

B Investments Holding "S.A.E."
Condensed Consolidated Interim Financial Statements
For the Six months ended June 30, 2023
Together with Limited Review Report



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*Translation of Limited Review
Report Originally Issued in Arabic*

Limited review report for the condensed consolidated interim financial statements

To: The Board of Directors of B Investments Holding "S.A.E."

Introduction

We have reviewed the accompanying condensed consolidated interim financial statements of B investments Holding S.A.E. which comprise the condensed consolidated interim statement of financial position as of June 30, 2023 and the related condensed consolidated interim statements of profit or loss, comprehensive income, changes in equity and cash flows for the Six months then ended, and a summary of significant accounting policies and other explanatory notes.

Management is responsible for the preparation and fair presentation of the condensed consolidated interim financial statements in accordance with Egyptian Accounting Standard No. (30) "Interim financial statements".

Our responsibility is to express a conclusion on these condensed consolidated interim financial statements based on our review.

Scope of Review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial statements do not present fairly in all material respects the consolidated financial position of B Investments Holding S.A.E. as of June 30, 2023, and of its consolidated financial performance and its consolidated cash flows for the Six months then ended in accordance with Egyptian Accounting Standard No. (30) "Interim financial statements".

Cairo, August 15, 2023

Farid Samir Farid, CPA

F.R.A. No. (210)

R.A.A. 8739

(Saleh, Barsoum & Abdel Aziz – Grant Thornton)



B Investments Holding "S.A.E"
Condensed consolidated Interim Statement of Financial Position as of June 30, 2023

	<u>Note</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>December 31, 2022</u> <u>EGP</u>
<u>Assets</u>			
<u>Non-current assets</u>			
Investments in associates using equity method	(4)	501 076 395	489 078 518
Investments in joint ventures using equity method	(5)	437 465 939	429 919 432
Investment properties (net)		89 786 736	90 645 767
Fixed Assets (net)		43 092	—
Loans to associates (net)	(7)	205 120 455	164 282 595
Notes receivable (net)	(9)	4 561 445	5 235 542
Total non-current assets		1 238 054 062	1 179 161 854
<u>Current assets</u>			
Loans to joint ventures (net)	(8)	14 306 430	13 223 046
Notes receivable (net)	(9)	2 100 641	2 180 364
Due from related parties (net)	(10)	5 203 389	290 111 728
Other debit balances (net)	(11)	167 138 729	22 541 900
Treasury bills (net)	(12)	276 110 545	265 347 676
Cash at banks	(13)	1 900 971 943	1 852 601 758
Total current assets		2 365 831 677	2 446 006 472
<u>Financial non-current assets held for sale</u>			
Investments at fair value through OCI	(6)	—	682 394 512
Total financial non-current assets held for sale		—	682 394 512
Total assets		3 603 885 739	4 307 562 838
<u>Equity and liabilities</u>			
<u>Equity</u>			
Issued and paid-up capital	(18)	800 122 080	800 122 080
Reserves		363 235 880	280 806 359
Revaluation reserve of investments at fair value through OCI	(6)	—	441 273 047
Retained earnings		1 127 764 724	649 384 964
Net profit attributable to shareholders of the parent company for the period /year		384 702 633	846 190 451
Total Equity of the Parent Company		2 675 825 317	3 017 776 901
Non-Controlling interests	(19)	153 637 716	43 571 783
Total equity		2 829 463 033	3 061 348 684
<u>Non-current liabilities</u>			
Deferred tax liabilities	(17)	27 565 354	140 568 889
Total non-current liabilities		27 565 354	140 568 889
<u>Current liabilities</u>			
Due to related parties	(14)	159 298 105	133 837 328
Accounts payable and other credit balances	(16)	185 710 883	507 301 495
Current income tax		397 320 734	459 354 637
Provisions	(15)	4 527 630	5 151 805
Total current liabilities		746 857 352	1 105 645 265
Total equity and liabilities		3 603 885 739	4 307 562 838

- The attached notes form an integral part of the condensed consolidated interim financial statements , and to be read therewith.

Chief Financial Officer
Ahmed Abdel Monem Madbouly

Chief Executive Officer
Dr. Mohamed Abdel Monem Omran

Chairman
Mohamed Hazem Adel Barakat

- Limited review report attached




B Investments Holding "S.A.E"
Condensed consolidated Interim Statement of Profits and Losses
For the six months ended June 30, 2023

	Note	The six months ended		The three months ended	
		June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
		EGP	EGP	EGP	EGP
Revenues and profits					
Dividends income from investments at fair value through OCI	(22)	109 878 509	26 853 298	109 878 509	26 853 298
Profits from sale of investments at FVTPL	(23)	39 000 032	786 330	19 835 162	2 093 541
Group's share of profits of associate and joint ventures	(24)	80 745 582	27 355 200	39 587 426	13 378 498
Credit interest		6 503 668	4 364 189	3 316 642	2 223 588
Rental income of investment properties	(26)	108 321 347	199 662	107 323 200	199 662
Other revenue		344 449 136	59 558 679	279 940 939	44 748 587
Expenses and losses					
Investment manager fees	(25)	(54 842 307)	(9 229 810)	(16 996 838)	(4 640 402)
Consulting fees and other expenses		(20 616 700)	(2 062 021)	(13 862 812)	(1 389 144)
Tax expense on dividends income from investment in associates and joint ventures		(1 744 188)	—	(1 744 188)	—
Tax expense on dividends income from investment in subsidiaries		(126 695 100)	—	(126 695 100)	—
Board of directors allowances and other expenses		(319 000)	(242 300)	(194 000)	(242 300)
Investment properties' depreciation		(859 031)	(865 522)	(429 515)	(434 141)
Expected credit losses		(811 355)	(542 185)	(134 875)	(497 166)
Other Expenses		(709 843)	—	(165 000)	—
Foreign exchange gains.		584 017 708	25 164 491	(181 865)	4 514 192
Net profit for the period before tax		721 867 322	71 781 332	119 536 746	42 059 626
Current income tax	(17)	(152 787 037)	(6 384 782)	(29 890 563)	(3 016 194)
Deferred tax		(15 107 995)	(4 956 844)	494 199	(889 399)
Net profit for the period		553 972 290	60 459 706	90 140 382	38 154 033
Attributable as follows:					
Attributable to the shareholders of the Parent Company		384 702 633	60 459 706	53 577 662	38 154 033
Non-controlling interests		169 269 657	—	36 562 720	—
Net profit for the period		553 972 290	60 459 706	90 140 382	38 154 033
Basic earnings per share	(20)	2.37	0.38	0.30	0.24

- The attached notes form an integral part of the condensed consolidated interim financial statements , and to be read therewith.

B Investments Holding "S.A.E"
Condensed consolidated interim Statement of Comprehensive Income
For the six months ended June 30, 2023

	<u>Note</u>	<u>The six months ended</u>		<u>The three months ended</u>	
		<u>June 30, 2023</u>	<u>June 30, 2022</u>	<u>June 30, 2023</u>	<u>June 30, 2022</u>
		<u>EGP</u>	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>
Net profit for the period		553 972 290	60 459 706	90 140 382	38 154 033
Other comprehensive income					
Revaluation reserve of investments at fair value through OCI net of tax	(6)	88 277 946	—	—	—
Total other comprehensive income for the period net of tax		88 277 946	—	—	—
Total comprehensive income for the period		642 250 236	60 459 706	90 140 382	38 154 033
Distributed as follows:					
Attributable to shareholders of the parent company		472 980 579	60 459 706	90 140 382	38 154 033
Non-controlling interests		169 269 657	—	—	—
Total comprehensive income for the period		642 250 236	60 459 706	90 140 382	38 154 033

- The attached notes form an integral part of the condensed consolidated interim financial statements , and to be read therewith.

B Investments Holding "S.A.E."
Condensed consolidated Interim Statement of Changes in Equity
For the six months ended June 30, 2022

	Issued and paid-up capital	Shares Issuance Reserve	Revaluation reserve of Investments at fair value through OCI	Legal reserve	Group's share in the combination reserve of joint venture entities	Group's share in the Other comprehensive income in joint venture and associate entities financial statements	Retained earnings	Net profit of the attributable shareholders of the Parent Company	Total Equity of the Parent Company	Non-Controlling Interests	Total Equity
	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP
Balance as of January 1, 2022	800 122 040	(4 111 018)	197 138 855	273 545 045	(4 522 300)	17 294 856	632 637 893	165 308 898	2 017 414 309	-	2 017 414 309
Items of comprehensive income											
Net profit of the period	-	-	-	-	-	-	-	60 459 706	60 459 706	-	60 459 706
Total Comprehensive Income	-	-	-	-	-	-	-	60 459 706	60 459 706	-	60 459 706
The company's shareholders transactions											
Transferred to legal reserve	-	-	-	6 171 515	-	-	-	(6 171 515)	-	-	-
Transferred to retained earnings	-	-	-	-	-	-	99 137 383	(99 137 383)	-	-	-
Dividends	-	-	-	-	-	-	(83 672 208)	-	(83 672 208)	-	(83 672 208)
Total company's shareholders transactions	-	-	-	6 171 515	-	-	15 465 175	(105 308 898)	-	-	(83 672 208)
Balance as of June 30, 2022	800 122 040	(4 111 018)	197 138 855	279 716 560	(4 522 300)	17 294 856	648 103 068	60 459 706	1 994 201 807	-	1 994 201 807
Balance as of January 1, 2023	800 122 040	-	441 273 946	279 716 560	-	1 089 799	649 384 964	846 198 461	3 017 776 961	43 671 783	3 061 348 684
Items of comprehensive income											
Net profit of the period	-	-	-	-	-	-	-	364 702 633	364 702 633	169 268 657	533 972 290
Revaluation reserve of Investments at fair value through OCI net of tax	-	-	86 277 946	-	-	-	-	-	86 277 946	-	86 277 946
Total Comprehensive Income	-	-	86 277 946	-	-	-	-	364 702 633	472 980 579	169 268 657	642 250 236
The company's shareholders transactions											
Transferred to legal reserve	-	-	-	82 429 521	-	-	-	(82 429 521)	-	-	-
Transferred to retained earnings	-	-	-	-	-	-	763 760 930	(763 760 930)	-	-	-
Non-controlling interests	-	-	-	-	-	-	(3 775 683)	-	(3 775 683)	58 488 953	58 714 270
Closing of Revaluation reserve of Investments at fair value through OCI net of tax in Retained Earnings	-	-	(529 550 993)	-	-	-	529 550 993	-	-	-	-
Non-controlling interests share in dividends of a subsidiary	-	-	-	-	-	-	-	-	-	(118 693 677)	(118 693 677)
Dividends	-	-	-	-	-	-	(811 156 483)	-	-	-	(811 156 483)
Total company's shareholders transactions	-	-	(529 550 993)	82 429 521	-	-	(28 605 490)	(846 198 461)	(814 532 153)	(59 203 724)	(874 135 677)
Balance as of June 30, 2023	800 122 040	-	-	362 146 081	-	1 089 799	1 127 784 724	364 702 633	2 679 625 317	153 637 716	2 833 263 033

* The attached notes form an integral part of the condensed consolidated interim financial statements, and to be read therewith.

B Investments Holding "S.A.E"
Condensed consolidated Interim Statement of Cash Flows
For the Six months ended June 30, 2023

<u>Note</u>	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
<u>Cash flows from operating activities</u>		
Net profit for the period before tax	721 867 322	71 781 332
<u>Adjusted by</u>		
Group's share of profits of associates and joint ventures	(39 000 032)	(788 330)
Reversal of dividends income from investments at fair value through OCI	—	(26 853 298)
Reversal of Profits from sale of investments at FVTPL	(109 878 509)	—
Reversal of tax expense on dividends income from investment in associates and Joint ventures	1744188	—
Reversal of tax expense on dividends income from investment in subsidiaries	126895100	—
Depreciation of investment properties	858 031	865 522
Foreign currency exchange differences	(584 017 708)	(25 164 491)
Credit interest - treasury bills	(24 711 682)	(19 098 174)
Credit interest	(56 033 900)	(8 259 026)
Reversal of expected credit losses	811 355	542 185
Net Provisions (used) formed during the period	(624 175)	(1 315 170)
Operating Profit / losses before changes in working capital	37 710 990	(8 285 450)
Decrease in loans to associates and joint ventures	—	20 386 662
Decrease in notes receivable	1 000 000	1 000 000
(Increase) in other debit balances	(152 418 398)	(8 301 252)
Increase (Decrease) in due to related parties	25 460 777	(48 111)
(Decrease) in accounts payable and other credit balances	(482 039 428)	(290 212)
Income tax paid during the period	(360 790 557)	(4 704 988)
Proceeds from dividends income from Investments at fair value through OCI	—	26 853 298
Net cash flows (Used in) generated from operating activities	(941 076 616)	26 609 949
<u>Cash flows from Investing activities</u>		
Proceeds from credit interest	44 558 930	2 638 382
Payments for investments in joint ventures acquisition	(12 178 100)	(10 787 252)
Payments to advance for investments in joint ventures	—	(5 943 110)
Payments for investments in associates acquisition	—	(28 372 659)
Payments to acquire investment properties	—	(662 350)
Payments to acquire Fixed Assets	(43 082)	—
Payments for acquisition of investments at FVTPL	(272 301 559)	—
Proceeds from sale of investments at FVTPL	382 180 068	—
Proceeds from disposals of investments at fair value through OCI	904 077 877	—
Net proceeds/ payments from sale, redemption and acquisition of treasury bills	136 703 695	95 918 360
Net cash flows generated from Investing activities	1 182 998 819	52 811 341
<u>Cash flows from financing activities</u>		
Dividends paid	(640 707 664)	(82 574 208)
Net cash flows (used in) financing activities	(640 707 664)	(82 574 208)
Net change in cash and cash equivalents during the period	(398 785 461)	(3 152 918)
Cash and cash equivalents at the beginning of the period	1 957 771 138	60 238 312
Effects of exchange rate changes on balances of cash held in foreign currencies	518 648 133	4 264 061
Cash and cash equivalents at the end of the period	(13) 2 075 633 810	61 347 455

- The attached notes form an integral part of the condensed consolidated interim financial statements , and to be read therewith.

1. General information

B Investments Holding "S.A.E." (BPE Holding for Financial investments -formerly) "The Company" was established under the provisions of Law No. 95 for 1992 and its executive regulations. The Company was registered on December 31, 2005, under No 52455 at South Cairo Commercial Register pursuant to the Capital Market Authority License No. 348 dated April 11, 2006. Then the Company registered on October 24, 2012, under No 63264 at South Cairo Commercial Register.

The company's new location is 24 Talaat Harb Street, Cinema Radio Building – 1st Floor - Cairo. The company's new location was registered on July 15, 2020 in the commercial register.

The Company's purpose is to participate in the incorporation of other entities, which issue securities, or increase their capital. The Company may have interest or participate in any form with corporate companies pursuing similar activities, or which may assist it in realizing its purpose in Egypt or abroad. The Company may also merge, purchase, or become a subsidiary of a company according to the provisions of law and its executive regulations. The Company's duration is 20 years commencing from the Commercial Register date.

The Company's primary business activity is investing in other entities, in accordance with its established investment policy. The Company aims to identify, research, negotiate, make, and monitor the progress of and sell, realize, and exchange investments and distribute proceeds of such investments with the principal objective of providing shareholders with a high relative overall rate of return by means of both income, capital growth and exit.

On January 11, 2016, the Company's extraordinary general assembly decided to change the Company name to be BPE Holding for Financial Investments, the change was registered in the Company's commercial register on February 24, 2016.

On May 8, 2018, the Company's extraordinary general assembly decided to change the Company name to be B investments Holding S.A.E, the change was registered in the company's commercial register on July 8, 2018.

The Board of Directors of the Company officially approved the issuance of the condensed consolidated interim financial statements for the six-month ended June 30, 2023, on August 15, 2023.

2. Statement of compliance for the condensed consolidated interim financial statements

The condensed consolidated interim financial statements have been prepared in accordance with the Egyptian Accounting Standard No. (30)

3. Basis for preparation of the condensed consolidated interim financial statements

The condensed consolidated interim financial statements have been prepared using the same accounting policies applied in last year. These condensed consolidated interim financial statements are to be read in conjunction with the consolidated financial statements issued for the year ended December 31, 2022.

4. Investments in associates using equity method.

<u>Company Name</u>	<u>No. of owned Shares</u>	<u>Ownership</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
		<u>%</u>	<u>EGP</u>	<u>EGP</u>
Al Retail for Trade and Investment S.A.E.	727 526	22.79%	487 058	446 893
Madinet Misr for Housing and Development S.A.E.	157 751 540	7.39%	500 589 337	488 631 625
Infinity Solar 1 B. V.	246	24.6%	--	--
Infinity Solar 2 B. V.	175	17.5%	--	--
Infinity Solar 3 B. V.	175	17.5%	--	--
			501 076 395	489 078 518

The increase in investments in associates is mainly due to the decrease in the cost of investment of Madinet Misr for Housing and Development by an amount of EGP 23 662 732 which represents the company's share in dividends before tax deduction. In addition to the recognition of the group share in profit of Madinet Misr for Housing and Development in the statement of profit or loss by amount of EGP 35 620 732, Note (23).

5. Investments in joint ventures using equity method.

<u>Company Name</u>	<u>No. of owned Shares</u>	<u>Ownership</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
		<u>%</u>	<u>EGP</u>	<u>EGP</u>
Red Sea Venture for Solar Power S.A.E.	7 425	49.5%	5 727 150	5 727 150
Ebtikar Holding for Financial Investments S.A.E.	168 600 600	16.45%	110 229 826	110 112 671
Gourmet Egypt .com Foods S.A.E. "Gourmet"	4 316 572	52.9%	83 702 466	83 165 071
Basata Financial Holding S.A.E.	1 018 336	20.66%	108 512 441	98 689 919
Egyptian IVF Center S.A.E.			135 021 206	137 951 771
Deduct: Impairment of investment in Red Sea Venture for Solar Energy S.A.E.			(5 727 150)	(5 727 150)
			437 465 939	429 9 432

The main reasons for the increase in the investments in joint ventures are as follows:

- The recognition of the group share in profits of Gourmet Egypt.Com S.A.E. and Ebtikar Holding for Financial Investments S.A.E. In the statement profit or loss by EGP 1 113 092 and EGP 117 155 respectively (Note 23).
- The recognition of the group share in losses of Basata Financial Holding S.A.E. by an amount of EGP 2 355 577 (Note 23), in addition to paying the company's share in the capital increase of Basta Financial Holding S.A.E. amounted to EGP 12 178 100, this was registered in the investee's commercial register on April 26, 2023.
- The recognition of the group share in profits of Egyptian IVF Center S.A.E. by an amount of 4 464 753 EGP (Note 23), in addition to the decrease in the cost of investment in the Egyptian IVF Center S.A.E., by an amount of EGP 5 610 507, which represents the company's share in dividends before tax deduction.

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

6. Investments at fair value through OCI

	<u>No. of</u> <u>Quotas</u>	<u>Ownership</u> <u>%</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>December 31, 2022</u> <u>EGP</u>
Name of Company				
Total Egypt LLC "Total" - Cost*	330 248	6.375%	113 009 935	113 009 935
Add: Valuation of remaining Quotas			791 067 941	569 384 577
Deduct: Disposal of remaining Quotas **			(904 077 876)	--
			<u>--</u>	<u>682 394 512</u>

The following is the movement of the revaluation reserve of investments at fair value through OCI during the period:

<u>Description</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>December 31, 2022</u> <u>EGP</u>
Balance at the beginning of period/year	<u>441 273 047</u>	<u>197 138 855</u>
Differences in valuation of investments at fair value through OCI	221 683 364	300 821 789
Deferred tax arising from Differences in valuation of investments at fair value through OCI (Note 17)	(49 878 757)	(56 687 597)
Incentive fees for the investment manager net of tax*** (Note 25)	(83 526 661)	--
Total charged to consolidated interim statement of comprehensive income	<u>88 277 946</u>	<u>244 134 192</u>
Closing of Revaluation reserve of investments at fair value through OCI in Retained Earnings	(529 550 993)	--
Balance at end of Period/year	<u>--</u>	<u>441 273 047</u>

*Pursuant to the shareholders' agreement signed in 2013 with (Total O M)" parent Company of Total Egypt ", the Company invested EGP 141 262 077 in Total, and accounts for its investment at fair value through OCI. The Company's share in Total was 13.01% as of December 31, 2013.

During 2014, Total called for a capital increase and the Company did not subscribe in this capital increase, which diluted the Company's interest from 13.01% to 7.97%. The commercial register of Total has been amended to reflect the capital increase on September 24, 2014.

Additionally, the shareholders' agreement signed in 2013 between the Company and Total O M "parent company of Total Egypt" stipulates that the Company has a put option to sell all or part of the shares owned to Total O M, the put option is exercisable starting from the sixth year until the thirteenth year from the date of signing the shareholders' agreement. In return, (Total O M) has the option to call all of the shares owned by the Company starting from the eighth year until the thirteenth year from the date of signing the shareholders' agreement.

On December 24, 2020, the Company sold 20% of its share in Total Egypt which is equal to 1.6% of the Company's total Quotas, and accordingly, its ownership percentage has become 6.375%.

** On February 6, 2023, B Investments Holding Company executed the final sale of its entire share in Total Energies Marketing Egypt LLC (TE) of 6.375% to Total Energies Marketing Afrique SAS (TEMA) with a total amount of USD 413 27 615, In addition to an additional amount of about USD 2 239 087, based on fulfilling some of the conditions of the TEMA deal with ADNOC Distribution Company "ADNOC", and accordingly the investment in Total Egypt LLC "Total" has been disposed.

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

*** Represents the Incentive fees during the period amounted to 107 776 340 EGP and after the tax effect impact ,it is then amounted EGP 83 526 661 ,and these fees are for executing the final sale of B Investments Holding Company entire share in Total Energies Marketing Egypt LLC (TE).

7. Loans to associates (net)

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Infinity Solar (1) B.V.	60 059 673	48 102 267
Infinity Solar (2) B.V.	102 524 676	82 112 824
Infinity Solar (3) B.V.	43 863 893	35 130 939
<u>Deduct:</u> Expected credit losses	(1 327 787)	(1 063 435)
	<u>205 120 455</u>	<u>164 282 595</u>

The increase in loans to associates is mainly due to unrealized foreign currency revaluation gains amounted to EGP 41 102 212.

8. Loans to joint ventures (net)

<u>Description</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Gourmet Egypt.com Foods S.A.E. "Gourmet"	14 371 017	13 282 742
<u>Deduct:</u> Expected credit losses	(64 587)	(59 696)
	<u>14 306 430</u>	<u>13 233 046</u>

The increase in loans to joint ventures is mainly due to the accrual of interest during the period amounted to EGP 1 088 275.

9. Notes Receivable (net)

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Current notes receivable	3 000 000	3 000 000
<u>Deduct:</u> Present value of the current portion	(893 536)	(812 203)
<u>Deduct:</u> Expected credit losses	(5 823)	(7 433)
Short term notes receivable – Net	<u>2 100 641</u>	<u>2 180 364</u>
Non-current portion of notes receivable	8 000 000	9 000 000
<u>Deduct:</u> Present value of the non-current portion	(3 422 727)	(3 746 913)
<u>Deduct:</u> Expected credit losses	(15 828)	(17 545)
Long term notes receivable – Net	<u>4 561 445</u>	<u>5 235 542</u>

The decrease in Notes receivable is mainly due to the collection of an amount of EGP one million during the period.

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

10. Due from related parties (net)

	<u>Relationship nature</u>	<u>Account nature</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>December 31, 2022</u> <u>EGP</u>
Red Sea venture for solar energy	Joint venture	Current account	1 261 101	1 261 101
Mr. Mohamed Shehab El Din Mohamed Atef Nawawi	Shareholder in a subsidiary company	Current account	--	123 544 928
Mr. Hazem Ahmed Abdel Fattah Maharem	Shareholder in a subsidiary company	Current account	--	125 093 242
Mr. Mohamed Sedik Hussein	Shareholder in a subsidiary company	Current account	--	16 498 237
Mr. Ossama Mahmoud Sorrou	Shareholder in a subsidiary company	Current account	5 203 389	24 975 321
Deduct: Expected credit losses			<u>(1 261 101)</u>	<u>(1 261 101)</u>
			5 203 389	290 111 728

11. Other debit balances (net)

	<u>June 30, 2023</u> <u>EGP</u>	<u>December 31, 2022</u> <u>EGP</u>
Deposits held with others	46 795	46 795
Accrued interest	26 467 658	16 205 240
Accrued dividends income	16 289 253	--
Accrued rental income	2 804 500	2 804 500
Prepaid expenses	723 660	153 367
Withholding tax receivables	153 069	200 670
Withholding tax on treasury bills	2 817 700	3 862 494
Advance payments to tax authority	1 197 300	1 197 300
Advance payments to suppliers	449 173	489 734
Other debit balances	119 306 737	443 750
Deduct: Expected credit losses	<u>(3 117 116)</u>	<u>(2 861 950)</u>
	167 138 729	22 541 900

The change is mainly due to recognition of accrued dividends by an amount of EGP 16 289 253 during the period, in addition to the increase in other debit balances (Note 26), also due to the decrease in the withholding tax receivables and withholding tax on treasury bills. Due to using the balance at the beginning of the period during the period to pay part of the tax liability of prior year.

12. Treasury bills (net)

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Treasury bills at face value – maturity of more than three months	103 925 000	160 975 000
Treasury bills at face value – maturity of less than three months	178 075 000	107 000 000
Deduct: Unrealized interest	(5 848 245)	(2 620 831)
Deduct: Expected credit losses	(41 210)	(6 493)
	<u>276 110 545</u>	<u>265 347 676</u>

13. Cash at banks

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Current accounts in local currency	29 462 466	23 326 093
Current accounts in foreign currencies	5 468 535	31 790 211
Time deposits at banks in foreign currencies	1 866 334 789	1 797 494 092
Deduct: Expected credit losses	(293 847)	(8 638)
	<u>1 900 971 943</u>	<u>1 852 601 758</u>

For purpose of preparing condensed consolidated interim cash flow statement, the cash and cash equivalents are comprised of the following:

	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Cash at banks	1 900 971 943	42 887 014
Add: Treasury bills – Less than three months-net	174 661 867	20 335 441
Deduct: Time Deposits – More than three months	--	(1 875 000)
	<u>2 075 633 810</u>	<u>61 347 455</u>

14. Due to related parties

	<u>Relationship</u>	<u>Account nature</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>nature</u>		<u>EGP</u>	<u>EGP</u>
BPE Partners S.A.E.*	Management company	Management fees , incentive fees and other expenses	159 298 105	133 837 328
			<u>159 298 105</u>	<u>133 837 328</u>

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

15. **Provisions**

	<u>December 31, 2022</u>	<u>Formed during the</u>	<u>Used during the</u>	<u>June 30, 2023</u>
	<u>EGP</u>	<u>period</u>	<u>period</u>	<u>EGP</u>
	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>
Provision for claims	5 151 805	--	(624 175)	4 527 630
	<u>5 151 805</u>	<u>--</u>	<u>(624 175)</u>	<u>4 527 630</u>

Provision balance is related to claims from external parties arising from the ordinary course of business. Management reviews these provisions on a quarterly basis and revises the amounts based on the latest developments, or negotiations or agreements reached with claiming parties.

16. **Accounts payable and other credit balances**

<u>Description</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Accounts payable	31 806	119 051
Accrued expenses	7 069 899	27 789 655
Withholding tax	440 307	141 042
Prepaid rent	853 075	682 607
Rent insurance	1 542 000	1 235 000
Dividends Payable	171 284 454	477 331 066
Other	4 489 342	3 074
	<u>185 710 883</u>	<u>507 301 495</u>

The decrease in accounts payable and other credit balances is mainly due to the decrease in dividends payable during the period.

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

17. Deferred tax liabilities / Deferred tax

Description	Movement during the period			
	December 31, 2022 Asset / (Liability)	Asset/(Liability)		June 30, 2023 Asset / (Liability)
		Charged to	Charged to	
		consolidated	consolidated	
		statement of profit and loss	statement of other comprehensive income	
EGP	EGP	EGP	EGP	
Deferred tax liability arising from the depreciation of investment properties	(684 665)	(208 545)	--	(893 210)
Deferred tax assets arising from unrealized foreign Currency exchange differences	(11 772 694)	(14 899 450)	--	(26 672 144)
Differences in valuation of investments at fair value through OCI (Note 6)	(128 111 530)	--	(49 878 757)	(177 990 287)
Excluding the effect of the differences in evaluating financial investments at fair value through other comprehensive income	--	--	177 990 287	177 990 287
	(140 568 889)	(15 107 995)	128 111 530	(27 565 354)

The deferred tax assets were not recognized on the temporary differences arising from the following items due to insufficient assurance to realize them in the future:

<u>Description</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Impairment of investment in joint ventures	5 727 150	5 727 150
Provisions	4 527 630	5 151 805
Expected credit losses on financial assets	6 903 029	5 286 292
	<u>17 157 809</u>	<u>16 165 247</u>

18. Capital

The authorized capital of the company stands at 2.4 billion Egyptian pounds, while the issued and paid-up capital amounted to 800 122 080 EGP. This capital is divided into 160 024 416 shares, each with a nominal value of 5 Egyptian pounds.

B Investments Holding "S.A.E."

Notes to the condensed consolidated interim financial statements

For the Six months ended June 30, 2023

19. **Non-Controlling Interests**

	<u>June 30, 2023</u>	<u>December 31, 2022</u>
<u>Inergia Technologies for Information Systems</u>	<u>EGP</u>	<u>EGP</u>
Capital	25 988 850	25 988 850
Retained Earnings	17 582 933	2 533 487
Net profit of the period	167 714 469	491 544 875
Dividends from subsidiary	(118 693 677)	(476 495 429)
	<u>92 592 575</u>	<u>43 571 783</u>
<u>B Healthcare Investments</u>		
Capital	32 500 000	--
Advance payments for capital increase	23 214 270	--
Retained Earnings	3 775 683	--
Net profit of the period	1 555 188	--
	<u>61 045 141</u>	<u>--</u>
Total	<u>153 637 716</u>	<u>43 571 783</u>

20. **Basic and diluted earnings per share**

Basic: Basic earnings per share is calculated by dividing the net profit attributable to shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted: Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding assuming conversion of all convertible financial instruments and share options. The net profit is adjusted by omission of the cost of convertible debt instruments taking tax effect into consideration.

<u>Description</u>	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Net profit for the period	384 702 633	60 459 706
<u>Deduct:</u> The share of the board of directors in the profits	(4 934 400)	--
Weighted average number of outstanding ordinary shares	160 024 416	160 024 416
Basic earnings per share	<u>2.37</u>	<u>0.38</u>

21. Significant related parties' transactions

Related parties' transactions that occurred during the financial period are mainly represented by management fees and the expenses related to the Company or expenses the Company paid on behalf of related parties.

The main transactions during the period are as follows:

<u>Company name</u>	<u>Relationship Nature</u>	<u>Transaction Nature</u>	<u>Volume of transaction during the period</u> <u>EGP</u>
BPE Partners S.A.E.	Management company	Management fees	(9 109 924)
		Incentive fees	(153 508 723)
		Other expenses	(1 011 907)
Infinity Solar (1) B.V.	Associate entity	Credit interest	2 853 820
Infinity Solar (2) B.V.	Associate entity	Credit interest	4 871 604
Infinity Solar (3) B.V.	Associate entity	Credit interest	1 222 031
Gourmet Egypt.com	Joint Venture	Credit interest	512 578

22. Profit from selling financial investments at fair value through Profit or Losses

<u>Description</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>June 30, 2022</u> <u>EGP</u>
The cost of GDR shares in the Commercial International Bank S.A.E.	(272 31 558)	--
Proceeds from sale of GDR shares in the Commercial International Bank S.A.E.	382 180 068	--
	109 878 510	--

23. Group's share of profits / (losses) of investment in associates and joint ventures

<u>Description</u>	<u>June 30, 2023</u> <u>EGP</u>	<u>June 30, 2022</u> <u>EGP</u>
Madinet Misr for Housing and Development S.A.E.	35 620 444	15 284 116
Al Retail for Trade and Investment S.A.E.	40 165	22 022
Gourmet Egypt.com S.A.E.	1 113 092	(11 636 332)
Ebtikar Holding for Financial Investment S.A.E.	117 155	(3 938 160)
Basata Financial Holding S.A.E.	(2 355 577)	1 054 684
Egyptian IVF Center S.A.E.	4 464 753	--
	39 000 032	786 330

* The Group's share in interest income on loans to joint ventures was eliminated, so, the Group's share in Profit of Gourmet Egypt.com S.A.E. increased by an amount of EGP 575 697, which represents intercompany transactions between the Group and Gourmet Egypt.com S.A.E.

24. Credit interest

	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Credit interest of bank time deposits and current accounts	46 573 867	1 661 421
Credit interest of loans to associates	8 947 455	6 025 470
Credit interest of loans to joint ventures	512 578	572 135
Credit interest of treasury bills	24 711 682	19 096 174
	<u>80 745 582</u>	<u>27 355 200</u>

The increase in credit interest during the period is mainly due to the increase in credit interest of bank time deposits and current accounts by EGP 44.9 million and the increase in credit interest of treasury bills by EGP 5.6 million.

25. Investment manager fees

	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Management fees	9 109 924	9 229 810
Incentive fees	45 732 383	--
	<u>54 842 307</u>	<u>9 229 810</u>

On 19 July 2017, The Company signed a new management agreement with BPE Partners SAE, the new management agreement became effective on the date of completion of listing the Company's shares on the EGX. The trading on the Company's shares started on March 29, 2018.

Pursuant to the terms of the new management agreement, the management Company is entitled to a management fee of 2% of the Company's paid-up capital up to EGP 600 million and 1.5% of any capital increase (Included share premium) of more than EGP 600 million Up to EGP 1.2 billion and 1% on any capital increase of more than EGP 1.2 billion. And after five years from the start of trading on March 29, 2018, the management company is entitled to management fees from 2% of the invested capital.

Additionally, the Management Company is entitled to incentive fees, the incentive fees will be payable to the Management Company only on the exit of investments entered into by the Company. incentive fees for existing investments are accrued for the management Company and calculated as the difference between cash proceeds net of taxes and fees received from the disposal and distribution (dividend, interest, or rent) of the investment and the adjusted cost of the existing investment. The adjusted cost is the historical cost of the investment at an acceptable rate of return on investment (10% annually) for each year following the acquisition date of the investment until the date on which the new management agreement takes effect.

Incentive fees on new investments entered into by the Company starting from the date on which the new management agreement takes effect will be 15% of the gain on the investment calculated as the difference between the cash proceeds net of taxes and fees received from the disposal and distribution (dividend, interest, or rent) of the investment and the aggregate cost of such investment.

The management company was entitled to incentive fees during the period from Inergia technologies S.A.E. amounted to EGP 45 732 383 related to the rest of realized benefits from disposal of investments in Giza systems S.A.E., also the management company was entitled to incentive fees during the period amounted to EGP 107 776 340 and after deducting tax the amount is 83 526 661 EGP for executing the final sale of B Investments Holding company's entire share in Total Energies Marketing Egypt LLC (TE) (Note 6).

26. Other revenue

	<u>June 30, 2023</u>	<u>June 30, 2022</u>
	<u>EGP</u>	<u>EGP</u>
Inergia Technologies for Information Systems S.A.E*	107 323 200	199 662
Others	998 147	--
	<u>108 321 347</u>	<u>199 662</u>

* With regard to the disposal of the investment in Giza Systems S.A.E, both the shareholders of Inergia Technologies for Information Systems S.A.E and The buyer have agreed upon that the buyer will directly compensate the shareholders of Inergia Technologies for Information Systems with the double tax burdens resulting from the sale of Giza Systems Company (dividends tax and unrealized share sale taxes resulting from restructuring) not exceeding an amount of USD 7 million, and the share of B Investments is amounted to 3 480 000 USD (equivalent to EGP 107 323 200), and that amount was collected on July 18, 2023.

27. Dividends

On March 20, 2023, the General Assembly of the company approved the distribution of profits for the fiscal year ending on December 31, 2022, to shareholders by 4 EGP per share, with a total amount of 640 097 664 EGP or (the equivalent in US dollars) and an amount of 6 100 000 EGP to members of the Board of Directors.

On June 26, 2023, the General Assembly of the company approved the distribution of profits for the financial period ending on March 31, 2023, to shareholders at one Egyptian pound per share, with a total amount of 160 024 416 EGP or (the equivalent in US dollars) and an amount of 4 934 400 EGP to members of the Board of Directors

28. Significant Events during the period

On January 23, 2023, the Company entered into shareholders agreement with TSFE Healthcare and Pharma sub-fund and B Healthcare Investment Company (a subsidiary) in relation to the investment in B Healthcare Investment Company, whereby TSFE Healthcare and Pharma sub-fund" will invest in "B Healthcare Investment company with an amount of EGP 32 500 000, accordingly the contribution of "TSFE Healthcare and Pharma sub-fund" will be 6 500 001 shares, with a percentage of 20% of the capital of B Healthcare Investment Company, and on February 20, 2023, the extraordinary general assembly of B Healthcare Investment Company approved the capital increase with EGP 32 500 000, by an increase in the company's shares with 6 500 000 shares, This was registered in the commercial register on March 16, 2023.

On February 2, 2023, the Monetary Policy Committee of the Central Bank decided, in its meeting, to maintain the rates of return for deposits and lending for one night, and the price of the main operation of the Central Bank at 16.25%, 17.25%, and 16.75%, respectively. The credit and discount rate were kept at 16.75%.

On March 30, 2023, the Monetary Policy Committee of the Central Bank decided, in its meeting, to raise the rates of the one-night deposit and lending return and the price of the main operation of the Central Bank by 200 basis points, to reach 18.25%, 19.25%, and 18.75%, respectively. The credit and discount rate were also raised by 200 basis points, to reach 18.75%.

On May 2, 2023, the extraordinary general assembly of Madinet Nasr for Housing and Development SAE (Associate) decided to change the name of the company to be Madinet Misr for Housing and Development.

On May 18, 2023, the Monetary Policy Committee of the Central Bank decided, in its meeting, to maintain the rates of return for deposits and lending for one night, and the price of the main operation of the Central Bank at 18.25%, 19.25%, and 18.75%, respectively. The credit and discount rate were kept at 18.75%.

On June 15, 2023, the BOD of B Investments Holding S.A.E agreed in its meeting to acquire a percentage of no less than 51% and up to 90% of the shares of Orascom Financial Holding S.A.E through a mandatory tender offer ("MTO") via a share swap, the board approved the share swap ratio for the acquisition of a minimum of 51% and up to 90% of the share capital of Orascom Financial Holding S.A.E. at a share swap ratio of 1 share of B Investments Holding S.A.E shares (based on the total share capital of the company of 160 024 416 shares) for 56.76 shares of Orascom Financial Holding (based on a number of 4 721 121 620 shares of the company's share capital, excluding treasury shares). note that the said swap ratio is agreed between the parties and the final swap ratio will be determined after the release of the IFA report. This "MTO" has not been submitted till now.

On June 22, 2023, the Monetary Policy Committee of the Central Bank decided, in its meeting, to maintain the rates of return for deposits and lending for one night, and the price of the main operation of the Central Bank at 18.25%, 19.25%, and 18.75%, respectively. The credit and discount rate were kept at 18.75%.

29. Subsequent Events to the date of the condensed consolidated interim financial statements

On July 27, 2023, B Investments Holding Company invested 300 million pounds in EZ International through B Pharma (which was established by B Investments Holding Company for the purpose of investing in EZ International).

On August 3, 2023, the Monetary Policy Committee of the Central Bank decided, in its meeting, to raise the rates of the one-night deposit and lending return and the price of the main operation of the Central Bank by 100 basis points, to reach 19.25%, 20.25%, and 19.75%, respectively. The credit and discount rate were also raised by 100 basis points, to reach 19.75%.