Humansoft Holding Company K.S.C.P. and Subsidiaries



Interim condensed consolidated financial information and independent auditor's review report for the period from 1 January 2022 to 31 March 2022 (Unaudited)



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INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

TO THE BOARD OF DIRECTORS OF HUMANSOFT HOLDING COMPANY K.S.C.P.

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Humansoft Holding Company K.S.C.P. ("the Parent Company") and subsidiaries (together referred to as "the Group") as at 31 March 2022 and the related interim condensed consolidated statement of profit or loss, the interim condensed consolidated statement of profit or loss and other comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the three-month period then ended. The Parent Company's management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard 34, "Interim Financial Reporting" ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review

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

Conclusion

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

Report on other Legal and Regulatory Requirements

Furthermore, based on our review, the accompanying interim condensed consolidated financial information is in agreement with the accounting records of the Parent Company. We further report that to the best of our knowledge and belief, no violation of the Companies Law No. 1 of 2016 and its executive regulations, as amended, or the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, or of the provisions of Law No 7 of 2010 concerning the Capital Markets Authority and its related regulations, as amended, have occurred during the three-month period ended 31 March 2022 that might have had a material effect on the business of the Group or on its financial position.

Talal Y. Al-Muzaini Licence No. 209A

Deloitte & Touche - Al-Wazzan & Co.

Kuwait 11 May 2022



Interim condensed consolidated statement of financial position (Unaudited) as at 31 March 2022

			Kuwaiti Dinars	
		31 March	31 December	31 March
	Notes	2022	2021	2021
ASSETS		(Unaudited)	(Audited)	(Unaudited)
Current assets				
Cash and bank balances	2	106 744 227		
Trade and other receivables	3	106,711,327	84,632,720	91,815,574
Inventories	4	23,579,995	21,647,878	36,603,674
Investment in associates		5,143	5,119	5,357
		538,202	537,747	534,234
Non-current assets		130,834,667	106,823,464	128,958,839
Right-of-use assets		704 440		
Property and equipment	C	791,442	820,147	906,263
Intangible assets	6	43,285,454	43,985,962	46,684,530
	7	6,912,123	6,942,766	6,939,188
Total assets		50,989,019	51,748,875	54,529,981
		181,823,686	158,572,339	183,488,820
LIABILITIES AND EQUITY Current liabilities				
Trade and other payables				
Accruals and other liabilities		399,410	738,921	392,537
Lease liabilities	8	52,457,524	5,910,424	4,908,772
Deferred income		205,742	207,332	211,833
	9	20,723,912	9,369,142	26,628,901
Retentions payable		177,901	282,076	296,023
Current portion of long-term debts	10	2,400,000	2,400,000	4,785,042
Non-current liabilities		76,364,489	18,907,895	37,223,108
Lease liabilities				
		494,511	636,933	589,939
Long-term debts	10	1,721,723	2,321,723	4,121,723
Provision for staff indemnity	0.5	4,996,049	4,875,317	4,329,059
Total Bak Blat.) -	7,212,283	7,833,973	9,040,721
Total liabilities	_	83,576,772	26,741,868	46,263,829
Equity Share contact				
Share capital		12,223,680	12,223,680	12,223,680
Share premium		1,512,000	1,512,000	1,512,000
Statutory reserve		9,894,240	9,894,240	9,894,240
Voluntary reserve		6,112,840	6,112,840	6,112,840
Treasury shares	17	(288,877)	(288,877)	(288,877)
Treasury shares reserve		564,013	564,013	564,013
Retained earnings	1.0	68,123,444	101,709,919	107,107,377
Foreign currency translation reserve	<u>-</u>	105,574	102,656	99,718
Total factive	-	98,246,914	131,830,471	137,224,991
Total liabilities and equity	_	181,823,686	158,572,339	183,488,820
	_			

Ms. Dalal Hasan Al-Sabti

Chairperson

The accompanying notes 1 to 19 form an integral part of this interim condensed consolidated financial information.

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Interim condensed consolidated statement of profit or loss (Unaudited) For the period from 1 January 2022 to 31 March 2022

		Kuwaiti	Dinars
		Three months 31 M	-
	Notes	2022	2021
		(Unaudited)	(Unaudited)
Revenue		23,358,412	27,506,083
Cost of operations	11	(3,805,452)	(3,886,355)
Gross profit		19,552,960	23,619,728
General and administrative expenses	12	(3,566,306)	(3,203,434)
Selling expenses	13	(295,921)	(463,612)
Finance charges		(45,747)	(88,339)
Share of loss of associates		20	(9,755)
Other income		409,936	365,006
Profit before contribution to Kuwait Foundation for Advancement of Sciences			:
("KFAS"), National Labour Support Tax ("NLST"), Zakat and Directors' remuneration		16,054,922	20,219,594
Contribution to KFAS		(162,352)	(203,461)
NLST		(403,938)	(501,783)
Zakat		(163,366)	(205,017)
Directors' remuneration	18	(250,000)	
Profit for the period		15,075,266	19,309,333
Basic and diluted earnings per share (fils)	14	124	159

The accompanying notes 1 to 19 form an integral part of this interim condensed consolidated financial information.





Interim condensed consolidated statement of profit or loss and other comprehensive income (Unaudited) for the period from 1 January 2022 to 31 March 2022

	Kuwaiti	Dinars
	·	
	Three months	period ended
	31 M	arch
	2022	2021
	(Unaudited)	(Unaudited)
Profit for the period	15,075,266	19,309,333
Other comprehensive income):====================================	.======
Items that may be reclassified subsequently to		
interim condensed consolidated statement of profit or loss:		
Foreign currency translation adjustments	2,918	(6,542)
Other comprehensive income for the period	2,918	(6,542)
Total comprehensive income for the period	15,078,184	19,302,791

The accompanying notes 1 to 19 form an integral part of this interim condensed consolidated financial information.





Interim condensed consolidated statement of changes in equity (Unaudited) For the period from 1 January 2022 to 31 March 2022

					Kuwaiti Dinars				
	Share	Share	Statutory	Voluntary	Treasury	Treasury shares reserve	Retained	Foreign currency translation reserve	Total
Balance as at 1 January 2022	12,223,680	1,512,000	9,894,240	6,112,840	(288,877)	564,013	101,709,919	102,656	131,830,471
Total comprehensive income for the period	1917	•	16	Ē.	10	ı	15,075,266	2,918	15,078,184
Dividend for the year 2021 (Note 18)	Tr.	*	*	*	3	r	(48,661,741)	191	(48,661,741)
Balance as at 31 March 2022	12,223,680	1,512,000	9,894,240	6,112,840	(288,877)	564,013	68,123,444	105,574	98,246,914
Balance as at 1 January 2021	12,223,680	1,512,000	9,894,240	6,112,840	(288,877)	564,013	87,798,044	106,260	117,922,200
Total comprehensive income for the period	*	8	1	(*	() (i)	3	19,309,333	(6,542)	19,302,791
Balance as at 31 March 2021	12,223,680	1,512,000	9,894,240	6,112,840	(288,877)	564,013	107,107,377	99,718	137,224,991

The accompanying notes 1 to 19 form an integral part of this interim condensed consolidated financial information.



Interim condensed consolidated statement of cash flows (Unaudited) For the period from 1 January 2022 to 31 March 2022

		Kuwaiti	Dinars
		Three months 31 M	
	Notes	2022	2021
		(Unaudited)	(Unaudited)
OPERATING ACTIVITIES			-
Profit before contribution to KFAS, NLST, Zakat and Directors' remuneration		16,054,922	20,219,594
Adjustments for:			
Depreciation and amortisation	12	841,122	924,313
Provision for staff indemnity		219,601	219,059
(Reversal)/charge of expected credit loss on financial assets		(18,057)	38,400
Finance charges		45,747	88,339
Share of loss of associates		:=:	9,755
Interest income		(379,522)	(204,586)
Write off of intangible assets		24,258	-
Other income		(41)	(65,282)
Operating profit before working capital changes		16,788,071	21,229,592
Trade and other receivables		(2,124,479)	(8,447,813)
Inventories		(24)	33
Trade and other payables		(339,511)	(160,257)
Accruals and other liabilities		(103,841)	72,595
Deferred income		11,354,770	8,142,051
Retentions payable		(104,175)	35,841
		25,470,811	20,872,042
Payment of staff indemnity		(98,957)	(405,745)
Payment of KFAS		(663,457)	(409,448)
Payment of NLST		(1,655,063)	€.
Payment of Zakat		(670,751)	(416,928)
Net cash generated from operating activities		22,382,583	19,639,921
INVESTING ACTIVITIES			
Purchase of property and equipment		(97,075)	(20,983)
Payment for intangible assets		(8,425)	(25,663)
Movement in margin deposits and restricted balances		21	(470,843)
Maturity of term deposits		40,000,000	31,500,000
Interest income received		589,933	484,344
Net cash generated from investing activities		40,484,454	31,466,855
FINANCING ACTIVITIES			
Repayment to bank		(600,000)	(1,972,500)
Finance charges paid		(34,188)	(83,836)
Repayment of lease liabilities		(156,676)	(91,394)
Dividend paid		(80)	(102)
Net cash used in financing activities		(790,944)	(2,147,832)
Net increase in cash and cash equivalents		62,076,093	48,958,944
Effects of exchange rate changes on cash and cash equivalents		2,535	(3,477)
Cash and cash equivalents at beginning of the period	_	11,029,957	17,332,043
Cash and cash equivalents at end of the period	3	73,108,585	66,287,510



1. Ownership and activities

Humansoft Holding Company K.S.C.P. ("the Parent Company") is a Kuwaiti shareholding company incorporated on 14 September 1997. The Parent Company and its subsidiaries are together referred to as "the Group".

The principal activities of the Parent Company are as follows:

- Owning shares of Kuwaiti shareholding or foreign companies, as well as owning shares or stocks in Kuwaiti or foreign limited liability companies or participating in the establishment of these companies, in their two types, and their management, lending and guarantee for others.
- 2. Lending to companies, in which it owns shares and guaranteeing them with third parties. In this case, the Parent company's share in the capital of the borrowing company should not be less than 20%.
- 3. Owning industrial property rights such as patents, industrial trademarks, or industrial fees or any other related rights and lease them to other companies to exploit them, whether inside or outside Kuwait.
- 4. Owning movables and properties necessary to carry out its operations within parameters allowed as per law.
- 5. Exploit surplus funds available with the Parent company through investing in portfolios managed by specialized companies.

The Parent Company is listed on Boursa Kuwait and its registered office is P.O. Box 305, Dasman 15454, State of Kuwait.

This interim condensed consolidated financial information for the three-month period ended 31 March 2022 was authorised for issue by the Board of Directors of the Parent Company on 11 May 2022.

2. Basis of preparation and significant accounting policies

2.1 Basis of preparation

The interim condensed consolidated financial information of the Group has been prepared in accordance with IAS 34, "Interim Financial Reporting". Accordingly, it does not include all of the information and footnotes required for complete consolidated financial statements prepared in accordance with International Financial Reporting Standards.

The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the preparation of the annual audited consolidated financial statements of the Group for the year ended 31 December 2021.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for fair presentation have been included. Operating results for the interim period are not necessarily indicative of the results that may be expected for the year ending 31 December 2022. For further information, refer to the annual audited consolidated financial statements and notes thereto for the year ended 31 December 2021.

This interim condensed consolidated financial information is presented in Kuwaiti Dinars ("KD") which is the functional and presentation currency of the Parent Company.

2.2 New standards and amendments effective from 1 January 2022

The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the previous financial year, except for the amendments to IFRSs which are effective for annual accounting period starting from 1 January 2022.

Reference to the Conceptual Framework – Amendments to IFRS 3

The amendments replace a reference to a previous version of the IASB's Conceptual Framework with a reference to the current version issued in March 2018 without significantly changing its requirements.



The amendments add an exception to the recognition principle of IFRS 3 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets or IFRIC 21 Levies, if incurred separately. The exception requires entities to apply the criteria in IAS 37 or IFRIC 21, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

These amendments had no impact on the interim condensed consolidated financial statements of the Group as there were no contingent assets, liabilities and contingent liabilities within the scope of these amendments arisen during the period.

Other amendments to IFRSs which are effective for annual accounting period starting from 1 January 2022 did not have any material impact on the accounting policies, financial position or performance of the Group.

2.3 Judgments and estimates

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

The outbreak of coronavirus ("COVID-19") pandemic across the globe has caused disruption to business and economic activities and uncertainties in the global economic environment. Management assessed the impact of the pandemic on the significant estimates and judgements applied by them in arriving at the Group's reported amounts of financial and non-financial assets as of 31 March 2022 and concluded that there is no material impact on the Group's assets and liabilities. Management also assessed that the Group has adequate liquidity to settle its current liabilities.

3. Cash and bank balances

		Kuwaiti Dinars	
	31 March	31 December	31 March
	2022 (Unaudited)	2021	2021
a	(Ollauditeu)	(Audited)	(Unaudited)
Cash on hand	19,727	19,165	81,299
Balance with banks	73,691,600	11,613,555	66,734,275
Term deposits with bank	33,000,000	73,000,000	25,000,000
Cash and bank balances	106,711,327	84,632,720	91,815,574
Less: Margin deposits with banks whose original maturity period exceeds three months from the date of acquisition, included above	(34,748)	(34,689)	(45,653)
Less: Restricted balances	(567,994)	(568,074)	(482,411)
Less: Term deposits with bank whose original maturity period exceeds three months from the date of acquisition, included above	(33,000,000)	(73,000,000)	(25,000,000)
Cash and cash equivalents in the interim condensed consolidated statement of cash flows	73,108,585	11,029,957	66,287,510

Term deposits are denominated in Kuwaiti Dinars and are placed with a local bank carrying an effective rate of interest of 2.16% (31 December 2021: 2.36% and 31 March 2021: 1.9%) per annum.

As at 31 March 2022, the undrawn bank overdraft facilities amounted to KD 6,000,000 (31 December 2021: KD 6,000,000 and 31 March 2021: KD 2,750,000).

Margin deposits with banks are held against letter of guarantees facilities from local commercial banks.

Restricted balance represents cash with a bank restricted for dividend payments to the shareholders.



4	Trade	and other	receivables
7.	Haue	and other	receivables

	Kuwaiti Dinars	
31 March	31 December	31 March
2022	2021	2021
(Unaudited)	(Audited)	(Unaudited)
22 157 998	20 604 169	35,773,729
(748,337)	(783,619)	(732,627)
21,409,661	19,820,550	35,041,102
541,949	366,081	119,741
98,298	105,859	22,333
83,885	83,861	84,616
1,446,202	1,271,527	1,335,882
23,579,995	21,647,878	36,603,674
	2022 (Unaudited) 22,157,998 (748,337) 21,409,661 541,949 98,298 83,885 1,446,202	2022 (Unaudited) 2021 (Audited) 22,157,998 20,604,169 (748,337) (783,619) 21,409,661 19,820,550 541,949 366,081 98,298 105,859 83,885 83,861 1,446,202 1,271,527

5. Related party transactions

Related parties comprise of major shareholders and executive officers of the Group, their families and companies of which they are the principal owners. The Group enters into transactions with related parties. Pricing policies and terms are approved by the Group's management.

The related party transactions and balances included in this interim condensed consolidated financial information are as follows:

	Kuwaiti	Dinars
	Three months period ended 31 March	
	2022 20 (Unaudited) (Unaudit	
Compensation of key management personnel		
Short-term and post employment benefits	113,263	168,833

6. Property and equipment

		Kuwaiti Dinars		
	31 March 2022 (Unaudited)	31 December 2021 (Audited)	31 March 2021 (Unaudited)	
Net fixed assets	42,477,385	43,179,392	45,528,058	
Capital work in progress	808,069	806,570	1,156,472	
	43,285,454	43,985,962	46,684,530	

During the three-months period ended 31 March 2022, the Group acquired property and equipment amounting to KD 97,075 (31 March 2021: KD 20,983). Depreciation charged for the period amounted to KD 797,589 (31 March 2021: KD 878,955).



7	Intangible	accete
/.	IIILAIIKIDIE	assers

	Kuwaiti Dinars		
	31 March 2022 (Unaudited)	31 December 2021 (Audited)	31 March 2021 (Unaudited)
University and college licenses	6,752,000	6,752,000	6,752,000
Other intangible assets	160,123	190,766	187,188
	6,912,123	6,942,766	6,939,188

During the three-months period ended 31 March 2022, the Group acquired intangible assets amounting to KD 8,425 (31 March 2021: KD 25,663). Amortisation charged for the period amounted to KD 14,828 (31 March 2021: KD 16,654).

8. Accruals and other liabilities

Accruals and other liabilities include dividend payable of KD 49,213,053 (31 December 2021 – 551,392, 31 March 2021 – 465,729) and directors' remuneration payable of KD 250,000 (31 December 2021 – Nil, 31 March 2021 – Nil).

9. Deferred income

This represents fees received/billed in advance to be recognized as revenue as and when the service is rendered.

10. Long-term debts

Long-term debts				
		Kuwaiti Dinars		
	31 March 2022 (Unaudited)	31 December 2021 (Audited)	31 March 2021 (Unaudited)	
Current portion	2,400,000	2,400,000	4,785,042	
Non-current portion	1,721,723	2,321,723	4,121,723	
	4,121,723	4,721,723	8,906,765	

These debts are secured by mortgage of freehold land with a carrying value of KD 5,297,030 (31 December 2021: KD 5,297,030 and 31 March 2021: KD 5,297,030) included in property and equipment. The above loans carry an effective interest rate of 3.25% (31 December 2021: 3.00% and 31 March 2021: 3.00%) per annum.

11. Cost of operations

cost of operations			
	Kuwaiti [Kuwaiti Dinars Three months period ended 31 March	
	2022	2021	
	(Unaudited)	(Unaudited)	
Staff salaries and related costs	3,791,602	3,862,596	
Facilities costs	13,347	23,044	
Others	503	715	
	3,805,452	3,886,355	



12.	General and administrative expenses		
		Kuwaiti Dinars Three months period ended 31 March	
		2022	2021
		(Unaudited)	(Unaudited)
	Staff salaries and related costs	1,121,256	1,194,731
	Facilities costs	453,321	361,069
	Depreciation and amortisation	841,122	
	Student activities costs	516,530	924,313
	Other administration expenses		340,068
	Other auministration expenses	634,077 3,566,306	383,253
		=======================================	= 0,200,454
13.	Selling expenses	ş	
		Kuwaiti Dinars Three months period ended	
		31 March	
		2022	2021
		(Unaudited)	(Unaudited)
	Advertising and sales promotion expenses	283,377	353,941
	Staff salaries and related costs	1,599	15,120
	(Reversal)/charge of expected credit loss on financial assets	(18,057)	38,400
	Others	29,002	56,151
		295,921	463,612
14.	Basic and diluted earnings per share		
	Basic and diluted earnings per share is calculated as follows:		
		Kuwaiti Dinars	
		Three months period ended 31 March	
		2022	2021
		(Unaudited)	(Unaudited)
	Profit for the period	15,075,266	19,309,333
	Number of shares outstanding:	Shares	
	Weighted accounts a control of the c	400 000 000	400.000.000
	Weighted average number of paid up shares Less: Weighted average number of treasury shares outstanding	122,236,800	122,236,800
	Weighted average number of creasury shares outstanding	(582,448)	(582,448)
		121,654,352	121,654,352
	Basic and diluted earnings per share (fils)	124	159

15. Segment information

Primary segment information – business segments:

All of the segment revenue reported below is from external customers. For the purpose of segment reporting, the Parent Company's management has grouped its activities into the following business segments:

- a) Higher Education
- b) Others



Segment results include revenues and expenses directly attributable to a segment. There are no significant intersegment transactions.

Segment information by business segments is as follows:

observed the state of the state			
	Kuwaiti Dinars Three months period ended 31 March 2022		March 2022
		(Unaudited)	
	Higher education	Others	Total
Segment revenues - point over time	23,303,502	54,910	23,358,412
Segment expenses	(6,951,978)	(829,977)	
Depreciation and amortisation	(835,557)	(5,565)	(7,781,955) (841,122)
Write off of intangible assets	(833,337)	(24,258)	
Finance charges	(AE 747)	(24,236)	(24,258)
Other income	(45,747)	C 227	(45,747)
	403,599	6,337	409,936
Profit/(loss) for the period	15,873,819	(798,553)	15,075,266
Assets			
Segment total assets	124,606,088	57,217,598	181,823,686
Liabilities			
Segment total liabilities	33,034,656	50,542,116	83,576,772
		Kuwaiti Dinars period ended 31 ľ	March 2021
	(Unaudited)		
	Higher		
	education	Others	Total
Segment revenues - point over time	27,446,163	59,920	27,506,083
Segment expenses	(6,707,020)	(832,329)	(7,539,349)
Depreciation and amortisation	(913,197)	(11,116)	(924,313)
Finance charges	(88,157)	(182)	(88,339)
Share of loss of associates	227.040	(9,755)	(9,755)
Other income	237,849	127,157	365,006
Profit/(loss) for the period	19,975,638	(666,305)	19,309,333
Assets			
Segment total assets	149,693,478	33,795,342	183,488,820
Liabilities			
Segment total liabilities	43,607,557	2,656,272	46,263,829



16.	Commitments and contingent liabilities			
			Kuwaiti Dinars	
		31 March	31 December	31 March
		2022	2021	2021
		(Unaudited)	(Audited)	(Unaudited)
	Commitments			
	Capital commitments for construction	54,411	54,411	246,412
	Contingent liabilities			
	Letters of guarantee	1,481,961	1,481,893	1,492,969
17.	Treasury shares			
		31 March	31 December	31 March
		2022	2021	2021
		(Unaudited)	(Audited)	(Unaudited)
	Number of shares	582,448	582,448	582,448
	Percentage of issued shares	0.48%	0.48%	0.48%
	Market value (KD)	1,880,725	1,877,812	2,155,058

An amount equivalent to the cost of purchase of the treasury shares have been earmarked as non-distributable from statutory reserve, share premium, treasury shares reserve and retained earnings throughout the holding period of treasury shares. The balance in the treasury share reserve account is not available for distribution.

18. Annual general meeting

The shareholders' annual general meeting (AGM) held on 20 March 2022 approved the audited consolidated financial statements of the Group for the year ended 31 December 2021. Dividend of 400 fils per share was approved by shareholders in the AGM for the year ended 31 December 2021 (2020: 400 fils). Directors' remuneration of KD 250,000 for the year ended 31 December 2021 (2020: KD 200,000) was approved by shareholders in the AGM.

19. Comparative figures

Certain prior period amounts have been reclassified to conform to current period presentation with no effect on net profit or equity.