

# **Emirates Telecommunications Group Company PJSC**

**Review report and condensed consolidated interim financial information**

**for the six month period ended 30 June 2019**

# Emirates Telecommunications Group Company PJSC

Review reports and condensed consolidated interim financial information for the six month period ended 30 June 2019

<b>Contents</b>	<b>Page(s)</b>
Management report	1
Report on review of condensed consolidated interim financial information	2 - 3
Condensed consolidated interim statement of profit or loss	4
Condensed consolidated interim statement of other comprehensive income	5
Condensed consolidated interim statement of financial position	6
Condensed consolidated interim statement of changes in equity	7
Condensed consolidated interim statement of cash flows	8
Notes to the condensed consolidated interim financial information	9 - 25

# Emirates Telecommunications Group Company PJSC

## Management report on the condensed consolidated interim financial information for the six month period ended 30 June 2019

### Financial Review

#### 1. Revenue, profit and earnings per share

The Group's financial performance for the six month period ended 30 June 2019 is summarised below:

- i) Consolidated revenue amounted to AED 25,869 million, representing a decrease of AED 334 million (1.3%) compared to the corresponding period in the prior year.
- ii) Profit attributable to the Owners of the Company amounted to AED 4,444 million, representing an increase of AED 133 million (3.1%) when compared to the corresponding period in the prior year.
- iii) Earnings per share from continuing operations increased by AED 0.01 when compared to the corresponding period in the prior year.

#### 2. Net assets

As compared to 31 December 2018, the Group's net assets decreased by AED 618 million to AED 56,627 million as at 30 June 2019.

#### 3. Capital expenditure

The Group incurred AED 3,028 million capital expenditure in the six month period ended 30 June 2019 (AED 3,432 million in the six month period ended 30 June 2018).

#### 4. Dividends

A final dividend for the year 2018 at the rate of AED 0.40 per share was approved for distribution to the shareholders registered at the close of business on 31 March 2019. This brought the total dividend for the year 2018 to AED 0.80 per share.

On 23 July 2019, the Board of Directors declared the first interim dividend for the year 2019 at the rate of AED 0.40 per share.

#### 5. International operations

Following the agreement signed on 14 March 2019, Maroc Telecom transferred advance consideration for the acquisition of 100% shareholding in Tigo Chad from Millicom in June 2019. As the acquisition was completed subsequent to period end in July 2019 on approval of change of control by the Tchadian authorities, the advance consideration has been recorded as advances under non-current assets as at 30 June 2019 and will be consolidated from the date of transfer of control.

## Emirates Telecommunications Group Company PJSC

Condensed consolidated interim statement of profit or loss for the six month period ended 30 June 2019

	Note	(Reviewed)			
		Three months ended 30 June		Six months ended 30 June	
		2019	2018	2019	2018
		AED'000	AED'000	AED'000	AED'000
<b>Continuing operations</b>					
<b>Revenue</b>	4	12,879,428	13,098,910	25,868,855	26,203,262
Operating expenses	5	(7,761,683)	(8,176,808)	(15,762,685)	(16,325,488)
Impairment loss on trade receivables and contract assets		(260,866)	(197,430)	(471,021)	(544,995)
Impairment and other losses (net)		2,441	(54,787)	1,871	(58,137)
Share of results of associates and joint venture	6	(2,099)	(20,159)	(11,610)	(41,679)
<b>Operating profit before federal royalty</b>		<b>4,857,221</b>	<b>4,649,726</b>	<b>9,625,410</b>	<b>9,232,963</b>
Federal royalty	5	(1,584,279)	(1,490,715)	(3,171,231)	(3,047,875)
<b>Operating profit</b>		<b>3,272,942</b>	<b>3,159,011</b>	<b>6,454,179</b>	<b>6,185,088</b>
Finance and other income		275,756	352,159	660,468	518,050
Finance and other costs		(474,147)	(236,762)	(1,017,710)	(548,651)
<b>Profit before tax</b>		<b>3,074,551</b>	<b>3,274,408</b>	<b>6,096,937</b>	<b>6,154,487</b>
Income tax expenses		(460,406)	(420,580)	(859,098)	(756,944)
<b>Profit for the period from continuing operations</b>		<b>2,614,145</b>	<b>2,853,828</b>	<b>5,237,839</b>	<b>5,397,543</b>
<b>Discontinued operations</b>					
Loss from discontinued operations	20	-	(23,165)	-	(57,111)
<b>Profit for the period</b>		<b>2,614,145</b>	<b>2,830,663</b>	<b>5,237,839</b>	<b>5,340,432</b>
Profit attributable to:					
Owners of the Company		2,231,946	2,199,204	4,443,990	4,311,482
Non-controlling interests		382,199	631,459	793,849	1,028,950
		<b>2,614,145</b>	<b>2,830,663</b>	<b>5,237,839</b>	<b>5,340,432</b>
<b>Earnings per share</b>					
From continuing and discontinued operations					
Basic and diluted	8	AED 0.26	AED 0.25	AED 0.51	AED 0.50
From continuing operations					
Basic and diluted	8	AED 0.26	AED 0.26	AED 0.51	AED 0.50

The accompanying notes on pages 9 to 25 form an integral part of the condensed consolidated interim financial information.  
The independent auditors' report is set out on pages 2 to 3.

## Emirates Telecommunications Group Company PJSC

Condensed consolidated interim statement of other comprehensive income for the six month period ended 30 June 2019

	Note	(Reviewed)			
		Three months ended 30 June		Six months ended 30 June	
		2019	2018	2019	2018
		AED'000	AED'000	AED'000	AED'000
<b>Profit for the period</b>		2,614,145	2,830,663	5,237,839	5,340,432
<b>Other comprehensive income / (loss)</b>					
<b>Items that will not be reclassified to profit or loss:</b>					
Remeasurement of defined benefit obligation - net of tax		(16,536)	-	(15,297)	-
<b>Items that may be reclassified to profit or loss:</b>					
Exchange differences on translation of foreign operations		(697,854)	(1,382,658)	(829,363)	(1,449,631)
Gain/(loss) on net investment hedges	19	(127,164)	477,930	11,741	193,849
Fair value (loss)/gain arising on cash flow hedge during the period		(7,609)	1,758	(12,782)	7,481
Loss on revaluation of financial assets during the period		1,104	(1,129)	806	(4,118)
Reclassification of fair value gain/(loss) on disposal of financial assets	2		(209)	2	(211)
<b>Total other comprehensive loss</b>		<b>(848,057)</b>	<b>(904,308)</b>	<b>(844,893)</b>	<b>(1,252,630)</b>
<b>Total comprehensive income for the period</b>		<b>1,766,088</b>	<b>1,926,355</b>	<b>4,392,946</b>	<b>4,087,802</b>
Attributable to:					
Owners of the Company		1,821,210	1,940,226	4,116,617	3,808,377
Non-controlling interests		(55,122)	(13,871)	276,329	279,425
		<b>1,766,088</b>	<b>1,926,355</b>	<b>4,392,946</b>	<b>4,087,802</b>

The accompanying notes on pages 9 to 25 form an integral part of the condensed consolidated interim financial information. The independent auditors' report is set out on pages 2 to 3.

**Emirates Telecommunications Group Company PJSC**  
**Condensed consolidated interim statement of financial position as at 30 June 2019**

		(Reviewed)	(Audited)
		30 June	31 December
		2019	2018
	Notes	AED'000	AED'000
<b>Non-current assets</b>			
Goodwill	9	13,306,917	13,713,702
Intangible assets	10	14,179,671	13,908,390
Property, plant and equipment	11	41,753,933	43,242,703
Right of use assets	24	2,256,445	-
Investment property		40,115	36,189
Investments in associates and joint ventures		4,117,659	4,129,268
Other investments		2,326,281	2,185,148
Other receivables	12	766,764	309,168
Finance lease receivables		141,420	174,827
Derivative financial instruments	19	-	9,850
Contract assets		447,943	432,541
Deferred tax assets		65,334	44,472
		<b>79,402,482</b>	<b>78,186,258</b>
<b>Current assets</b>			
Inventories		694,085	726,803
Trade and other receivables	12	15,944,038	15,884,208
Current income tax assets		555,780	651,001
Finance lease receivables		39,335	42,379
Due from associates and joint ventures		107,039	120,406
Contract assets		1,345,836	1,270,108
Derivative financial instruments	19	-	860
Cash and bank balances	13	26,014,176	28,361,131
		<b>44,700,289</b>	<b>47,056,896</b>
<b>Total assets</b>		<b>124,102,771</b>	<b>125,243,154</b>
<b>Non-current liabilities</b>			
Other payables	14	1,241,702	1,523,739
Borrowings	18	17,852,514	14,973,191
Payables related to investments and licenses		-	41,652
Derivative financial instruments	19	11,084	-
Deferred tax liabilities		2,668,643	2,836,924
Lease liabilities	25	1,757,126	409
Provisions		333,036	340,870
Provision for end of service benefits	23	1,513,504	1,535,409
Contract liabilities		11,170	21,145
		<b>25,388,779</b>	<b>21,273,339</b>
<b>Current liabilities</b>			
Trade and other payables	14	24,222,326	28,297,153
Contract liabilities		2,941,258	3,265,816
Borrowings	18	7,466,934	8,552,469
Payables related to investments and licenses		2,947,675	3,105,633
Current income tax liabilities		423,145	347,943
Lease liabilities	25	373,127	1,993
Provisions		3,633,487	3,081,333
Derivative financial instruments	19	75,174	70,336
Due to associates and joint ventures		3,842	1,737
		<b>42,086,968</b>	<b>46,724,413</b>
<b>Total liabilities</b>		<b>67,475,747</b>	<b>67,997,752</b>
<b>Net assets</b>		<b>56,627,024</b>	<b>57,245,402</b>
<b>Equity</b>			
Share capital	26	8,696,754	8,696,754
Reserves		26,577,396	26,904,769
Retained earnings		10,273,131	9,345,503
<b>Equity attributable to the owners of the Company</b>		<b>45,547,281</b>	<b>44,947,026</b>
Non-controlling interests		11,079,743	12,298,376
<b>Total equity</b>		<b>56,627,024</b>	<b>57,245,402</b>

The accompanying notes on pages 9 to 25 form an integral part of the condensed consolidated interim financial information.

The independent auditors' report is set out on pages 2 to 3.

## Emirates Telecommunications Group Company PJSC

Condensed consolidated interim statement of changes in equity for the six month period ended 30 June 2019 (Reviewed)

	Attributable to equity owners of the Company					Non-controlling interests	Total equity
	Notes	Share capital AED'000	Reserves AED'000	Retained earnings AED'000	Owners' equity AED'000		
<b>Balance at 1 January 2018</b>		<b>8,696,754</b>	<b>26,991,023</b>	<b>8,713,762</b>	<b>44,401,539</b>	<b>13,688,928</b>	<b>58,090,467</b>
Profit for the period		-	-	4,311,482	4,311,482	1,028,950	5,340,432
Other comprehensive loss for the period		-	(503,105)	-	(503,105)	(749,525)	(1,252,630)
Other movements in equity		-	-	(6,675)	(6,675)	(11,816)	(18,491)
Transfer to reserves		-	69,750	(69,750)	-	-	-
Transaction with owners:							
Repayment of advance to non-controlling interest		-	-	-	-	(29,767)	(29,767)
Acquisition of additional stake in subsidiary		-	(28,533)	(17,243)	(45,776)	(129,543)	(175,319)
Acquisition of a subsidiary		-	-	-	-	30,939	30,939
Capital contribution by non-controlling interest		-	-	-	-	16,740	16,740
Dividends	7	-	-	(3,477,198)	(3,477,198)	(1,403,720)	(4,880,918)
<b>Balance at 30 June 2018</b>		<b>8,696,754</b>	<b>26,529,135</b>	<b>9,454,378</b>	<b>44,680,267</b>	<b>12,441,186</b>	<b>57,121,453</b>
<b>Balance at 1 January 2019</b>		<b>8,696,754</b>	<b>26,904,769</b>	<b>9,345,503</b>	<b>44,947,026</b>	<b>12,298,376</b>	<b>57,245,402</b>
Profit for the period		-	-	4,443,990	4,443,990	793,849	5,237,839
Other comprehensive loss for the period		-	(327,373)	-	(327,373)	(517,520)	(844,893)
Other movements in equity		-	-	(39,164)	(39,164)	16,177	(22,987)
Transaction with owners:							
Dividends	7	-	-	(3,477,198)	(3,477,198)	(1,511,139)	(4,988,337)
<b>Balance at 30 June 2019</b>		<b>8,696,754</b>	<b>26,577,396</b>	<b>10,273,131</b>	<b>45,547,281</b>	<b>11,079,743</b>	<b>56,627,024</b>

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## Emirates Telecommunications Group Company PJSC

Condensed consolidated interim statement of cash flows for the six month period ended 30 June 2019

Reviewed six-months ended  
30 June

	Note	Reviewed six-months ended	
		2019	2018
		AED'000	AED'000
<b>Operating profit including discontinued operations</b>		6,454,179	6,125,609
<i>Adjustments for:</i>			
Depreciation		2,699,511	2,867,172
Amortisation		984,343	793,518
Impairment (reversal) / charge and other losses		(1,871)	63,884
Share of results of associates and joint ventures		11,610	40,068
Provisions and allowances		140,415	301,713
Unrealised currency translation gain		(121,275)	(64,610)
<b>Operating cash flows before changes in working capital</b>		<b>10,166,912</b>	<b>10,127,354</b>
<i>Changes in:</i>			
Inventories		17,959	(27,747)
Due from associates and joint ventures		13,352	(98,872)
Trade and other receivables		(282,267)	(510,845)
Trade and other payables		(4,705,553)	(4,104,449)
<b>Cash generated from operations</b>		<b>5,210,403</b>	<b>5,385,441</b>
Income taxes paid		(899,451)	(930,571)
Payment of end of service benefits		(33,762)	(51,272)
<b>Net cash generated from operating activities</b>		<b>4,277,190</b>	<b>4,403,598</b>
<b>Cash flows from investing activities</b>			
Proceeds from disposal of investments at amortised cost		231,276	-
Acquisition of a subsidiary (net of cash)		-	(4,197)
Acquisition of investment classified as fair value through profit or loss		(133)	(21,503)
Proceeds from disposal of investment classified as fair value through profit or loss		-	7,847
Acquisition of other investments		(12,820)	-
Acquisition of investments at amortised cost		(107,618)	(165,206)
Advances for acquisition of investments		(454,718)	-
Acquisition of investment classified as fair value through other comprehensive income		(6,254)	(55,765)
Proceeds from disposal of investment classified as fair value through other comprehensive income		716	6,974
Purchase of property, plant and equipment		(2,074,048)	(2,791,336)
Proceeds from disposal of property, plant and equipment		17,452	31,184
Purchase of intangible assets		(954,033)	(640,335)
Proceeds from disposal of intangible assets		136	314
Dividend income received from associates and other investments		(13,495)	1,881
Term deposits made with maturities over three months		(15,313,526)	(6,349,528)
Term deposits matured with maturities over three months		10,074,961	12,493,269
Proceeds from unwinding of derivative financial instruments		7,344	15,230
Finance and other income received		377,672	513,751
<b>Net cash generated from investing activities</b>		<b>(8,227,088)</b>	<b>3,042,580</b>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		6,729,102	3,217,729
Repayments of borrowings		(4,775,148)	(2,193,892)
Payment of lease liabilities		(378,590)	-
Capital contribution by non-controlling interests		-	16,740
Dividends paid		(4,846,238)	(4,737,339)
Finance and other costs paid		(420,111)	(526,498)
<b>Net cash used in financing activities</b>		<b>(3,690,985)</b>	<b>(4,223,260)</b>
<b>Net increase in cash and cash equivalents</b>		<b>(7,640,883)</b>	<b>3,222,918</b>
Cash and cash equivalents at the beginning of the period		10,819,008	3,863,568
Effect of foreign exchange rate changes		85,150	(28,841)
<b>Cash and cash equivalents at the end of the period</b>	13	<b>3,263,275</b>	<b>7,057,645</b>

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## Emirates Telecommunications Group Company PJSC

### Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

#### 1. General information

Emirates Telecommunications Group Company PJSC (“the Company”), formerly known as Emirates Telecommunications Corporation (“the Corporation”) was incorporated in the United Arab Emirates (“UAE”), with limited liability, in 1976 by UAE Federal Government decree No. 78, which was revised by the UAE Federal Act No. (1) of 1991 and further amended by Decretal Federal Code No. 3 of 2003 concerning the regulation of the telecommunications sector in the UAE. In accordance with Federal Law No. 267/10 for 2009, the Federal Government of the UAE transferred its 60% holding in the Corporation to the Emirates Investment Authority with effect from 1 January 2008, which is ultimately controlled by the UAE Federal Government.

The Decree by Federal Law no. 3 of 2015 (“the New Law”) has amended certain provisions of the Federal Law No. (1) of 1991 and new articles of association of Emirates Telecommunications Group Company PJSC (the “New AoA”) have been issued. Subsequent to the New Law and the New AoA, Emirates Telecommunications Corporation has been converted from a corporation to a public joint stock company and is subject to the provisions of UAE Federal Law no. 2 of 2015 on Commercial Companies (the “Companies Law”) unless otherwise stated in the New Law or New AoA. Accordingly, the name of the corporation has been changed to Emirates Telecommunications Group Company PJSC.

Under the New Law and the New AoA: i) Two types of share have been introduced, i.e. ordinary shares and one Special Share held by the Emirates Investment Authority (an agency of the federal Government of the United Arab Emirates) which carries certain preferential rights related to the passing of certain decisions by the company or the ownership of the UAE telecommunication network; and ii) The minimum number of ordinary shares held by any UAE government entity in the Company has been reduced from at least 60% of the Company’s share capital to not less than 51%, unless the Special Shareholder decides otherwise. iii) Shareholders who are not public entities of the UAE, citizens of the UAE, or corporate entities of the UAE wholly controlled by citizens of the UAE, (which includes foreign individuals, foreign or UAE free zone corporate entities, or corporate entities of the UAE that are not fully controlled by UAE citizens) may own up to 20% of the Company’s ordinary shares, however the shares owned by such persons / entities shall not hold any voting rights in the Company’s general assembly, although holders of such shares may attend such meeting.

The address of the registered office is P.O. Box 3838, Abu Dhabi, United Arab Emirates. The Company’s shares are listed on the Abu Dhabi Securities Exchange.

The principal activities of the Group are to provide telecommunications services, media and related equipment including the provision of related contracting and consultancy services to international telecommunications companies and consortia. These activities are carried out through the Company (which holds a full service license from the UAE Telecommunications Regulatory Authority, and is valid until 2025), its subsidiaries, associates and joint ventures.

These condensed consolidated interim financial information as at and for the six months ended 30 June 2019 comprise the Company and its subsidiaries (together referred to as ‘the Group’).

These condensed consolidated interim financial information were approved by the Board of Directors and authorised for issue on 23 July 2019.

#### 2. Basis of preparation

The condensed consolidated interim financial information have been prepared in accordance with IAS 34 *Interim Financial Reporting*, and the applicable provisions of UAE Federal Law No. (2) of 2015. The information presented herein should be read in conjunction with the Group's last annual consolidated financial statements as at and for the year ended 31 December 2018. This financial information does not include all the information required for a complete set of IFRS financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual financial statements.

The preparation of financial information in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. Actual results may differ from these estimates and judgments. The significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual financial statements, except for those related to the application of IFRS 16, which are described in Note 3 (b).

The condensed consolidated interim financial information are prepared under the historical cost convention except for the revaluation of certain financial instruments and in accordance with the Group’s accounting policies as described in the last annual financial statements as at and for the year ended 31 December 2018.

The accounting policies applied in the condensed consolidated financial information are the same as those applied in the Group’s consolidated financial statements as at and for the year ended 31 December 2018, except for the effects of adoption

## **2. Basis of preparation (continued)**

of IFRS 16 as described in Note 3 (b). The changes in accounting policies are also expected to be reflected in the Group's consolidated financial statements as at and for the year ending 31 December 2019.

The condensed consolidated interim financial information is presented in UAE Dirhams (AED) which is the Company's functional and presentation currency, rounded to the nearest thousand except where otherwise indicated.

## **3. Significant accounting policies**

The significant accounting policies adopted in the preparation of these condensed consolidated interim financial information are set out below.

### **a) New and amended standards adopted by the Group**

The following revised new and amended standards have been adopted in the condensed consolidated financial information.

- amendment to IFRS 9 *Financial Instruments* relating to prepayment features with negative compensation
- amendment to IAS 28 *Investments in Associates and Joint Ventures* regarding long-term interest in associates and joint ventures
- IFRIC 23 *Uncertainty Over Tax Treatment*
- IAS 19 *Employee Benefits* relating to plan amendment, curtailment or settlement
- Annual improvements to IFRS 2015 – 2017 Cycle amending IFRS 3, IFRS 11, IAS 12 and IAS 23.

There has been no material impact on the condensed consolidated interim financial information of the Group upon adoption of the above new and amended standards.

### **IFRS 16 Leases**

The Group applied IFRS 16 using the modified retrospective approach with a date of initial application of 1 January 2019 and accordingly the comparative figures have not been restated. As a result, the Group has changed its accounting policy for lease contracts as detailed below.

#### **Definition of a lease**

Previously, the Group determined at contract inception whether an arrangement is or contains a lease under IFRIC 4. Under IFRS 16, the Group assesses whether a contract is or contains a lease based on the definition of a lease. On transition to IFRS 16, the Group elected to apply the new definition of leases to all of its contracts.

#### **Adjustments recognised on adoption of IFRS 16**

##### **a. Leases classified as operating leases under IAS 17**

At transition, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Group's incremental borrowing rate as at 1 January 2019. Right-of-use assets are measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments - the Group applied this approach to all leases.

The Group used the following practical expedients when applying IFRS 16 to leases previously classified as operating leases under IAS 17.

- a. Applied a single discount rate to a portfolio of leases with similar characteristics.
- b. Adjusted the right-of-use assets by the amount of IAS 37 onerous contract provision immediately before the date of initial application, as an alternative to an impairment review.
- c. Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term.
- d. Excluded initial direct costs from measuring the right-of-use asset at the date of initial application; and
- e. Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

3. Significant accounting policies (continued)

b. Leases classified as finance leases under IAS 17

For leases that were classified as finance leases under IAS17, the carrying amount of the right-of-asset and the lease liability at 1 January 2019 are determined at the carrying amount of the lease asset and lease liability under IAS 17 immediately before that date.

On transition to IFRS 16, the Group recognised an additional AED 2,235 million of right-of-use assets and AED 2,071 million of lease liabilities. When measuring lease liabilities, the Group discounted lease payments using its incremental borrowing rate at 1 January 2019. The weighted-average rate applied is 3 to 18%.

	1 January 2019 AED'000
Operating lease commitment at 31 December 2018 (restated)	2,495,160
Discounted using the incremental borrowing rate at 1 January 2019	1,464,582
Finance lease liabilities recognised as at 31 December 2018	2,402
Recognition exemption for:	
- short-term leases	(24,608)
- leases of low-value assets	(3,180)
Extension and termination options reasonably certain to be exercised	632,222
Variable lease payments based on an index or a rate residual value guarantees	-
Lease liabilities recognised at 1 January 2019	<u>2,071,418</u>

b) New and amended standards not effective and not yet adopted by the Group

At the date of the condensed consolidated financial information, the following other standards, amendments and Interpretations have not been effective and have not been early adopted by the Group:

New and amended standards not effective and not yet adopted by the Group	Effective date
Sale or Contribution of Assets between an Investor and its Associates or Joint Venture (Amendments to IFRS 10 and IAS 28)	Available for optional adoption/effective date deferred indefinitely
Amendments to References to Conceptual Framework in IFRS	1 January 2020
Definition of a Business (Amendments to IFRS 3)	1 January 2020
Definition of Material (Amendments to IAS 1 and IAS 8)	1 January 2020
IFRS 17 Insurance contracts	1 January 2021

Management anticipates that the application of the above amendments in future periods will have no material impact on the condensed consolidated interim financial information of the Group in the period of initial application.

c) Associates and joint ventures

A joint venture is a joint arrangement whereby the Group has joint control of the arrangement and has corresponding rights to the net assets of the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. Associates are those companies over which Group exercises significant influence but it does not control or have joint control over those companies. Investments in associates and joint ventures are accounted for using the equity method of accounting except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with IFRS 5. Investments in associates and joint ventures are carried in the consolidated statement of financial position at cost, which includes transaction costs, as adjusted by post-acquisition changes in the Group's share of the net assets of the associates and

**3. Significant accounting policies** *(continued)*

**c) Associates and joint ventures** *(continued)*

joint ventures less any impairment in the value of individual investments. Losses of the associates and joint ventures in excess of the Group's interest are not recognised unless the Group has incurred legal or constructive obligations.

The carrying values of investments in associates and joint ventures are reviewed on a regular basis and if impairment in the value has occurred, it is written off in the period in which those circumstances are identified.

Any excess of the cost of acquisition over the Group's share of the fair values of the identifiable net assets of the associates at the date of acquisition is recognised as goodwill and included as part of the cost of investment. Any deficiency of the cost of acquisition below the Group's share of the fair values of the identifiable net assets of the associates at the date of acquisition is credited to the consolidated statement of profit or loss in the year of acquisition.

The Group's share of associates and joint ventures results is based on the most recent financial statements or interim financial information drawn up to the Group's reporting date. Accounting policies of associates and joint ventures have been adjusted, where necessary, to ensure consistency with the policies adopted by the Group.

Profits and losses resulting from upstream and downstream transactions between the Group (including its consolidated subsidiaries) and its associates or joint ventures are recognised in the Group's financial statements only to the extent of unrelated group's interests in the associates or joint ventures. Losses may provide evidence of an impairment of the asset transferred, in which case appropriate provision is made for impairment.

Dilution gains and losses arising on deemed disposal of investments in associates and joint ventures are recognised in the consolidated statement of profit or loss.

**d) IFRS 9 Financial instruments**

Financial assets and financial liabilities are recognised in the condensed consolidated interim statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

**i) Fair value**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal market, regardless of whether that price is directly observable or in its absence, the most advantageous markets to which the group has access at that date, estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

**ii) Financial assets**

Financial assets are classified into the following specified categories: 'amortised cost', 'fair value through OCI with recycling', 'fair value through OCI without recycling', 'fair value through profit or loss'. The classification depends on the business model for managing the financial asset and the contractual cash flow characteristics of financial asset and is determined at the time of initial recognition.

All financial assets are recognised and derecognised on trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the investment within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

**iii) Amortised cost and effective interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

### 3. Significant accounting policies (continued)

#### d) IFRS 9 Financial instruments (continued)

##### iii) Amortised cost and effective interest method (continued)

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition less the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

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

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at fair value through other comprehensive income (“FVTOCI”). Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

##### iv) Fair value through OCI – with recycling

These instruments are initially measured at fair value plus transaction costs. Subsequently, changes in the carrying amount of these instruments as a result of foreign exchange gains and losses, impairment gains or losses, and interest income calculated using the effective interest method are recognised in the consolidated statement of profit or loss. The amounts that are recognised in the consolidated statement of profit or loss are the same as the amounts that would have been recognised in the consolidated statement of profit or loss if these instruments had been measured at amortised cost. All other changes in the carrying amount of these instruments are recognised in other comprehensive income and accumulated under the heading of investments revaluation reserve. When these instruments are derecognised, the cumulative gains or losses previously recognised in other comprehensive income are reclassified to the consolidated statement of profit or loss.

##### v) Fair value through OCI – without recycling

On initial recognition, the Group may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination to which IFRS 3 applies.

A financial asset is held for trading if it is:

- acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking; or
- a derivative (except for a derivative that is a designated and effective hedging instrument).

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investments revaluation reserve. The cumulative gain or loss will not be reclassified to the consolidated statement of profit or loss on disposal of the equity investments, instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in the consolidated statement of profit or loss when the Group’s right to receive the dividends is established unless the dividends clearly represent a recovery of part of the cost of the investment.

##### vi) Fair value through profit and loss

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI (see 3 (iii) to v)) are measured at FVTPL.

### 3. Significant accounting policies (continued)

#### d) IFRS 9 Financial instruments (continued)

##### vi) Fair value through profit and loss (continued)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the condensed consolidated interim statement of profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in the condensed consolidated interim statement of profit or loss includes any dividend or interest earned on the financial asset. Fair value is determined in the manner described in note 3 (i).

##### e) Leases

The Group has applied IFRS 16 using modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17 and IFRIC 4. The detail of accounting policies under IAS 17 and IFRIC 4 are disclosed separately if they are different from those under IFRS 16 and the impact of changes is disclosed in Note 3(b).

#### **Policy applicable from 1 January 2019**

At inception of a contract the Group assess whether a contract is, or contain a lease. A contract is, or contains, a lease if contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- a. The contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct asset or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified.
- b. The Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- c. The Group has the right to direct the use of the asset. The Group has this right when it has the decision making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
  - The Group has the right to operate the asset; or
  - The Group designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1 January 2019.

At inception or on assessment of a contract that contains a lease component, the Group applies, by class of underlying asset, not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components as a single lease component.

#### **1. The Group as lessee**

##### **1.1 Right of use asset**

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

##### **1.2 Lease liability**

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

### 3. Significant accounting policies (continued)

#### e) Leases (continued)

##### 1. The Group as lessee (continued)

###### 1.2 Lease liability (continued)

Lease payments in the measurement of the lease liability comprise the following:

- a. fixed payments, including in-substance fixed payments;
- b. variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- c. amounts expected to be payable under a residual value guarantee; and
- d. the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

###### 1.3 Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of equipments that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

##### 2. The Group as lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

#### Policy applicable before 1 January 2019

For contracts entered into before 1 January 2019, the Group determined whether the arrangement was or contained a lease based on the assessment of whether:

- a. Fulfilment of the arrangement was dependent on the use of a specific asset of assets; and
- b. The arrangement had conveyed a right to use the asset. An arrangement conveyed the right to use the asset if one of the following was met:
  - The purchaser had the ability or right to operate the asset or direct others to operate the asset in a manner it determines while obtaining or controlling more than an insignificant amount of the output or other utility of the asset.
  - The purchaser had the ability or right to control physical access to the underlying asset while obtaining or controlling more than an insignificant amount of the output or other utility of the asset.
  - Facts and circumstances indicate that it was remote that one or more parties other than the purchaser would take more than an insignificant amount of the output, and the price that the purchaser would pay for the output was neither contractually fixed per unit of output nor equal to the current market price per unit of output as of the time of delivery of the output.

### 3. Significant accounting policies (continued)

#### e) Leases (continued)

#### 2. The Group as lessor (continued)

##### a) The Group as lessee

In the comparative period, as a lessee the Group classified leases that transfer substantially all of the risks and rewards of ownership as finance leases. When this was the case, the leased assets were measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Minimum lease payments were the payments over the lease term that the lessee was required to make, excluding any contingent rent.

Subsequently, the assets were accounted for in accordance with the accounting policy applicable to that asset. Assets held under other leases were classified as operating leases and were not recognised in the Group's statement of financial position. Payments made under operating leases were recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received were recognised as an integral part of the total lease expense, over the term of the lease.

##### b) The Group as lessor

The accounting policies applicable to the Group as a lessor in the comparative period were not different from IFRS 16. However, when the Group was an intermediate lessor the sub-leases were classified with reference to the underlying asset.

### 4. Segmental information

Information regarding the Group's operating segments is set out below in accordance with IFRS 8 *Operating Segments*. IFRS 8 requires operating segments to be identified on the basis of internal reports that are regularly reviewed by the Group's chief operating decision maker and used to allocate resources to the segments and to assess their performance.

#### a) Products and services from which reportable segments derive their revenues

The Group is engaged in a single line of business, being the supply of telecommunications services and related products. The majority of the Group's revenues, profits and assets relate to its operations in the UAE. Outside of the UAE, the Group operates through its subsidiaries and associates in sixteen countries which are divided in to the following operating segments:

- Morocco
- Egypt
- Pakistan
- International - others

Revenue is attributed to an operating segment based on the location of the associated companies reporting the revenue. Inter-segment sales are charged at agreed terms and prices.

The Group's share of results from associates and joint ventures has been allocated to the segments based on the geographical location of the operations of the associate and joint venture investments. The allocation is in line with how results from investments in associates and joint ventures are reported to the Group's Board of Directors ("Board of Directors").

#### b) Segment revenues and results

Segment results represent operating profit earned by each segment without allocation of finance income, finance costs and federal royalty. This is the measure reported to the Board of Directors for the purposes of resource allocation and assessment of segment performance.

#### c) Segment assets

For the purposes of monitoring segment performance and allocating resources between segments, the Board of Directors monitors the total and non-current assets attributable to each segment. Goodwill is allocated based on separately identifiable CGUs. Assets used jointly by reportable segments are allocated on the basis of the revenues earned by individual reportable segments.

The segment information has been provided on the following page.



## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 4. Segmental information (continued)

	International					Eliminations AED'000	Consolidated AED'000
	UAE AED'000	Morocco AED'000	Egypt AED'000	Pakistan AED'000	Others AED'000		
<b>Six months ended 30 June 2019</b>							
<b>Revenue</b>							
External revenue	15,929,481	3,685,773	1,547,883	1,662,465	3,043,253	-	25,868,855
Inter-segment revenue	109,803	238,040	30,810	37,560	116,875	(533,088)	-
<b>Total revenue</b>	<b>16,039,284</b>	<b>3,923,814</b>	<b>1,578,693</b>	<b>1,700,025</b>	<b>3,160,127</b>	<b>(533,088)</b>	<b>25,868,855</b>
<b>Segment result</b>	<b>7,332,567</b>	<b>1,423,653</b>	<b>288,872</b>	<b>51,393</b>	<b>528,925</b>	<b>-</b>	<b>9,625,410</b>
Federal royalty							(3,171,231)
Finance and other income							660,468
Finance and other costs							(1,017,710)
<b>Profit before tax</b>							<b>6,096,937</b>
Income tax expenses							(859,098)
<b>Profit for the period from continuing operations</b>							<b>5,237,839</b>
Total assets at 30 June 2019	63,381,792	31,604,976	8,970,044	13,733,614	18,673,693	(12,261,347)	124,102,771

### Six months ended 30 June 2018

<b>Revenue</b>							
External revenue	15,940,798	3,674,486	1,306,199	1,936,273	3,345,506	-	26,203,262
Inter-segment revenue	141,116	347,985	39,886	31,258	72,561	(632,806)	-
<b>Total revenue</b>	<b>16,081,914</b>	<b>4,022,471</b>	<b>1,346,085</b>	<b>1,967,531</b>	<b>3,418,066</b>	<b>(632,806)</b>	<b>26,203,262</b>
<b>Segment result</b>	<b>7,153,646</b>	<b>1,269,736</b>	<b>222,824</b>	<b>(3,416)</b>	<b>590,173</b>	<b>-</b>	<b>9,232,963</b>
Federal royalty							(3,047,875)
Finance and other income							518,050
Finance and other costs							(548,651)
<b>Profit before tax</b>							<b>6,154,487</b>
Taxation							(756,944)
<b>Profit for the period from continuing operations</b>							<b>5,397,543</b>
Total assets at 31 December 2018	65,450,579	32,135,766	7,788,373	15,321,610	17,319,091	(12,772,265)	125,243,154

### Breakdown of external revenue:

The following is an analysis of the Group's external revenue

<b>Six months ended 30 June 2019</b>							
Mobile	6,147,765	2,188,935	1,347,659	698,927	2,735,570	-	13,118,856
Fixed	5,689,215	1,266,173	70,815	752,064	249,797	-	8,028,065
Equipment	1,015,537	84,412	34,052	6,658	3,870	-	1,144,529
Others	3,076,964	146,253	95,357	204,815	54,016	-	3,577,405
<b>Total</b>	<b>15,929,481</b>	<b>3,685,773</b>	<b>1,547,883</b>	<b>1,662,465</b>	<b>3,043,253</b>	<b>-</b>	<b>25,868,855</b>
<b>Six months ended 30 June 2018</b>							
Mobile	6,345,851	2,129,251	1,140,251	756,662	3,022,472	-	13,394,487
Fixed	5,587,213	1,356,224	59,284	952,757	264,288	-	8,219,766
Equipment	1,026,371	68,660	21,866	11,017	11,873	-	1,139,787
Others	2,981,363	120,351	84,798	215,837	46,873	-	3,449,222
<b>Total</b>	<b>15,940,798</b>	<b>3,674,486</b>	<b>1,306,199</b>	<b>1,936,273</b>	<b>3,345,506</b>	<b>-</b>	<b>26,203,262</b>

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 5. Operating expenses and federal royalty

	Note	Three months ended 30 June		Six months ended 30 June	
		2019	2018	2019	2018
a) Operating expenses		AED'000	AED'000	AED'000	AED'000
Direct cost of sales		3,001,664	3,232,421	6,132,656	6,439,117
Staff costs		1,220,398	1,231,726	2,467,059	2,471,682
Depreciation		1,330,460	1,419,937	2,698,118	2,822,981
Network and other related costs		625,715	645,883	1,245,057	1,269,442
Amortisation		511,005	376,218	997,435	774,871
Regulatory expenses	(i)	327,207	338,844	663,195	661,346
Marketing expenses		245,058	225,939	460,290	428,514
Consultancy cost		171,233	231,997	379,032	421,253
Operating lease rentals		9,460	93,430	12,763	189,536
IT costs		103,955	59,927	198,043	150,573
Foreign exchange loss		18,410	189,489	51,850	217,712
Net hedge ineffectiveness on net investment hedges		5,588	(110,409)	(43,656)	(69,596)
Other operating expenses		191,530	241,406	500,843	548,057
<b>Operating expenses (before federal royalty)</b>		<b>7,761,683</b>	<b>8,176,808</b>	<b>15,762,685</b>	<b>16,325,488</b>

#### i) Regulatory expenses:

Regulatory expenses include ICT fund contributions required to be paid by the Company to the UAE Telecommunications Regulatory Authority (TRA) at 1% of its net regulated revenue annually.

#### b) Federal royalty

In accordance with the Cabinet decision No. 558/1 for the year 1991, the Company was required to pay a federal royalty, equivalent to 40% of its annual net profit before such federal royalty, to the UAE Government for use of federal facilities. With effect from 1 June 1998, Cabinet decision No. 325/28M for 1998, it was increased to 50%.

On 9 December 2012, the Cabinet of Ministers of UAE issued decision no. 320/15/23 of 2012 in respect of a new royalty mechanism applicable to the Company. Under this mechanism a distinction was made between revenue earned from services regulated by Telecommunications Regulatory Authority ("TRA") and non-regulated services as well as between foreign and local profits. The Company was required to pay 15% royalty fee on the UAE regulated revenues and 35% of net profit after deduction of the 15% royalty fee on the UAE regulated revenues. In respect of foreign profit, the 35% royalty was reduced by the amount that the foreign profit has already been subject to foreign taxes.

On 25 February 2015, the UAE Ministry of Finance ("MOF") issued revised guidelines (which were received by the Company on 1 March 2015) for the computation of federal royalty for the financial years ended 31 December 2014, 2015 and 2016 ("the Guidelines"). In accordance with the Guidelines, the royalty rate for 2016 was reduced to 30% of net profit after deduction of the 15% royalty fee on the UAE regulated revenues.

On 20 February 2017, the UAE Ministry of Finance announced the federal royalty scheme to be applied on the Group for the periods 2017 to 2021 ("the new royalty scheme"). According to the new royalty scheme, the Group will pay 15% royalty fees on the UAE regulated revenue and 30% royalty fees on profit generated from regulated services after deduction of the 15% royalty fees on the UAE regulated revenue. Royalty fees on profits from international operations shall be considered only if similar fees paid in the country of origin are less than the fees that could have been imposed in the UAE. The mechanism for the computation of federal royalty payable for the period ended 30 June 2019 was in accordance with the new royalty scheme.

The federal royalty has been classified as an operating expense in the consolidated interim statement of profit or loss on the basis that the expenses the Company would otherwise have had to incur for the use of the federal facilities would have been classified as operating expenses.

## Emirates Telecommunications Group Company PJSC

### Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

#### 6. Share of results of associates and joint ventures

a) Further to the announcement on 26th April 2018, Etisalat Group completed the sale of its 28.04% direct shareholding in Thuraya to Star Satellite Communication Company PJSC, an SPV owned by Al Yah Satellite Communications Company ("Yahsat") on 1st August 2018 after securing all regulatory approvals and Yahsat's condition of acquiring at least 75.001% ownership in Thuraya.

b) On 1 May 2018, Etisalat Group completed the acquisition of additional 35% stake in Ubiquitous Telecommunications Technology LLC ("UTT") which was a joint venture. Accordingly, the share of results of UTT have been recognised until 30 April 2018 only and thereafter UTT has been consolidated as a subsidiary.

c) During 2018, the 15 % stake in Hutch Telecom was classified as investment in associate on account of the significant influence Etisalat Group has over the financial and operational decisions making through its voting rights in Board meetings of Hutch Telecom.

d) On 23 September, 2018, Etisalat Group has entered into an agreement with Noor Bank PJSC for the establishment of "Digital Financial Services LLC (DFS)", that will perform digital wallet services. Under this arrangement, Etisalat Group and Noor Bank PJSC are the owners of 49.99% and 50.01% respective shareholding in DFS. In accordance with the requirements of IAS 28 and based on review of the relevant agreements, it has been determined that Etisalat Group has significant influence over DFS. Accordingly, the shareholding in DFS has been classified as investment in associate.

#### 7. Dividends

##### Amounts recognised as distribution to equity holders: AED'000

##### Six months ended 30 June 2019

Final dividend for the year ended 31 December 2018 of AED 0.40 per share	3,477,198
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##### Six months ended 30 June 2018

Final dividend for the year ended 31 December 2017 of AED 0.40 per share	3,477,198
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#### 8. Earnings per share

	Three months ended 30 June		Six months ended 30 June	
	2019	2018	2019	2018
<b>Earnings (AED'000)</b>				
Earnings for the purposes of basic earnings per share being the profit attributable to the equity holders of the Company	2,231,946	2,199,204	4,443,990	4,311,482
<b>Number of shares ('000)</b>				
Weighted average number of ordinary shares for the purposes of basic earnings per share	8,696,754	8,696,754	8,696,754	8,696,754
<b>Earnings per share</b>				
From continuing and discontinued operations				
Basic and diluted	AED 0.26	AED 0.25	AED 0.51	AED 0.50
From continuing operations				
Basic and diluted	AED 0.26	AED 0.26	AED 0.51	AED 0.50

The Group does not have potentially dilutive shares and accordingly, diluted earnings per share equals to basic earnings per share.

#### 9. Goodwill

##### The movement in the Goodwill is provided below:

	30 June 2019	31 December 2018
	AED'000	AED'000
<b>Opening balance</b>	<b>13,713,702</b>	<b>14,803,324</b>
Exchange difference	(406,785)	(1,089,622)
<b>Closing balance</b>	<b>13,306,917</b>	<b>13,713,702</b>

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

10. Intangible assets	30 June 2019	31 December 2018
	AED'000	AED'000
<b>The movement in other intangible assets is provided below:</b>		
<b>Opening balance</b>	<b>13,908,390</b>	<b>14,768,355</b>
Additions	954,033	1,081,718
Transfer	-	5,130
Acquisition of a subsidiary	-	153,630
Disposals	(1,138)	(1,468)
Amortisation and impairment losses	(791,482)	(1,565,444)
Exchange difference	109,868	(533,531)
<b>Closing balance</b>	<b>14,179,671</b>	<b>13,908,390</b>

11. Property, plant and equipment	30 June 2019	31 December 2018
	AED'000	AED'000
<b>Opening balance</b>	<b>43,242,703</b>	<b>44,335,904</b>
Additions	2,064,203	7,297,816
Transfer to intangible assets	-	(13,994)
Transfer from investment property	-	6,808
Disposals	(13,791)	(103,688)
Depreciation	(2,693,592)	(5,640,437)
Impairment losses	2,933	(70,101)
Exchange difference	(848,523)	(2,569,605)
<b>Closing balance</b>	<b>41,753,933</b>	<b>43,242,703</b>

12. Trade and other receivables	30 June 2019	31 December 2018
	AED'000	AED'000
Amount receivable for services rendered	10,915,913	10,313,677
Amounts due from other telecommunication operators/carriers	3,684,402	4,314,879
<b>Total gross carrying amount</b>	<b>14,600,315</b>	<b>14,628,556</b>
Lifetime expected credit loss	(3,107,408)	(2,764,488)
<b>Net trade receivables</b>	<b>11,492,907</b>	<b>11,864,068</b>
Prepayments	1,097,538	839,703
Accrued income	854,071	794,418
Advances to suppliers	1,029,874	1,142,309
Indirect taxes receivable	340,751	350,141
Other receivables and advances	1,895,661	1,202,737
<b>Net trade and other receivables</b>	<b>16,710,802</b>	<b>16,193,376</b>
<b>Total trade and other receivables</b>	<b>16,710,802</b>	<b>16,193,376</b>
of which current trade and other receivables	15,944,038	15,884,208
of which non-current other receivables	766,764	309,168

13. Cash and cash equivalents	30 June 2019	31 December 2018
	AED'000	AED'000
Maintained in UAE	24,539,434	26,615,135
Maintained overseas, unrestricted in use	1,473,715	1,716,404
Maintained overseas, restricted in use	1,027	29,592
<b>Cash and bank balances</b>	<b>26,014,176</b>	<b>28,361,131</b>
Less: Deposits with maturities exceeding three months from the date of deposit	(22,750,901)	(17,542,123)
<b>Cash and cash equivalents from continuing operations</b>	<b>3,263,275</b>	<b>10,819,008</b>

Cash and cash equivalents comprise cash on hand and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. These are denominated primarily in UAE Dirham, with financial institutions and banks. Interest is earned on these investments at prevailing market rates. The carrying amount of these assets approximates to their fair value.

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 14. Trade and other payables

	30 June 2019	31 December 2018
	AED'000	AED'000
<b>Current</b>		
Federal royalty	3,173,014	5,588,879
Trade payables	6,530,142	6,798,211
Amounts due to other telecommunication operators/carriers	3,088,883	3,836,225
Accruals	7,131,342	8,117,559
Indirect taxes payable	1,414,899	1,370,507
Advances from customers	384,104	436,870
Other payables and accruals	2,499,942	2,148,902
	<b>24,222,326</b>	<b>28,297,153</b>
<b>Non-current</b>		
Other payables	1,241,702	1,523,739
	<b>1,241,702</b>	<b>1,523,739</b>

### 15. Contingent liabilities

i) The Group and its associates are disputing certain charges from the governmental and telecom regulatory agencies and telecom operators in certain International jurisdictions but do not expect any material adverse effect on the Group's financial position and results from resolution of these disputes.

ii) In 2010, Pakistan Telecommunication Employees Trust ("PTET") board approved the pension increase which was less than the increase notified by the Government of Pakistan ("GoP"). Thereafter, pensioners filed several Writ Petitions. After a series of hearings, on 12 June 2015 the Apex Court decided the case in the interest of pensioners.

On 13 July 2015, Review Petition was filed in Supreme Court of Pakistan against the Judgment of 12 June 2015.

The Honorable Supreme Court of Pakistan (Apex Court) disposed the Review Petitions filed by PTCL, the Pakistan Telecommunication Employees Trust (PTET) and the Federal Government (collectively, the Review Petitioners) vide the order dated 17 May 2017. Through the said order, the Apex Court directed the Review Petitioners to seek remedy under section 12(2), CPC (Civil Procedure Code) which shall be decided by the concerned Court in accordance with the law, and to pursue all grounds of law and fact in other cases pending before High Courts. The Review Petitioners have filed the applications under section 12(2) CPC before respective High Courts. However, PTET has implemented the Apex court decision dated 12 June 2015 to the extent of 343 pensioners who were the petitioners in the main case. Some of the interveners (pensioners) seeking the same relief as allowed vide order dated 12 June 2015 have been directed by the Apex Court to approach the appropriate forum on 10 May 2018. Under the circumstances, management of PTCL, on the basis of legal advice believes that PTCL's obligations against benefits is restricted to the extent of pension increases as determined solely by the Board of Trustees of the PTET in accordance with the Pakistan Telecommunications (Re-Organization) Act, 1996 and the Pension Trust rules of 2012 and accordingly, no provision has been recognized in condensed consolidated interim financial information.

iii) The Group's associate, Etisalat Etihad Company (Mobily) has received several penalty resolutions from the Communication Information Technology Commission (CITC's) Violation Committee which Mobily has objected to, in accordance with the Telecom regulations. The reasons of issuing these resolutions vary between the manner followed in issuing prepaid SIM cards and providing promotions that have not been approved by CITC and/or other reasons.

Multiple lawsuits were filed by Mobily against CITC at the Board of Grievances in order to oppose to such resolutions of the CITC's violation committee in accordance with the Telecom Status and its regulations, as follows:

- There are (819) lawsuits filed by the Mobily against CITC amounting to SAR 710 million (AED 695 million) as of 30 June 2019.
- The Board of Grievance has issued (177) verdicts in favor of Mobily voiding (177) resolutions of the CITC's violation committee with a total penalties amounting to SAR 505 million (AED 495 million) as of 30 June 2019.
- Some of these preliminary verdicts have become conclusive (after they were affirmed by the appeal court) cancelling penalties with a total amounting to SAR 478 million (AED 468 million) as of 30 June 2019.

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 15. Contingent liabilities (continued)

In addition, there are (11) legal cases filed by Mobily against CITC in relation to the mechanism of calculating the governmental fees. On 15 December 2018, Mobily entered into an agreement with the Saudi Ministry of Finance, the Saudi Ministry of Telecommunications and Information Technology and CITC to settle all the old disputes in connection with governmental fees up to 31 December 2017 and to define a new investment framework for the development of its telecommunication infrastructure.

A total of 182 lawsuits were filed by Mobily shareholders against Mobily before the Committee for the Resolutions of Security Disputes ("CRSD") and these have been progressively adjudicated by the CRSD. Mobily has received (3) preliminary verdicts and (153) final verdicts in its favor in these lawsuits and (11) cases have been dismissed, one (1) case is maintained and (2) cases have been abandoned whilst (12) cases are on-going as of 30 June 2019.

Various Mobily shareholder claims (82) totaling AED 1.8 billion have been made against the 2013/2014 members of the Board of Mobily ("Defendants") and others, and these have been filed with the CRSD. Proceedings are currently at various stages of the hearings and it is not possible at this stage to estimate the financial exposure, if any, flowing from the proceedings of the hearings.

iv) In the prior years, Atlantique Telecom SA, a subsidiary of the Group ("AT"), has been engaged in arbitration proceedings against SARCI Sarl ("SARCI"), a minority shareholder of one of its subsidiaries, Telecel Benin where SARCI was seeking compensation for alleged damages caused to Telecel Benin by AT during the period from 2002 till 2007. Two arbitration proceedings on the same issue had been cancelled upon AT's request in 2008 and 2013. In November 2015, the Arbitral Tribunal of a third proceeding launched in 2013 has awarded SARCI damages amounting to approximately EURO 416 million (AED 1.6 billion). On May 30, 2018, the Court of Appeal of Cotonou has annulled the November 2015 award. AT has notified SARCI with the Appeal Court decision on 16 August 2018. SARCI has appealed the Cotonou Court of Appeal's decision to the Ohada Supreme Court (CCJA – Cour Commune de Justice et d'Arbitrage) which is the last possible appeal, where the matter has been pending since October 2018. The Execution proceedings against AT that were initiated by SARCI in Benin and other countries are being progressively cancelled.

### 16. Capital Commitments

The Group has approved future capital projects and investment commitments to the extent of AED 6,024 million (2018: AED 5,240 million). The Group has issued letters of credit amounting to AED 371 million (2018: AED 487 million).

### 17. Related party transactions

Transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note. Transactions between the Group and other related parties are disclosed below.

#### a) Federal Government and state controlled entities

As stated in Note 1, in accordance with Federal Law No. 267/10 for 2009, the Federal Government of the UAE transferred its 60% holding in the Company to the Emirates Investment Authority with effect from 1 January 2008, which is ultimately controlled by the UAE Federal Government. The Group provides telecommunication services to the Federal Government (including Ministries and local bodies). These transactions are at agreed terms. The principal management and other services provided to the Group's associates are set out below based on agreed contractual terms and conditions. The credit period allowed to Government customers ranges from 90 to 120 days. Trade receivables include an amount of AED 1,622 million (2018: AED 1,462 million), which are net of allowance for doubtful debts of AED 168 million (2018: AED 202 million), receivable from Federal Ministries and local bodies. See Note 5 for disclosure of the royalty payable to the Federal Government of the UAE.

In accordance with IAS 24 (revised 2009) *Related Party Disclosures*, the Group has elected not to disclose transactions with the UAE Federal Government and other entities over which the Federal Government exerts control, joint control or significant influence. The nature of the transactions that the Group has with such related parties is the provision of telecommunication services.

b) Joint ventures and associates	Associates		Joint Ventures	
	2019 AED '000	2018 AED '000	2019 AED '000	2018 AED '000
<b>Trading transactions for the six months ended 30 June</b>				
Telecommunication services – sales	161,012	99,211	-	-
Telecommunication services – purchases	34,172	63,489	15,269	-
Management and other services	140	48,834	-	-
<b>Due from related parties as at 30 June 2019 / 31 December 2018</b>	63,848	62,820	43,191	57,586
<b>Due to related parties as at 30 June 2019 / 31 December 2018</b>	-	-	3,842	1,737

Sales to related parties comprise of provision of telecommunication products and services (primarily voice traffic and leased circuits) by the Group based on agreed terms. Purchases relate exclusively to the provision of telecommunication products and services by associates to the Group based on normal commercial terms. The net amount due from related parties are unsecured and will be settled in cash.

The principal management and other services provided to the Group's associates are set out below based on agreed contractual terms and conditions.

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 17. Related party transactions (continued)

#### b) Joint ventures and associates (continued)

##### i. Etihad Etisalat Company

Pursuant to the Communications and Information Technology Commission's (CITC) licensing requirements, Mobily entered into a management agreement ("the Agreement") with the Company as its operator from 23 December 2004. Amounts invoiced by the Company relate to annual management fees, fees for staff secondments and other services provided under the Agreement. The term of the Agreement was for a period of seven years and could be automatically renewed for successive periods of five years unless the Company served a 12 month notice of termination or Mobily served a 6 month notice of termination prior to the expiry of the applicable period.

##### ii. Thuraya Telecommunications Company PJSC

The Company provides a primary gateway facility to Thuraya including maintenance and support services. The Company receives annual income from Thuraya in respect of these services. The stake in Thuraya has been disposed of in August 2018.

### 18. Borrowings

	Carrying Amounts	
	30 June 2019 AED'000	31 December 2018 AED'000
<b>Bank borrowings</b>		
Short term bank borrowings	6,050,688	3,895,830
Bank loans	6,526,506	3,523,136
<b>Other borrowings</b>		
Bonds	11,770,830	15,112,449
Vendor financing	423,273	445,137
Others	4,676	4,261
	<b>24,775,973</b>	<b>22,980,813</b>
Advances from non-controlling interest	543,475	544,847
<b>Total Borrowings</b>	<b>25,319,448</b>	<b>23,525,660</b>
of which due within 12 months	7,466,934	8,552,469
of which due after 12 months	17,852,514	14,973,191

The carrying values of the Group's bank and other borrowings, excluding bonds, approximate their fair values. Fair values of bonds are calculated using quoted market prices.

Advances from non-controlling interests represent advances paid by the minority shareholder of Etisalat International Pakistan LLC (EIP) towards the Group's acquisition of its 26% stake in PTCL, net of repayments. The amount is interest free and is not repayable within 12 months of the condensed consolidated interim statement of financial position date and accordingly the full amount is carried in non-current liabilities. The fair value of advances is not equivalent to its carrying value as it is interest-free.

During the period ended 30 June 2019, the Group signed a facility agreement with a bank for USD 725 million for general corporate and working capital purposes (including to refinance existing bonds of the Group matured in June 2019). As at 30 June 2019, the Group has utilized the full amount of the loan facility.

The Group has listed a USD 7 billion (AED 25.7 billion) medium-term note programme which will be used to meet medium to long-term funding requirements. In 2014, the Group issued the inaugural bonds under the GMTN programme in USD and Euro tranches amounting to USD 1 billion and Euro 2.4 billion in total, respectively. Further, in May 2015, the Group issued additional bonds amounting to USD 400 million under the existing USD 5 year tranches.

During the period ended 30 June 2019, the Group fully repaid the USD 900 million notes in accordance with their maturity profile. As at 30 June 2019, the total amounts in issue under this programme split by currency are USD 0.5 billion (AED 1.84 billion) and Euro 2.4 billion (AED 10.03 billion) as follows:

	Nominal Value	Fair Value	Carrying Value
	2019 AED'000	2019 AED'000	2019 AED'000
<b>Bonds</b>			
3.500% US Dollar 500 million notes due 2024	1,837,000	1,881,915	1,823,013
<b>Bonds in net investment hedge relationship</b>			
1.750% Euro 1,200 million notes due 2021	5,263,680	5,196,307	4,995,939
2.750% Euro 1,200 million notes due 2026	5,263,680	5,669,059	4,951,878
<b>At 30 June</b>	<b>12,364,360</b>	<b>12,747,281</b>	<b>11,770,830</b>
of which due within 12 months			-
of which due after 12 months			11,770,830

## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 18. Borrowings (continued)

	Nominal Value	Fair Value	Carrying Value
	2018	2018	2018
	AED'000	AED'000	AED'000
<b>Bonds</b>			
2.375% US Dollar 900 million notes due 2019*	3,306,600	3,287,071	3,305,240
3.500% US Dollar 500 million notes due 2024	1,837,000	1,796,367	1,821,816
<b>Bonds in net investment hedge relationship</b>			
1.750% Euro 1,200 million notes due 2021	5,263,680	5,218,187	5,014,193
2.750% Euro 1,200 million notes due 2026	5,263,680	5,469,835	4,971,200
<b>At 31 December</b>	<b>15,670,960</b>	<b>15,771,460</b>	<b>15,112,449</b>
of which due within 12 months			3,305,240
of which due after 12 months			11,807,209

### 19. Net investment hedge relationships and derivatives

The Group has Euro bonds (refer to note 18) which are designated as net investment hedges.

	Three months ended 30 June		Six months ended 30 June	
	2019	2018	2019	2018
	AED'000	AED'000	AED'000	AED'000
Effective part directly recognised in other comprehensive income / (loss)	(127,164)	477,930	11,741	193,849

The derivatives held below are for risk management purposes. Derivatives are used to manage the Group's exposure to interest rate and foreign exchange risks. The fair value of derivatives are as follows:

	30 June 2019	31 December 2018
	AED'000	AED'000
<b>Derivative financial assets</b>		
Forward contracts and options	-	9,699
Interest rate swaps	-	1,011
<b>Total derivative financial assets</b>	<b>-</b>	<b>10,710</b>
Of which current	-	860
Of which non-current	-	9,850
<b>Derivative financial liabilities</b>		
Forward contracts and options	-	30,331
Interest rate swaps	86,258	-
Cross currency swaps	-	40,005
<b>Total derivative financial liabilities</b>	<b>86,258</b>	<b>70,336</b>
Of which current	75,174	70,336
Of which non-current	11,084	-

### 20. Disposal Group held for sale / Discontinued operations

The results of operations included in the profit for the period from discontinued operations are set out below.

Analysis of loss for the period from discontinued operations	Three months ended 30 June	Six months ended 30 June
	2018	2018
	AED'000	AED'000
<b>Revenue</b>	45,248	93,986
Operating expenses	(74,765)	(155,075)
Share of results of associates and joint venture	734	1,611
<b>Operating loss</b>	<b>(28,783)</b>	<b>(59,478)</b>
Finance and other income	7,838	8,000
Finance costs	(3,906)	(7,319)
<b>Loss before tax</b>	<b>(24,851)</b>	<b>(58,797)</b>
Taxation	1,686	1,686
<b>Loss for the period from discontinued operations</b>	<b>(23,165)</b>	<b>(57,111)</b>
<b>Cash flows from discontinued operations</b>		
Net cash inflows from operating activities		31,555
Net cash outflows from investing activities		(16,297)
Net cash outflows from financing activities		(180,570)
<b>Net cash outflows</b>		<b>(165,312)</b>
<b>Cumulative income or expense recognised in other comprehensive income</b>		

There are no cumulative income or expenses recognised in other comprehensive income relating to the disposal group.



## Emirates Telecommunications Group Company PJSC

Notes to the condensed consolidated interim financial information for the six month period ended 30 June 2019

### 21. Seasonality and cyclical nature of interim operations

There are no items of seasonal or cyclical nature in the interim operations during the periods ended 30 June 2019 and 30 June 2018.

### 22. Fair value disclosures

The Group has quoted equity investments in listed equity securities. The fair values of these equity securities are derived from observable quoted prices in active markets for identical assets, which in accordance with IFRS 7 *Financial Instruments: Disclosure*, represent Level 1 fair values. The group also holds derivative instruments which are measured by calculating the present value of estimated future cash flows and option pricing models based on appropriate market sourced data. The fair value of those derivatives represent Level 2 fair value.

The fair value of other investments are classified as Level 2 and Level 3 in accordance with generally accepted pricing models based on discounted cash flows at rates derived from observable and unobservable market sourced data. There were no transfers between Level 2 and Level 3 of the fair value hierarchy during the period

### 23. Provision for end of service benefits

	30 June 2019	31 December 2018
	AED'000	AED'000
The movement in the provision for end of service benefits is provided below:		
<b>Opening balances</b>	<b>1,535,409</b>	<b>1,608,782</b>
Additions	127,914	336,518
Payments	(33,762)	(198,746)
Exchange difference	(101,065)	(174,227)
Unwinding of discounts	4,992	5,555
Remeasurement	(19,984)	(42,545)
Acquisition of UT Technology LLC ("UTT")	-	72
<b>Closing balances</b>	<b>1,513,504</b>	<b>1,535,409</b>

### 24. Right of use assets

	Land and buildings	Plant and equipment	Motor vehicles, computers, furniture	Total
	AED'000	AED'000	AED'000	AED'000
<b>Balance at 1 January 2019</b>	<b>1,303,679</b>	<b>890,250</b>	<b>41,387</b>	<b>2,235,316</b>
Additions	97,486	79,011	85,638	262,135
Disposals	(20,535)	-	-	(20,535)
Depreciation	(85,803)	(88,907)	(18,150)	(192,861)
Exchange difference	(71,435)	41,495	2,328	(27,611)
<b>Balance at 30 June 2019</b>	<b>1,223,392</b>	<b>921,849</b>	<b>111,204</b>	<b>2,256,445</b>

### 25. Lease liabilities

	Carrying Value	
	2019	2018
	AED'000	AED'000
Details of the Group's lease liabilities are as follows:		
<b>Contractual undiscounted cash flow</b>		
Within one year	305,334	2,000
Between 2 and 5 years	1,134,485	257
After 5 years	1,250,756	288
<b>Total undiscounted lease liabilities</b>	<b>2,690,575</b>	<b>2,545</b>
<b>Lease liabilities included in the consolidated statement of financial position</b>		
of which due within 12 months	373,127	1,993
of which due after 12 months	1,757,126	409

### 26. Share Capital

On 21 March 2018, the Etisalat Annual General Meeting approved the Company's buyback of its shares within a maximum of 5% of its paid-up capital, for the purpose of cancelling or re-selling such shares, after obtaining approval of competent authorities. The Company obtained the approval from the Securities and Commodities Authority on 24 September 2018 to buyback 5% of the subscribed shares which amounted to 434,837,700 shares. As at 30 June 2019, no buyback transaction had taken place.