term outlook remains positive, with institutions like the World Bank projecting GDP growth of around 3.0% in 2025–2026 as oil output gradually recovers and diversification deepens.
- Oman's fiscal and external positions strengthened significantly. The country recorded a budget surplus of 6.2% of GDP, supported by disciplined fiscal policies and improved non-oil revenues. The current account surplus reached 2.4%, and public debt dropped to 35% of GDP, reflecting efforts to reduce fiscal vulnerabilities.
- Inflation remained low, averaging just 0.6%, because of declining food and transport costs, and the Omani rial's exchange rate peg continued to anchor price stability effectively.
- Oman's government is actively implementing reforms aligned with Vision 2040, including improving the business environment, enhancing labor market flexibility, and accelerating digital and green initiatives. However, risks remain, including global oil price volatility, geopolitical uncertainties, and potential delays in structural reform execution. Nonetheless, Oman's outlook is increasingly stable, supported by improved credit ratings and growing investor confidence.

PERFORMANCE OVERVIEW OF MUSCAT STOCK EXCHANGE INDEX (MSX)

In the last 5 years MSX 30 Index increased by 28% from 3,425 in April 2020 to 4,367 in March 2025.

OPPORTUNITIES

AAI remains cautiously optimistic about the outlook for Oman's economy. We recognize that the current economic environment presents a strategic opportunity to invest in sectors poised to benefit from the country›s ongoing growth and diversification efforts. Guided by our long-term investment approach, we aim to align our capital deployment with national development priorities while generating sustainable value for our stakeholders.

5 Year Strategy

AAI Board has approved -5year strategy aims to increase its asset base to OMR 100 million. The strategy is focused on the following key objectives:

1. New investment in growth sectors:

AAI aims to capitalize on new opportunities, with a primary focus on the banking sector. Over the past two years, the Company has significantly increased its exposure to this sector—from %2 to %38 of total assets. This strategic shift has delivered strong results, including enhanced returns, higher dividend income, and improved portfolio diversification.

Beyond banking, AAI is also targeting select investments in the industrial sector. The focus will be on businesses expected to benefit from an improving economic environment, particularly in building materials, chemicals, equipment manufacturing, food manufacturing, and fast-moving consumer goods (FMCG). These sectors are well-positioned for long-term growth and align with AAI's objective of generating sustainable value across its portfolio.

2. Enhance profitability of associates:

AAAI as an active investor is committed to enhancing the profitability of its associate by supporting the boards of its associate companies in implementing strong corporate governance, improving senior management capabilities, and optimizing operational costs. The strategy also focuses on expanding business capacity, pursuing mergers and acquisitions, and forming strategic partnerships to drive growth and foster synergies. As a result of the above initiatives and due to other favorable outcomes, the profits from a number of AAI associate companies have improved substantially in the last 3 years. Several other initiatives are currently being executed by each of AAI associate companies which should lead to further enhancements of profits within the next 5 years.

3. Divestment and Portfolio Diversification:

AAI seeks to maximize returns by exiting investments which have matured and recycle the proceeds in investments which will enhance long-term returns and diversify its portfolio. In line with this strategy, AAI has divested a %9.8 stake in Voltamp Energy during the year, while retaining a significant influence over the company.

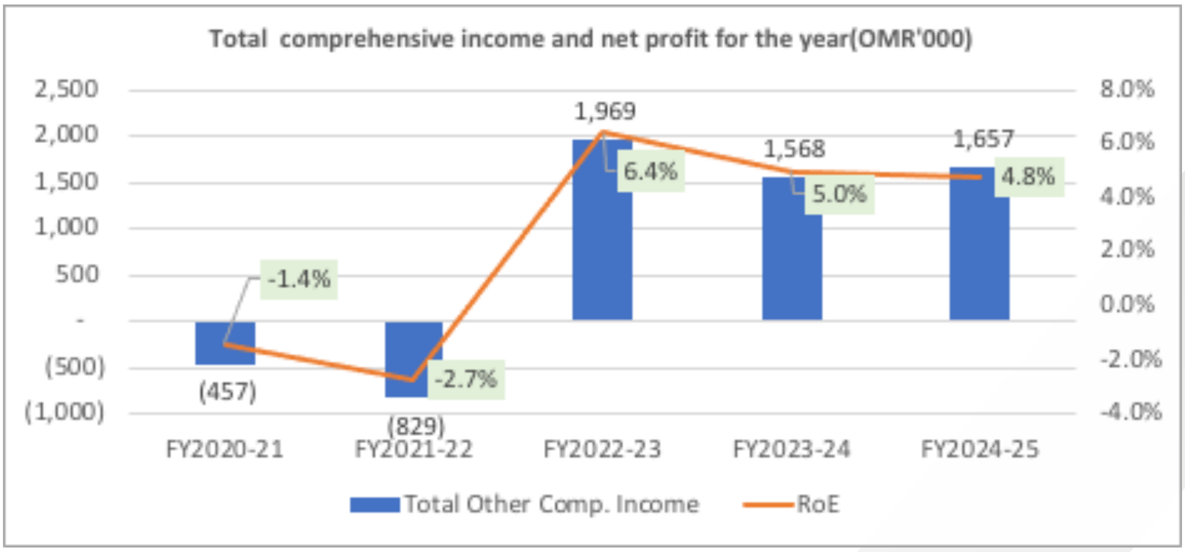
4. Fund raising:

AAI Anwar plans to raise additional funds to capitalize on existing investment opportunities. The fund-raising plan is as follows:

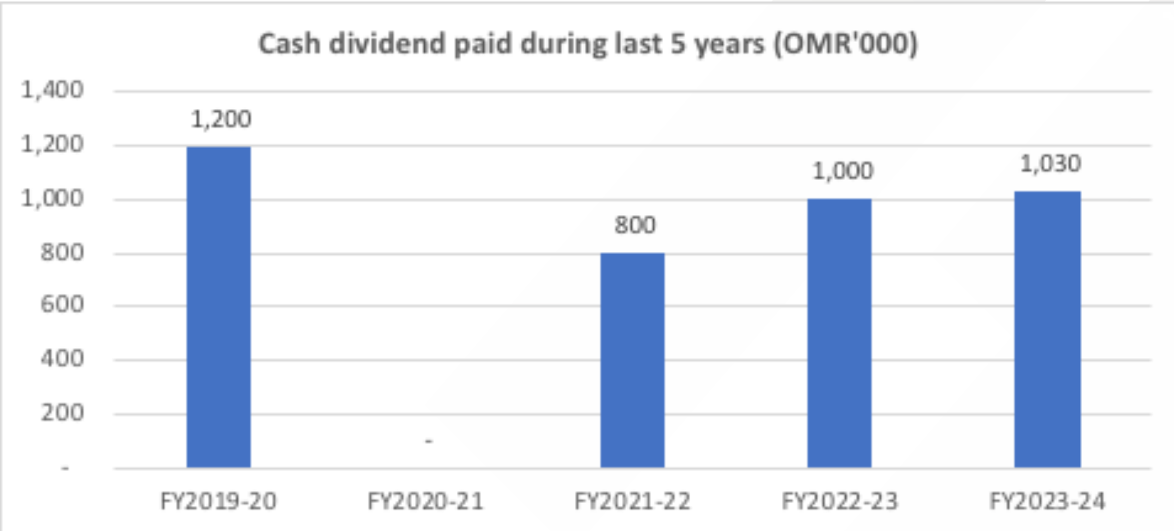
- OMR 10 million in 2 rights issues: AAI has successfully completed the first Right issue of OMR 5mn in the year 2024-25.
- OMR 20-30 million in debt which may include a bond issue of OMR 10 million to be issued in the next 2 years and additional bank debt.

PERFORMANCE ANALYSIS

The profitability for the year ended 31st March 2025 has improved mainly on account of improved performance of our associate companies.



Owing to the inherent balance sheet strength and comfortable Debt/Equity position, AAI 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 2025, our Debt/ Equity ratio was 0.77.

	FY2019-20	FY2020-21	FY2021-22	FY2022-23	FY2023-24
Debt	18,725	15,513	17,142	15,725	28,790
Equity	30,966	30,138	31,306	31,874	37,418

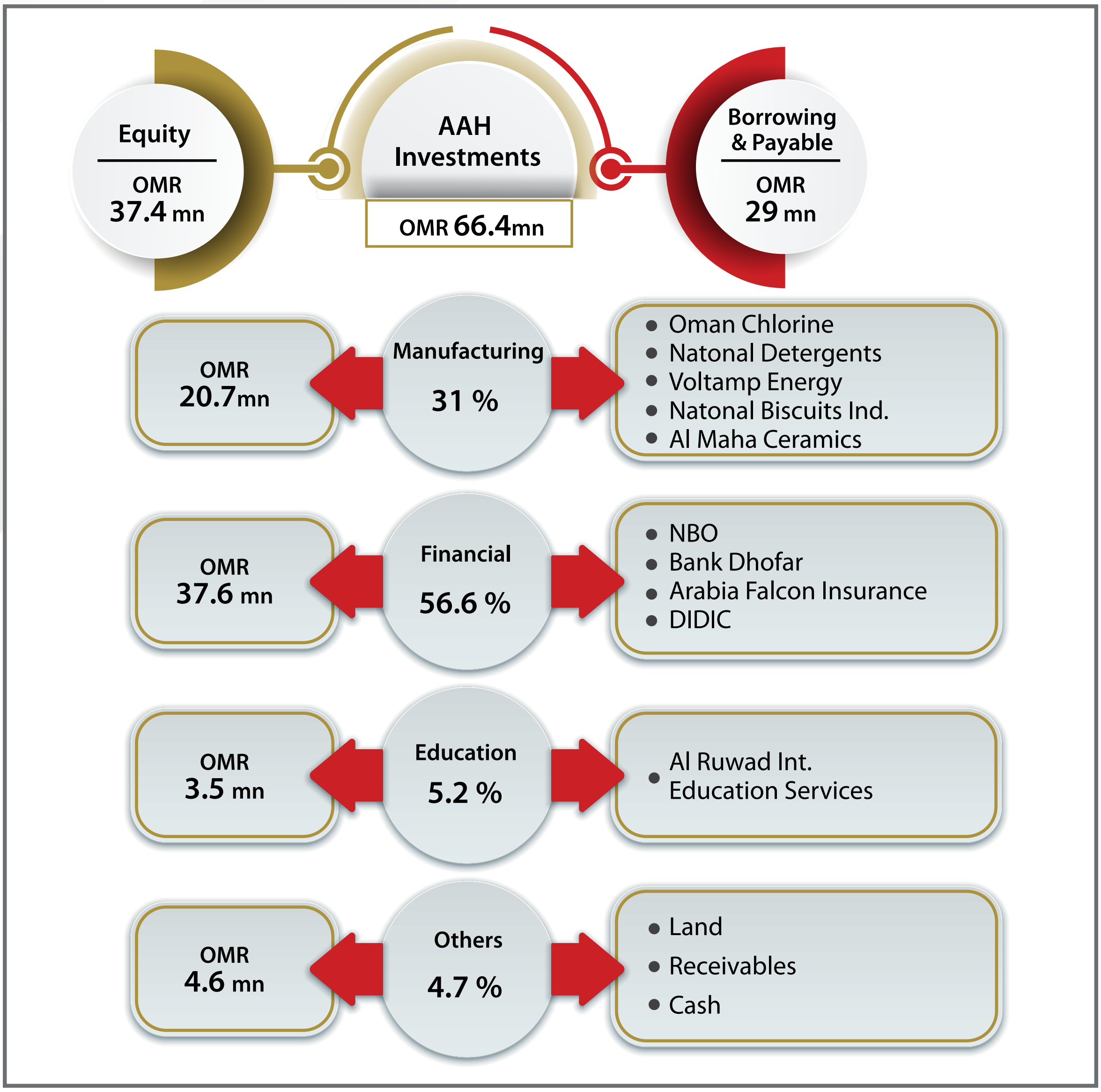
INVESTMENT PORTFOLIO

Al Anwar Investments SAOG (AAI) maintains a well-diversified portfolio across key sectors including Finance, manufacturing, insurance, and education. As part of its strategic review for the period 2024–2025, the AAI Board has realigned its investment focus, shifting emphasis from manufacturing to banking. Reflecting this strategic pivot, AAI's exposure to the financial sector increased significantly from 38% as of 31st March 2024 to 56% by 31st March 2025.

The Company continues to benefit from strong performance in both its manufacturing and financial clusters, which have consistently delivered solid returns. In addition, our education sector investments hold promising long-term growth potential, in line with national development priorities.

AAI follows a long-term investment philosophy, aimed at enhancing profitability and steadily increasing the intrinsic value of each of its holdings. Our strategic focus remains on maximizing shareholder value through disciplined capital deployment and active portfolio management.

Our investment portfolio as of 31st March 2025 by clusters is as follows:



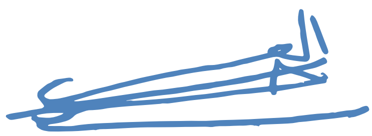
RISKS AND CONCERNS

AAI has a robust 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. AAI 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.

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 Al Eisri

Chief Executive Officer

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INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF AL ANWAR INVESTMENTS SAOG

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Al Anwar Investments SAOG ("the Parent Company") and its subsidiaries (collectively referred as "the Group"), which comprise the consolidated statement of financial position as at 31 March 2025, the consolidated statements of profit or loss and other comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 March 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code), as applicable to audits of the consolidated financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the consolidated financial statements of public interest entities in the Sultanate of Oman. 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 for the year ended 31 March 2025. 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.

1) Carrying Value of Investment in Associates

The Group has investments in associates of RO 29.39 million as at 31 March 2025. The carrying value of certain associates is substantially higher than the Group's proportionate interest in net assets of those associates and fair values based on quoted prices of associates listed on Muscat Stock Exchange (Refer Note 3). These conditions may indicate possible impairment in carrying value of investment in associates.

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

Key Audit Matters (continued)

1) Carrying Value of Investment in Associates (continued)

In accordance with IAS 36 *Impairment of Assets* which requires that assets be carried at no more than their recoverable amounts, an impairment review of non-financial assets is performed when there are indicators that these may be impaired.

Management determines the recoverable amount of the investment in associates based on higher of value-in-use and fair value less costs of disposal. The value-in-use is determined by the management based on future cashflows, considering EBITDA and growth rates, discounted using the weighted average cost of capital.

Our Response

Our audit procedures, amongst others, included:

- obtained management's valuation model and tested it for arithmetical accuracy and the basis on which the inputs into the model were determined;
- evaluated the methodology and appropriateness of valuation techniques used by management, including reasonableness of growth rates by reference to internal and external data;
- used our own internal valuation specialists to assess reasonableness of the growth rates and discount rates used by the management; and
- assessed the adequacy of disclosures in the consolidated financial statements.

2) Accounting for Investment in Associates

The Group accounts for its investment in associates using the equity method in accordance with the requirements of IAS 28 *Investments in Associates and Joint Ventures*. The Group has recognised the share of results of associates of RO 1.89 million and share of other comprehensive income of RO 0.28 million for the year ended 31 March 2025 (Refer Note 3).

In accordance with IAS 28 when the reporting period of an entity is different from the associates, adjustments shall be made for the effects of significant transactions or events that occur between that date and the date of the entity's financial statements. In any case, the difference between the end of the reporting period of the associates and the entity shall be no more than three months.

Majority of the Group's associates do not have a year-end that is consistent with the Group. Any significant transactions that occur between the year-end of the associates and the Group's year-end (the lag period) are considered in the share of results of the associates.

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

Key Audit Matters (continued)

2) Accounting for Investment in Associates (continued)

Our Response
Our audit procedures, amongst others, included:

- issued group audit instructions to the component auditors of the significant associates. The instructions covered the significant audit areas that the component auditors should focus on, as well as the information required to be reported by them;
- obtained and reviewed the responses to our group audit instructions to determine whether the component auditors of significant associates have performed relevant audit procedures and gathered sufficient and appropriate audit evidence;
- obtained the results of associates including share of other comprehensive income recorded by the Group and agreed them to the audited financial statements of the underlying associates; and
- obtained management assessment for any significant events or transactions during the lag period and corroborated the same with the quarterly results of the significant associates.

Other Information
Management is responsible for the other information. The other information included in the Annual Report comprises the Chairman's Report, Management Discussion and Analysis Report and Code of Corporate Governance Report but does not include the consolidated financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements
Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the IASB, and their preparation in compliance with the relevant requirements of the Financial Services Authority (FSA), and the applicable provisions of the Commercial Companies Law and Regulations of the Sultanate of Oman and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements (continued)

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

BDO

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

- 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.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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, related safeguards.

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
We report that these financial statements, as at and for the year ended 31 March 2025, in all material respects, comply with the applicable provisions of the Commercial Companies Law and Regulations of the Sultanate of Oman and relevant disclosure requirements of the FSA.

BDO

Muscat
10 June 2025

دي او ش.م.م
BDO LLC
P.O.Box: 1176
PC: 112, Ruwi
Sultanate of Oman
Public Accountants & Management Consultants

Manvinder Singh
Partner
M. No: 400961
ICAI, India

Consolidated Financial Statements

31 March 2025

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2025

	Notes	**2025 RO'000**	2024 RO'000
ASSETS			
Investment in associates	3	**29,392**	30,915
Investments at fair value	4	**32,352**	13,241
Property and other assets	5	**2,284**	2,274
Receivables and prepayments	6	**1,866**	1,263
Cash and bank balances		**485**	85
TOTAL ASSETS		**66,379**	47,778
EQUITY			
Share capital	7	**26,086**	20,600
Legal reserve	8	**4,930**	4,674
Equity investment reserve	9	**373**	1,385
Associates' reserves	9	**1,273**	803
Retained earnings		**4,756**	4,412
Total equity		**37,418**	31,874
LIABILITIES			
Bank borrowings	10	**28,790**	15,725
Payables	11	**171**	179
Total liabilities		**28,961**	15,904
TOTAL EQUITY AND LIABILITIES		**66,379**	47,778
Net assets per share (in Baisas)	12	**130**	155

The consolidated financial statements were authorised for issue in accordance with a resolution of the Board of Directors on 03 June 2025.

CHAIRMAN	DEPUTY CHAIRMAN	CHIEF EXECUTIVE OFFICER

The notes on pages 46 to 71 form an integral part of these Consolidated Financial Statements.

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT O FPROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2025

	Notes	2025 RO'000	2024 RO'000
Share of results of associates	3	**1,888**	559
Net investment income	14	**2,750**	1,585
Other income	18	**31**	28
Net income		**4,669**	2,172
Administrative expenses	15	**(374)**	(353)
Finance costs	16	**(1,264)**	(1,066)
Capital work-in-progress written-off	5	**-**	(36)
Reversal of contingency provision	11	**40**	260
Provision for impairment loss on investment in associates	3	**(540)**	(300)
Corporate Social Responsibility expenses		**(10)**	(10)
Directors' fees and remuneration	17	**(136)**	(135)
Total expenses		**(2,284)**	(1,640)
Profit before tax for the year		**2,385**	532
Income tax	19	**-**	-
Net profit for the year		**2,385**	532
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Share of other comprehensive income of associates	3	**284**	479
Fair value (loss) / gain on investments at fair value through other comprehensive income	4	**(1,012)**	557
Other comprehensive income for the year		**(728)**	1,036
Total comprehensive income and net profit for the year		**1,657**	1,568
Earnings per share (in Baisas) - Restated	13	**11**	2

The notes on pages 46 to 71 form an integral part of these Consolidated Financial Statements.

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED 31 MARCH 2025

	Share capital RO'000	Legal reserve RO'000	Equity investment reserve RO'000	Associates' reserves RO'000	Retained earnings RO'000	Total RO'000
At 1 April 2023	20,000	4,603	828	324	5,551	31,306
Net profit for the year	-	-	-		532	532
Other comprehensive income						
Share of other comprehensive income of associates	-	-	-	479	-	479
Net increase in fair value of investments at fair value through other comprehensive income	-	-	557	-	-	557
Total comprehensive income for the year	-	-	557	479	532	1,568
Transfer to legal reserve	-	71	-		(71)	-
Transactions with shareholders recorded directly in equity						
Stock dividend (Note 20)	600	-	-	-	(600)	-
Dividend paid (Note 20)	-	-	-	-	(1,000)	(1,000)
At 31 March 2024	**20,600**	**4,674**	**1,385**	**803**	**4,412**	**31,874**
Net profit for the year	-	-	-	-	**2,385**	**2,385**
Other comprehensive income						
Share of other comprehensive income of associates	-	-	-	**284**	-	**284**
Net decrease in fair value of investments at fair value through other comprehensive income	-	-	**(1,012)**	-	-	**(1,012)**
Transfer on partial disposal of investment in associates	-	-	-	**186**	**(186)**	-
Share of associate gain on NCI acquisition	-	-	-	-	**32**	**32**
Total comprehensive income for the year	-	-	**(1,012)**	**470**	**2,231**	**1,689**
Surplus collection against rights issue expenses	-	**17**	-	-	-	**17**
Transfer to legal reserve	-	**239**	-	-	**(239)**	-
Transactions with shareholders recorded directly in equity						
Stock dividend (Note 20)	**618**	-	-	-	**(618)**	-
Right issue during the year (Note 7)	**4,868**	-	-	-	-	**4,868**
Dividend paid (Note 20)	-	-	-	-	**(1,030)**	**(1,030)**
At 31 March 2025	**26,086**	**4,930**	**373**	**1,273**	**4,756**	**37,418**

The notes on pages 46 to 71 form an integral part of these Consolidated Financial Statements.

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2025

	Notes	2025 RO'000	2024 RO'000
Operating activities			
Dividend and other income		**1,658**	1,069
Cash paid for administrative expenses		**(602)**	(435)
Net cash flow generated from operating activities		**1,056**	634
Investing activities			
Purchases of property and other assets	5	**(11)**	(3)
Proceeds from disposal of investments	4	**557**	6,010
Proceeds from disposal of share in associates		**3,283**	-
Purchases of investments	4	**(20,199)**	(3,256)
Net cash (used in) / from investing activities		**(16,370)**	2,751
Financing activities			
Dividend paid to shareholders	20	**(1,030)**	(1,000)
Finance costs	16	**(1,264)**	(1,066)
Proceeds from right issue of shares	7	**4,943**	-
Proceeds from borrowings	10	**26,665**	6,300
Repayment of borrowings	10	**(13,600)**	(7,717)
Net cash from / (used in) financing activities		**15,714**	(3,483)
Net change in cash and cash equivalents during the year		**400**	(98)
Cash and cash equivalents at beginning of the year		**85**	183
Cash and cash equivalents at end of the year		**485**	85

The notes on pages 46 to 71 form an integral part of these Consolidated Financial Statements.

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2025

1 General information

Al Anwar Investments SAOG (the 'Parent Company') is an Omani Joint Stock Company incorporated on 20 December 1994 and registered with the Ministry of Commerce, Industry and Investment Promotion in accordance with the applicable provisions of the Commercial Companies Law and Regulations of the Sultanate of Oman. The business activities of the Parent Company and its subsidiary companies (together referred to as "the Group") include promotion of and participation in a variety of ventures in financial services, industrial and education sectors in the Sultanate of Oman. The Parent Company's shares are listed on the Muscat Stock Exchange.

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 and having year-end of 31 December 2024.

Name of Subsidiary	Principal activity	Share holding %	Cost RO'000
Al Anwar Taleem LLC	Education	**100**	**500**
Al Anwar International Investment LLC	Investment	**100**	**150**
Al Anwar Hospitality SAOC	Hospitality	**100**	**500**
Al Anwar Industrial Investments SAOC	Investment	**100**	**500**
			1,650

2 Basis of preparation

(a) These consolidated financial statements have been prepared in accordance with the International Financial Reporting Standards and International Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations (collectively IFRS Accounting Standards) and the applicable provisions of the Commercial Companies Law (CCL) and Regulations (CCR) of the Sultanate of Oman and comply with the disclosure requirements issued by the Financial Services Authority of the Sultanate of Oman

(b) These consolidated financial statements for the year ended 31 March 2025 comprise the Parent Company and its subsidiaries (together "the Group") and the Group's interest in associates. Details of associates are disclosed in Note 3.

(c) The financial statements have been prepared on a historical cost basis and going concern assumption, except for investments at fair values through profit or loss and through other comprehensive income, which are stated at fair value.

(d) The preparation of consolidated financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. Estimates and judgments 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 judgment or complexity, or areas where assumptions and estimates are significant to these consolidated financial statements are disclosed in Note 24.

(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 Group operates, which is the Group'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 (RO) 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 profit or loss. 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.

2 Basis of preparation *(continued)*

(a) Transactions and balances

Translation differences on non-monetary financial assets and liabilities are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets measured at fair value, such as investments classified as fair value through other comprehensive income, are included in other comprehensive income.

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.

Name of associates	**Principal activity**	**Shareholding %**	**Carrying value 2025 RO'000**	**Market value 2025 RO'000**	Carrying value 2024 RO'000	Market value 2024 RO'000
Quoted						
Voltamp Energy SAOG	Manufacture of electrical equipment	**15.00 (2024: 24.68)**	**2,894**	**8,303**	4,068	3,535
Al Maha Ceramics SAOG	Manufacture of ceramic tiles	**18.74**	**1,830**	**1,288**	2,105	1,659
Oman Chlorine SAOG	Manufacture of chemicals	**22.11**	**7,989**	**6,010**	7,852	7,907
The National Detergent Company SAOG	Manufacture of detergents	**25.24**	**5,423**	**3,659**	5,323	3,886
Arabia Falcon Insurance SAOG	Insurance	**22.62**	**5,192**	**2,687**	4,918	2,570
National Biscuit Industries SAOG	Manufacture of biscuits	**29.22**	**2,600**	**1,239**	2,383	1,239
Total quoted			**25,928**	**23,186**	26,649	20,796
Unquoted						
Alruwad International Education Services SAOC	Education	**43.51**	**3,464**	**N/A**	4,266	N/A
Hormuz Al Anwar Cement SAOC	Manufacture of cement	**40**	**-**	**N/A**	-	N/A
Total unquoted			**3,464**	**N/A**	4,266	N/A
Total			**29,392**	**23,186**	30,915	

(i) During the year, the Group sold its share in Voltamp Energy SAOG (VE) whereby the shareholding reduced from 24.86% to 15.00%.

(ii) The Group considers Voltamp Energy SAOG and Al Maha Ceramics SAOG as associates as it retains significant influence by way of its representation on the Board of Directors and participation in the decision making in both the associates.

(iii) During the year ended 31 March 2025, the Group recognized an impairment loss of RO 540,000 (2024: RO 300,000) against its investment in Alruwad International Education Services SAOC, resulting in a cumulative impairment of RO 840,000 as at 31 March 2025..

(iv) Hormuz Al Anwar Cement SAOC has been written-off by the Group in prior years due to continuous losses.

Investment in associates *(continued)*

b) Set out below are the key assumptions and summarised financial information of the associates which are accounted for using the equity method:

The key assumptions forming the basis for the calculation of value-in-use are as follows:

i) Growth rate based on assumption that associates' revenue will grow ranges from 2% to 23% (2024: from 1% to 33%);
ii) Terminal value based on assumption that cash flows shall grow from 2% to 3.5% (2024: 2.5%); and
iii) The discount factor in determining the recoverable amount ranges from 9.74% to 12.03% (2024: from 9.6% to 13.8%).

The financial information for the associates is considered as on 31 December 2024, except for Alruwad International Education services SAOC which is considered as on 31 January 2025. Summarised statement of financial position of the associates is as follows:

	Voltamp Energy SAOG		Al Maha Ceramics SAOG		Oman Chlorine SAOG		The National Detergent Company SAOG		Arabia Falcon Insurance SAOG		National Biscuit Industries SAOG		Alruwad International Education Services SAOC	
	2025	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024
	RO'000	RO'000	**RO'000**	RO'000	**RO'000**	RO'000	**RO'000**	RO'000	**RO'000**	RO'000	**RO'000**	RO'000	**RO'000**	RO'000
Current assets	**45,133**	24,869	**4,225**	4,924	**14,077**	13,107	**13,057**	12,195	**64,032**	55,241	**9,687**	7,921	**1,058**	1,228
Non-current assets	**13,139**	12,271	**5,061**	6,741	**76,443**	78,429	**19,702**	18,163	**-**	-	**7,089**	6,943	**7,753**	7,951
Current liabilities	**(30,029)**	(15,736)	**(1,155)**	(984)	**(17,012)**	(14,791)	**(10,176)**	(9,839)	**(41,821)**	(35,274)	**(7,001)**	(6,305)	**(2,323)**	(1,805)
Non-current liabilities	**(4,323)**	(3,303)	**(779)**	(1,039)	**(41,489)**	(45,211)	**(4,976)**	(3,805)	**-**	-	**(1,356)**	(882)	**(2,699)**	(2,981)
Net assets	**23,920**	18,101	**7,352**	9,642	**32,019**	31,534	**17,607**	16,714	**22,211**	19,967	**8,419**	7,677	**3,789**	4,393
Non-controlling interest	**(1,877)**	(1,061)	**-**	-	**(7,335)**	(7,289)	**-**	-	**-**	-	**-**	-	**-**	-
Net assets attributable to the Parent Company	**22,043**	17,040	**7,352**	9,642	**24,684**	24,245	**17,607**	16,714	**22,211**	19,967	**8,419**	7,677	**3,789**	4,393
Percentage holding	**15.00%**	24.68%	**18.74%**		**22.11%**		**25.24%**		**22.62%**		**29.22%**		**43.51%**	
Share of net assets	**3,306**	4,205	**1,378**	1,807	**5,458**	5,361	**4,444**	4,219	**5,024**	4,518	**2,460**	2,243	**1,649**	1,911
Carrying value	**2,894**	4,068	**1,830**	2,105	**7,989**	7,852	**5,423**	5,323	**5,192**	4,918	**2,600**	2,383	**3,464**	4,266

8 Investment in associates *(continued)*

Summarised statement of profit or loss and other comprehensive income of the associates is as follows:

	Voltamp Energy SAOG		Al Maha Ceramics SAOG		Oman Chlorine SAOG		The National Detergent Company SAOG		Arabia Falcon Insurance SAOG		National Biscuit Industries SAOG		Alruwad International Education Services SAOC	
	2025 RO'000	2024 RO'000	**2025 RO'000**	2024 RO'000	**2025 RO'000**	2024 RO'000	**2025 RO'000**	2024 RO'000	**2025 RO'000**	2024 RO'000	**2025 RO'000**	2024 RO'000	**2025 RO'000**	2024 RO'000
Revenue and other income	**41,811**	30,591	**4,113**	5,910	**34,760**	32,377	**24,557**	21,201	**24,568**	23,918	**19,458**	16,484	**2,360**	2,380
Expenses	**(34,533)**	(29,152)	**(5,682)**	(6,943)	**(32,891)**	(30,015)	**(22,915)**	(20,429)	**(22,695)**	(23,070)	**(18,290)**	(15,765)	**(2,963)**	(3,118)
Profit / (loss) before tax for the year	**7,278**	1,439	**(1,569)**	(1,033)	**1,869**	2,362	**1,642**	772	**1,873**	848	**1,168**	719	**(603)**	(738)
Income tax	**(1,204)**	(462)	**104**	(88)	**(277)**	(325)	**(248)**	(114)	**(288)**	(106)	**(175)**	(118)	**-**	-
Profit / (loss) after tax for the year	**6,074**	977	**(1,465)**	(1,121)	**1,592**	2,037	**1,394**	658	**1,585**	742	**993**	601	**(603)**	(738)
Profit / (loss) attributable to Parent Company	**5,281**	817	**(1,465)**	(1,121)	**1,530**	1,968	**1,394**	658	**1,585**	742	**993**	601	**(603)**	(738)
Other comprehensive (loss) / income	**373**	(55)	**-**	-	**322**	83	**-**	-	**659**	2	**-**	-	**-**	-
Total comprehensive income / (loss)	**6,447**	922	**(1,465)**	(1,121)	**1,914**	2,120	**1,394**	658	**2,244**	744	**993**	601	**(603)**	(738)

c) Movements in investment in associates are set out below:

2025	**Voltamp Energy SAOG**	**Al Maha Ceramics SAOG**	**Oman Chlorine SAOG**	**The National Detergent Company SAOG**	**Arabia Falcon Insurance SAOG**	**National Biscuit Industries SAOG**	**Alruwad International Education Services SAOC**	**Hormuz Al Anwar Cement SAOC**	**Total**
At 1 April	**4,068**	**2,105**	**7,852**	**5,323**	**4,918**	**2,383**	**4,566**	**-**	**31,215**
Share of profit / (loss)	**1,086**	**(275)**	**338**	**352**	**359**	**290**	**(262)**	**-**	**1,888**
Share of other comprehensive income	**92**	**-**	**43**	**-**	**149**	**-**	**-**	**-**	**284**
Disposal during the year	**(1,925)**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(1,925)**
Dividend received during the year	**(427)**	**-**	**(276)**	**(252)**	**(234)**	**(73)**	**-**	**-**	**(1,262)**
Share of associate gain on NCI acquisition	**-**	**-**	**32**	**-**	**-**	**-**	**-**	**-**	**32**
At 31 March	**2,894**	**1,830**	**7,989**	**5,423**	**5,192**	**2,600**	**4,304**	**-**	**30,232**
Cumulative provision for impairment loss	**-**	**-**	**-**	**-**	**-**	**-**	**(840)**	**-**	**(840)**
	2,894	**1,830**	**7,989**	**5,423**	**5,192**	**2,600**	**3,464**	**-**	**29,392**

2024	Voltamp Energy SAOG	Al Maha Ceramics SAOG	Oman Chlorine SAOG	The National Detergent Company SAOG	Arabia Falcon Insurance SAOG	National Biscuit Industries SAOG	Alruwad International Education Services SAOC	Hormuz Al Anwar Cement SAOC	Total
At 1 April	4,093	2,470	7,722	5,283	4,754	2,280	4,406	40	31,048
Share of profit / (loss)	150	(210)	435	166	163	176	(321)	-	559
Share of other comprehensive (loss) / income	(14)	-	11	-	1	-	481	-	479
Written-off during the year	-	-	-	-	-	-	-	(40)	(40)
Dividend received during the year	(161)	(155)	(316)	(126)	-	(73)	-	-	(831)
At 31 March	4,068	2,105	7,852	5,323	4,918	2,383	4,566	-	31,215
Cumulative provision for impairment loss	-	-	-	-	-	-	(300)	-	(300)
	4,068	2,105	7,852	5,323	4,918	2,383	4,266	-	30,915

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2025

4 Investments at fair value

	2025			2024		
	FVTPL	**FVOCI**	**Total**	FVTPL	FVOCI	Total
	RO'000	**RO'000**	**RO'000**	RO'000	RO'000	RO'000
Dhofar International Development and Investment Holding SAOG (DIDIC)	**3,539**	**3,225**	**6,764**	3,097	2,778	5,875
Bank Dhofar SAOG	**-**	**6,490**	**6,490**	-	7,250	7,250
National Bank of Oman (NBO)	**-**	**18,927**	**18,927**	-	-	-
Other investments at fair value	**171**	**-**	**171**	116	-	116
	3,710	**28,642**	**32,352**	3,213	10,028	13,241

Summary of above investments classified between "fair value through profit or loss (FVTPL)" and "fair value through other comprehensive income (FVOCI)" is as follows:

	2025	2024
	RO'000	RO'000
FVTPL:		
- Quoted	**3,638**	3,139
- Unquoted	**72**	74
FVOCI:		
- Quoted	**28,642**	10,028
	32,352	13,241

Movement in investments at fair value is as follows:

	2025			2024		
	FVTPL	**FVOCI**	**Total**	FVTPL	FVOCI	Total
	RO'000	**RO'000**	**RO'000**	RO'000	RO'000	RO'000
At 1 April	**3,213**	**10,028**	**13,241**	4,924	9,252	14,176
Purchases during the year	**573**	**19,626**	**20,199**	3,037	219	3,256
Disposals during the year	**(557)**	**-**	**(557)**	(6,010)	-	(6,010)
Profit on disposal	**16**	**-**	**16**	640	-	640
Unrealised fair value gain / (loss) for the year	**465**	**(1,012)**	**(547)**	622	557	1,179
At 31 March	**3,710**	**28,642**	**32,352**	3,213	10,028	13,241

Investments held at fair value are in Sultanate of Oman except, unquoted investments of RO 72 thousand (2024: RO 74 thousand) which is in Kuwait. The Group has 7% holding in Dhofar International Development and Investment Holding SAOG (DIDIC) as on 31 March 2025.

4 Investments at fair value *(continued)*

Investments at fair value are analysed as follows:

	2025 RO'000	2024 RO'000
Banking and investment sector	**32,346**	13,235
Industrial sector	**6**	6
	32,352	13,241

5 Property and other assets

	Freehold land RO'000	**Furniture and fixtures RO'000**	**Capital work-in- progress RO'000**	**Total RO'000**
Cost:				
At 1 April 2024	**1,948**	**47**	**322**	**2,317**
Additions during the year	**10**	**1**	**-**	**11**
Disposals during the year	**-**	**(6)**	**-**	**(6)**
At 31 March 2025	**1,958**	**42**	**322**	**2,322**
Accumulated depreciation:				
At 1 April 2024	**-**	**43**	**-**	**43**
Charge for the year (note 15)	**-**	**1**	**-**	**1**
Related to disposals	**-**	**(6)**	**-**	**(6)**
At 31 March 2025	**-**	**38**	**-**	**38**
Net book value:				
At 31 March 2025	**1,958**	**4**	**322**	**2,284**

	Freehold land RO'000	Furniture and fixtures RO'000	Capital work-in- progress RO'000	Total RO'000
Cost:				
At 1 April 2023	1,948	46	358	2,352
Additions during the year	-	3	-	3
Disposals during the year	-	(2)	-	(2)
Written-off during the year	-	-	(36)	(36)
At 31 March 2024	1,948	47	322	2,317
Accumulated depreciation:				
At 1 April 2023	-	44	-	44
Charge for the year (note 15)	-	1	-	1
Related to disposals	-	(2)	-	(2)
At 31 March 2024	-	43	-	43
Net book value:				
At 31 March 2024	1,948	4	322	2,274

The freehold land is registered in the name of certain Directors of the Parent Company beneficially for, and on behalf of, the Parent Company. The Parent Company is planning to build a hotel on the land and is currently under the process to transfer the land to one of its subsidiaries. The land is having a fair value of RO 1.97 million, pledged against the borrowings from commercial bank in Oman (Note 10).

AL ANWAR INVESTMENTS SAOG AND ITS SUBSIDIARIES
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FOR THE YEAR ENDED 31 MARCH 2025

5 Property and other assets *(continued)*

(b) Capital work-in-progress represents amounts incurred for the purpose of construction of a 4-star hotel located in Azaiba, Muscat, Oman. The expenditure includes:

	2025 RO'000	2024 RO'000
Project consultancy charges	**193**	193
Hotel consultancy services	**51**	51
Design and other expenses	**48**	48
Staff costs	**30**	30
	322	322

During 2023, the management has written-off capital work-in-progress of RO 35,675 related to manufacturing cluster as the management considers the project not to be viable in the future.

6 Receivables and prepayments

	2025 RO'000	2024 RO'000
Prepayments, dividend and interest receivable	**1,866**	1,263

7 Share capital

The authorised share capital of the Parent Company is RO 30 million. The issued and fully paid-up share capital of the Parent Company, registered with the Ministry of Commerce, Industry and Investment Promotion, is RO 26,085,858 (2024: RO 20,600,000), comprising of 212,180,000 ordinary shares issued at 100 baisa each and 74,890,216 ordinary shares issued at 65 baisa through rights issue.

On 16 March 2025, the Parent Company completed the issuance of 74,890,216 through rights issue to its existing shareholders at a price of 66 baisa per share, including 1 baisa per share to cover the rights issue expenses, resulting in an increase in paid-up share capital of RO 4.9 million.

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	**2025 (%)**	Number of shares held	2024 (%)
Fincorp Investment Company LLC	**61,641,364**	**21**	41,697,895	20
Brig (Rtd) Masoud Humaid Malik Al Harthy	**34,559,319**	**12**	22,465,959	11
Al Yousef Group LLC	**17,250,283**	**6**	8,579,000	4
Al Khonji Development & Investment LLC	**10,774,449**	**4**	7,677,320	4
Al Khonji Invest LLC	**10,605,643**	**4**	10,296,742	5
		47		44

8 Legal reserve

As required by the Commercial Companies Law of the Sultanate of Oman, 10% of the net profit after tax of the Parent Company for the year is transferred to a legal reserve until such reserve equals to one-third of the issued and fully-paid up share capital. The legal reserve in the consolidated financial statements is the total of legal reserve of the Parent Company and its subsidiaries. This reserve is not available for distribution.

9 Reserves

a) Equity investment reserve

The movement in equity investment reserve is as follows:

	2025 RO'000	2024 RO'000
At 1 April	**1,385**	828
Unrealised fair value (loss) / gain for the year	**(1,012)**	557
At 31 March	**373**	1,385

9 Reserves *(continued)*

b) Associates' reserves

The Group has recognised its share of other comprehensive income of associates. These relate to Voltamp Energy SAOG, Oman Chlorine SAOG, The National Detergent Company SAOG, Arabia Falcon Insurance SAOG and Alruwad International Education Services SAOC.

	2025 RO'000	2024 RO'000
At 1 April	**803**	324
Share of other comprehensive income for the year	**284**	479
Transfer to retained earnings on disposal of share of associate	**186**	-
At 31 March	**1,273**	803

10 Bank borrowings

	2025 RO'000	2024 RO'000
Short-term loans	**2,000**	1,500
Long-term loans	**26,790**	14,225
	28,790	15,725
Less: current portion	**(4,675)**	(5,275)
Non-current portion	**24,115**	10,450

Movement during the year is as follows:

	2025 RO'000	2024 RO'000
At 1 April	**15,725**	17,142
Borrowings obtained during the year	**26,665**	6,300
Repayment of borrowings during the year	**(13,600)**	(7,717)
At 31 March	**28,790**	15,725

The Parent Company has availed borrowings from four Omani commercial banks and an Omani Sharia compliant bank. The borrowings are in the nature of long-term and short-term loans. The commercial borrowings carry interest rates ranging from 5.75% to 6.5% (2024: from 5.5% to 6.5%) per annum. The profit rate is 6.5% per annum for the Sharia compliant borrowing. The long-term loans are repayable in instalments ranging from 75,000 to 693,000 payable quarterly and semi-annually with the final payment due in 2032. These borrowings are secured through pledge over investments of the Group in the aggregate amount of RO 56 million (2024: RO 35 million) (Notes 3 and 4) and freehold land (Note 5). The Parent Company has overdraft facilities of RO 0.25 million (2024: RO 0.75 million) as at 31 March 2025.

11 Payables

	2025 RO'000	2024 RO'000
Accrued expenses	**140**	107
Contingency provision	**-**	40
Employees' terminal benefits (i)	**31**	32
	171	179

(i) Employees' terminal benefits	2025 RO'000	2024 RO'000
At 1 April	**32**	23
Charge for the year (Note 15)	**3**	9
Reversal during the year (Note 15)	**(4)**	-
At 31 March	**31**	32

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 shares outstanding at the year-end as follows:

	2025 RO'000	2024 RO'000
Net assets attributable to the shareholders of the Parent Company	**37,418**	31,874
Number of shares outstanding at 31 March ('000)	**287,070**	206,000
Net assets per share (in Baisas)	**130**	155

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:

	2025 RO'000	2024 RO'000
Profit for the year attributable to shareholders of the Parent Company	**2,385**	532
Weighted average number of shares outstanding during the year ('000)	**218,712**	215,438
Basic earnings per share (in Baisas) – Restated	**11**	2

The earnings per share is calculated by dividing the net profit attributable to shareholders of the Parent Company for the year by the weighted average number of shares outstanding during the year. For the purpose of computation of the weighted average number of shares outstanding during the year, bonus shares are assumed to have been issued at the start of the earliest period presented in accordance with the provisions of IAS 33, 'Earnings Per Share' and for rights issue, the weighted average number of shares is adjusted retrospectively by applying a bonus factor that reflects the fair value of shares before and immediately after the rights issue. The adjustment ensures that the bonus element inherent in the rights issue is appropriately accounted for, as required by IAS 33.

The Parent Company does not have any dilutive potential ordinary shares in issue at the year-end, thus, the diluted earnings per share is identical to the basic earnings per share.

14 Net investment income

	2025 RO'000	2024 RO'000
Realised gain on sale of FVTPL investments (Note 4)		
- Local	**16**	298
- Foreign	**-**	342
Unrealised gain / (loss) on FVTPL investments (Note 4)		
- Local	**468**	622
- Foreign	**(3)**	-
Realised gain on partial disposal of investments in associates (Note 3)	**1,358**	-
Interest income from bonds	**-**	58
Investment write-off (Note 3)	**-**	(40)
Due from a related party written-off (Note 17)	**-**	(117)
Dividend income	**911**	422
	2,750	1,585

15 Administrative expenses

	2025	2024
	RO'000	RO'000
Employee costs (i)	257	252
Fees and subscription	28	27
Office rent and utilities	22	17
Legal and professional fees	27	30
Meetings and seminars	7	8
Communication	3	3
Insurance	3	3
VAT expense	14	6
Depreciation (Note 5)	1	1
Recruitment and joining expenses	5	3
Miscellaneous expenses	7	3
	374	353

(i) The analysis of employee costs is as follows:

	2025	2024
	RO'000	RO'000
Salaries	239	220
Other benefits	9	14
Social security costs	10	9
Employees' terminal benefits (Note 11)	3	9
Reversal of employees' terminal benefits	(4)	-
	257	252

16 Finance costs

	2025	2024
	RO'000	RO'000
Interest expense	1,199	1,027
Bank charges	65	39
	1,264	1,066

17 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.

Transactions with related parties during the year are as follows:

	2025	2024
	RO'000	RO'000
Expense (Insurance)	3	13
Key management personnel remuneration	196	191
Directors' remuneration	65	65
Directors' sitting fees	71	70

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17 Related party transactions and balances *(continued)*

The Directors' sitting fees of RO 71,750 are subject to the approval of the shareholders at the Annual General Meeting.

Directors' remuneration of RO 64,500 is approved by the shareholders in the Annual General Meeting of 2024 and has been recognised as an expense during the year ended 31 March 2025.

During the year 2024, the Group wrote off an amount of RO 117,000 due from Hormuz Al Anwar Cement SAOC.

18 Other income

	2025	2024
	RO'000	RO'000
Directors' sitting fees	**31**	28
	31	28

19 Taxation

The Parent Company is liable to income tax at the rate of 15% (2024: 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:

	2025	2024
	RO'000	RO'000
Profit before tax for the year	**2,385**	532
Tax charge at applicable rates	**358**	80
Non-deductible items	**295**	204
Exempt income	**(695)**	(432)
Deferred tax asset not recognised	**42**	148
	-	-

The Parent Company has tax losses available for carry forward as at 31 March 2025 of approximately RO 4.2 million (2024 - RO 3.9 million). The Parent Company has not recognised a deferred tax asset on the basis that the income of the Parent 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 over five years under the Oman Income Tax Law.

(b) Status of tax assessments:

The Parent Company's tax assessments have been completed by the Tax Authority upto the year 2022. The tax assessments of subsidiaries have been completed by the Tax Authority upto years 2020 and 2021.

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 consolidated financial position of the Group as at 31 March 2025.

20 Proposed dividend

The Board of Directors have proposed a cash dividend of RO 1,148,281 (4 baisa per share) and a stock dividend of 4 shares per 100 shares for the year 2025 which is subject to the approval of the shareholders in the forthcoming Annual General Meeting to be held on 30 June 2025. Dividend for the year ended 31 March 2024 of RO 1,030,000 (5 baisa per share) was paid in cash and stock dividend of 3 percent of RO 618,000 was issued during the year ended 31 March 2025 which was approved by the shareholders in the Annual General Meeting held on 26 June 2024.

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, 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; and
- Interest rate risk.

The Group's policies for managing each of these risks 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 places funds as published by Moody's Investors Services:

	Rating	**2025 RO'000**	2024 RO'000
Bank balances	NP	**485**	85
		485	85

The maximum exposure to credit risk at the reporting date by type is shown as below:

	2025 RO'000	2024 RO'000
Bank balances	**485**	85

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

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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, including unutilised credit facilities with banks, 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 which are subject to notice, are treated as if notice were to be given immediately.

2025	**Carrying value RO'000**	**Contractual cashflows RO'000**	**Up to 1 year RO'000**	**1 - 5 years RO'000**	**Above 5 years RO'000**
Bank borrowings (Note 10)	**28,790**	**34,864**	**6,359**	**23,436**	**5,069**
Accrued expenses	**140**	**140**	**140**		**-**
	28,930	**35,004**	**6,499**	**23,436**	**5,069**

2024	Carrying value RO'000	Contractual cashflows RO'000	Up to 1 year RO'000	1 – 5 years RO'000	Above 5 years RO'000
Bank borrowings (Note 10)	15,725	18,264	6,231	12,033	-
Accrued expenses	107	107	107	-	-
	15,832	18,371	6,362	12,033	

The maturity profile of the Group's financial assets is given below:

2025	**Within a year RO'000**	**Non-fixed maturity RO'000**	**Total RO'000**
Investment in associates	**-**	**29,392**	**29,392**
Investments at fair value	**-**	**32,352**	**32,352**
Receivables	**1,866**	**-**	**1,866**
Cash and bank balances	**485**	**-**	**485**
	2,351	**61,744**	**64,095**
2024			
Investment in associates	-	30,915	30,915
Investments at fair value	-	13,241	13,241
Receivables	1,263	-	1,263
Cash and bank balances	85	-	85
	1,348	44,156	45,504

(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.

21 Financial risk management *(continued)*

(iii) Market risk *(continued)*

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

A 5% change in fair value of the Group's quoted financial assets would have an impact on profit or loss of approximately RO 0.18 million (2024 - RO 0.15 million) and other comprehensive income of approximately RO 1.43 million (2024: RO 0. 50 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 the reporting date, the Group is not exposed to any significant exchange rate risk, as majority of the assets are in RO or the currencies pegged to the RO.

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.

If interest rates at 31 March 2025 had been 50 basis points higher/lower with all other variables held constant, net profit for the year would have been lower/higher by RO 144,000 (2024 - RO 79,000).

(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 RO'000	Level 2 RO'000	Level 3 RO'000	Total RO'000
2025				
Financial assets at fair value	**32,280**	**-**	**72**	**32,352**
2024				
Financial assets at fair value	13,167	-	74	13,241

21 Financial risk management *(continued)*

(iii) Market risk *(continued)*

(c) Fair value estimation (continued)

Level 3 investments are investments in shares of an unquoted company. The management values the investment using a net asset valuation method. Management considers that the carrying value of the investment approximates its fair value as significant portfolio of the underlying assets and liabilities of the investee companies are either at fair value or are in cash and cash equivalents where fair value approximates the carrying value. Therefore, unadjusted net assets value is representative of fair value of these investments. Sensitivity analysis is not presented as level 3 investments are not material.

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 on 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 funds by the Group is shareholders’ capital and bank borrowings. The capital requirements are routinely forecasted on a periodic basis, and assessed against both the forecasted 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 compared to the previous year.

24 Critical accounting estimates and judgments

The preparation of consolidated financial statements in conformity with IFRS Accounting Standards 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 Group’s accounting policies.

24 Critical accounting estimates and judgments *(continued)*

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 judgment and uncertainty and actual results may differ from management's estimates resulting in future changes in estimated liabilities.

(i) Impairment of financial assets

IFRS 9 requires the Group to record an allowance for Expected Credit Loss (ECL) on debt financial instruments 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 Group'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) Assessment of significant influence

In cases where the Group holds less than the 20% voting rights, management exercises significant judgment which takes into account certain factors laid down by IAS 28 to reach a conclusion on whether the entity has significant influence.

Management has assessed the level of influence that the Company has on Al Maha Ceramics SAOG and Voltamp Energy SAOG and determined that it has significant influence, because of the board representation even though the shareholding is below 20%. Accordingly, these investments continue to be classified as associates.

(v) Impairment of investment in associates

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 judgment 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 judgment involved in determination of impairment is mentioned in note "Impairment of non-financial assets" below.

24 Critical accounting estimates and judgments *(continued)*

(vi) Impairment of non – financial assets

Impairment exists when the carrying value of an asset or cash generating unit (CGU) 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 discounted cash flow (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 further explained in Note 3.

25 Material accounting policies

Material 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(a) *Standards, amendments, and interpretations effective and adopted in the year 2024 - 2025*

The following new standards, amendment to existing standards or interpretations to various IFRS Accounting Standards are mandatorily effective for the reporting period beginning on or after 1 January 2024:

Standard or Interpretation	**Title**
Amendments to IFRS 16	Leases: Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-Current Liabilities with Covenants
Amendments to IAS 7	Statement of Cash Flows: Supplier Finance Arrangements
Amendments to IFRS 7	Financial Instruments: Disclosures - Supplier Finance Arrangements

IFRS 16: Lease Liability in a Sale and Leaseback

On 22 September 2022, the IASB issued amendments to IFRS 16 – Lease Liability in a Sale and Leaseback.

Prior to the amendments, IFRS 16 did not contain specific measurement requirements for lease liabilities that may contain variable lease payments arising in a sale and leaseback transaction. In applying the subsequent measurement requirements of lease liabilities to a sale and leaseback transaction, the amendments require a seller-lessee to determine 'lease payments' or 'revised lease payments' in a way that the seller-lessee would not recognise any amount of the gain or loss that relates to the right of use retained by the seller-lessee.

These amendments had no effect on the consolidated financial statements of the Group.

25 Material accounting policies *(continued)*

25.1(a) ***Standards, amendments, and interpretations effective and adopted in the year 2024 - 2025*** *(continued)*

Amendments to IAS 1: Classification of Liabilities as Current or Non-Current and Non-current Liabilities with Covenants

The IASB issued amendments to IAS 1 in January 2020 Classification of Liabilities as Current or Non-current and subsequently, in October 2022 Non-current Liabilities with Covenants.

The amendments clarify the following:

- An entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period.
- If an entity's right to defer settlement of a liability is subject to covenants, such covenants affect whether that right exists at the end of the reporting period only if the entity is required to comply with the covenant on or before the end of the reporting period.
- The classification of a liability as current or non-current is unaffected by the likelihood that the entity will exercise its right to defer settlement.
- In case of a liability that can be settled, at the option of the counterparty, by the transfer of the entity's own equity instruments, such settlement terms do not affect the classification of the liability as current or non-current only if the option is classified as an equity instrument.

These amendments have no effect on the consolidated financial statements of the Group.

Amendments to IAS 7 & IFRS 7: Supplier Finance Arrangements

On 25 May 2023, the IASB issued Supplier Finance Arrangements, which amended IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures.

The amendments require entities to provide certain specific disclosures (qualitative and quantitative) related to supplier finance arrangements. The amendments also provide guidance on characteristics of supplier finance arrangements.

The Group has carried out an assessment of its contracts and operations and, concluded that, these amendments have had no effect on the consolidated financial statements, regardless of the transition relief provided.

25.1(b) ***Standards, amendments and interpretations issued but not yet effective in the year 2024 - 2025***

The following new/amended accounting standards and interpretations have been issued by IASB that are effective in future accounting period and the Group has decided not to adopt early.

Standard or Interpretation	Title	Effective for annual period beginning on or after
Amendments to IAS 21	The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability	1 January 2025
Amendments to IFRS 9	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to IFRS 9	Contracts Referencing Nature-dependent Electricity	1 January 2026
IFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027

The Group is currently assessing the impact of these new accounting standards and amendments. The Group does not expect these amendments and standards issued but not yet effective, to have a material impact on the consolidated financial statements, except for IFRS 18.

25 Material accounting policies *(continued)*

25.1(b) *Standards, amendments and interpretations issued but not yet effective in the year 2024 – 2025* *(continued)*

IFRS 18 Presentation and Disclosure in Financial Statements, which was issued by the IASB in April 2024 supersedes IAS 1 and will result in major consequential amendments to IFRS Accounting Standards including IAS 8 Basis of Preparation of Financial Statements (renamed from Accounting Policies, Changes in Accounting Estimates and Errors). Even though IFRS 18 will not have any effect on the recognition and measurement of items in the financial statements, it is expected to have a significant effect on the presentation and disclosure of certain items. These changes include categorisation and sub-totals in the statement of profit or loss, aggregation/disaggregation and labelling of information, and disclosure of management-defined performance measures.

25.2 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 consolidated shareholders' equity. Gains or losses on disposals to non-controlling interests are also recorded in consolidated shareholders' 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 profit or loss. 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.

(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/or significant representation on the Board of Directors. Investment 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 transferred to retained earnings where appropriate.

25 Material accounting policies *(continued)*

25.2 Basis of consolidation *(continued)*

The Group's share of post-acquisition profit or loss is recognised in profit or loss, 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 profit or loss. Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's consolidated 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.

25.3 Financial instruments

Financial instruments are recognised when the Group becomes a party to the contractual provisions of the instrument. A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

25.3.1 Financial assets

The Group determines the classification of its financial assets at initial recognition. The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

(i) Classification

The financial assets are classified in the following measurement categories:

a) those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss); and
b) those to be measured at amortised cost.

For assets measured at fair value, gains and losses are recorded in the Group's profit or loss or other comprehensive income.

(ii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss as incurred.

25 Material accounting policies *(continued)*

25.3 Financial instruments *(continued)*

25.3.1 Financial assets *(continued)*

The Group has classified fair value measurements on a recurring basis using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2); and
- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group classifies debt instruments at amortised cost based on the below:
a) the asset is held within a business model with the objective of collecting the contractual cash flows; and
b) the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective Interest Rate (EIR).

Equity instruments

If the Group elects to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments shall continue to be recognised in profit or loss as other income when the Group's right to receive payments is established. There are no impairment requirements for equity investments measured at fair value through other comprehensive income. Changes in the fair value of financial assets at fair value through profit or loss is recognised in profit or loss.

(iii) Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Group changes its business model for managing financial assets.

(iv) Modifications of financial assets

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification doesn’t result in derecognition and the Group recalculates the gross carrying amount based on the revised cash flows and the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit or loss. If the cash flows are substantially different, the Group derecognises the original financial asset and recognises a 'new' asset at fair value and recalculates a new effective interest rate for the asset.

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.

(v) De-recognition of financial assets

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

25 Material accounting policies *(continued)*

25.3 Financial instruments *(continued)*

25.3.1 Financial assets *(continued)*

The Group applies the Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial assets and credit risk exposure that are debt instruments and are measured at amortised cost e.g. loans, deposits, and trade receivables.

ECL is the probability-weighted estimate of credit losses (i.e. present value of all cash shortfalls) over the expected life of the financial asset. A cash shortfall is the difference between the cash flows that are due in accordance with the contract and the cash flows that the Group expects to receive. The ECL considers the amount and timing of payments and hence a credit loss arises even if the Group expects to receive the payment in full but later than when contractually due. The ECL method requires assessing credit risk, default and timing of collection since initial recognition. This requires recognising allowance for ECL in profit or loss even for receivables that are newly originated or acquired. Impairment of financial assets is measured as either 12 months ECL or lifetime ECL, depending on whether there has been a significant increase in credit risk since initial recognition. '12 months ECL' represent the ECL resulting from default events that are possible within 12 months after the reporting date. 'Lifetime ECL' represent the ECL that result from all possible default events over the expected life of the financial asset.

Receivables are of a short duration, normally less than 12 months and hence the loss allowance measured as lifetime ECL does not differ from that measured as 12 months ECL. The Group uses the practical expedient in IFRS 9 for measuring ECL for receivables using a provisioning matrix based on aging of the receivables.

The Group uses historical loss experience and derived loss rates based on the past twelve months and adjusts the historical loss rates to reflect the information about current conditions and reasonable and supportable forecasts of future economic conditions. The loss rates differ based on the aging of the amounts that are past due and are generally higher for those with the higher aging.

(vi) Income recognition

Interest income

For all financial instruments measured at amortised cost and interest-bearing financial assets, interest income is recognised using the EIR, which is the rate that discounts the estimated future cash receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset.

When a loan and receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original EIR of the instrument, and continues unwinding the discount as interest income. Interest income on impaired financial asset is recognised using the original EIR.

25.3.2 Financial liabilities

The Group determines the classification of its financial liabilities at initial recognition. The classification depends on the business model for managing the financial liabilities and the contractual terms of the cash flows.

(i) Classification

The financial liabilities are classified in the following measurement categories:
a) those to be measured as financial liabilities at fair value through profit or loss; and
b) those to be measured at amortised cost.

25 Material accounting policies *(continued)*

25.3 Financial instruments *(continued)*

25.3.2 Financial liabilities *(continued)*

(ii) Measurement

All financial liabilities are recognised initially at fair value. Financial liabilities accounted at amortised cost like borrowings are accounted at the fair value determined based on the EIR after considering the directly attributable transaction costs.

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, and subsequently measured at fair value.

The EIR method calculates the amortised cost of a debt instrument by allocating interest charged over the relevant EIR period. The EIR is the rate that exactly discounts estimated future cash outflows (including all fees and points paid or received that form an integral part of the EIR, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. This category generally applies to borrowings and payables etc.

The Group's financial liabilities include bank borrowings and payables. The Group measures financial liabilities at amortised cost.

(iii) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

25.4 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.

25.5 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 Material accounting policies *(continued)*

25.6 Property and other assets

Property and other assets are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any, except for freehold land which is not depreciated. 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 profit or loss during the financial year in which these are incurred.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each class of property and other assets, except free hold land. The estimated useful lives are as follows:

	Years
Furniture and fixtures	4 - 5

Freehold land is carried at cost and is not depreciated as it is deemed to have an indefinite life.

The assets' residual values, depreciation methods 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 profit or loss.

25.7 Cash and cash equivalents

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

25.8 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, 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 Protection Law are recognised as an expense in profit or loss as incurred.

25.9 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 an interest expense.

25 Material accounting policies *(continued)*

25.10 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 reporting date. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest rate.

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

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

25.11 Share capital

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

25.12 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 bonds is recognised on receipt.
- Dividend income from financial assets at fair value through profit or loss and other comprehensive income is recognised in the profit or loss when the Group'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 an individual scrip basis using weighted average cost of securities and is taken to profit or loss or other comprehensive income, as per classification of investment.
- Realised gains / losses on financial assets at fair value are recognised and taken to profit or loss or other comprehensive income in the year of disposal of the related securities, as per their classification.

25.13 Income tax

Income tax on the results for the year comprises of current and deferred tax. Tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current tax charge recognised in the profit or loss is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively 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 substantively enacted by the reporting date.

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 Material accounting policies *(continued)*

25.14 Directors' remuneration

The Directors' remuneration is governed by the Commercial Companies Law and Regulations and the rules prescribed by the Financial Services Authority.

25.15 Earnings per share

The Group 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 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.

25.16 Net assets per share

The Group presents net assets per share for its ordinary shares. Net assets per share is calculated by dividing the net assets as at the year-end by the number of shares outstanding at the year-end.

25.17 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.

25.18 Operating segment

The Group primarily invests in diversified sectors in Sultanate of Oman and does not have any operating segment.

25.19 Climate-related matters

Risks induced by climate change may have adverse future adverse effects on the Group's business activities. These risks include transition risks (e.g., regulatory changes and reputational risks) and physical risks (even if the risk of physical damage is low due to the Group activities and geographical locations).

Climate-related matters are being assessed by the management for their potential impact on the operations of the Group. No threats have been identified or reported, as at the reporting date.

25.20 Other income

Other income earned by the Group is recognised on the accruals basis, or when the Company's right to receive payment is established, unless recovery is doubtful.

26 Comparative figures

Certain comparative figures of the previous year have been either regrouped or reclassified, wherever necessary, in order to conform with the presentation adopted in the current year's consolidated financial statements. Such regrouping or reclassification did not affect previously reported net profit or shareholders' equity.

	31 March 2024 As previously reported RO'000	Reclassification RO'000	31 March 2024 As reclassified RO'000
Equity investment reserve	(459)	1,844	1,385
Associates' reserves	2,647	(1,844)	803

27 Subsequent events

There are no events occurring subsequent to 31 March 2025 and before the date of the approval that are expected to have a significant impact on these consolidated financial statements.