Condensed Separate Interim Financial Statements
For the nine months ended September 30, 2019

Together with Review Report

Deloitte.

Saleh, Barsoum & Abdel Aziz Nile City South Tower, 6th floor 2005A Cornish El Nil, Ramlet Boulaq, Cairo, 11221 Egypt

Tel: +20 (0) 2 246 199 09 www.deloitte.com

<u>Translation of Review</u> <u>Report Originally Issued in Arabic</u>

Limited Review Report on the condensed separate interim financial statements

To: The Board of Directors of Fawry for Banking Technology and Electronic Payments "S.A.E."

Introduction

We have reviewed the accompanying condensed separate interim financial statements of Fawry for Banking Technology and Electronic Payments S.A.E. which comprise the condensed separate interim statement of financial position as of September 30, 2019 and the related condensed separate interim statements of income, comprehensive income, changes in equity and cash flows for the nine months' period then ended, and a summary of significant accounting policies and other explanatory notes. Management is responsible for the preparation and fair presentation of the condensed separate interim financial statements in accordance with Egyptian Accounting Standard No. (30)" Interim financial statements". Our responsibility is to express a conclusion on these separate condensed separate interim financial statements based on our review.

Scope of Review

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

Conclusion

HE

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed separate interim financial statements do not present fairly in all material respects the separate financial position of the entity as at September 30, 2019, and of its separate financial performance and its separate cash flows for the nine months' period then ended in accordance with Egyptian Accounting Standard No. (30)" Interim financial statements".

Cairo - November 19, 2019

Kamel Magdy Saleh, FCA

F.E.S.A.A. (R.A.A. 8510)

Auditors

Bar

Originally Issued in Arabic

Fawry for Banking and Payment Technology Services S.A.E. Condensed separate interim statement of financial position as of September 30, 2019

	Note No.	September 30, 2019	December 31, 2018
		EGP	<u>EGP</u>
Assets			
Non-current assets	202	100 536 060	114 390 958
Fixed assets (net)	(4)	190 536 860	96 473 992
Intangible assets (net)	(5)	133 553 866	
Projects under construction	(6)	18 440 135	16 382 823
Investments in subsidiaries	(7)	56 447 766	51 347 775
Investments in associates	(8)	28 122 260	23 000 000
Investments in joint ventures		2 250 000	2 250 000
Prepaid rent - finance lease	(4)		21 014 396
Total non-current assets		429 350 887	324 859 944
Current assets		*	470.044
Inventory		119 968	170 841
Accounts and notes receivable	(9)	35 070 752	18 593 869
Debtors and other debit balances	(10)	36 092 160	33 015 281
Advances to billers		132 511 862	125 353 535
Due from related parties	(11,23)	75 125 118	15 169 225
Loans to related parties	(12)	23 816 579	14 615 412
Treasury bills	(13)	163 589 771	259 905 989
Cash and cash at banks	(14)	600 641 470	422 120 947
Total current assets		1066 967 680	888 945 099
Total assets		1 496 318 567	1 213 805 043
Equity and liabilities			
Equity		252 (52 000	353 652 060
Issued and paid-up capital	(15)	353 652 060	28 905 446
Legal reserve		32 465 079	54 155 406
Retained earnings		120 391 285	71 192 665
Net profit for the period/year		67 148 837	507 905 577
Total equity		573 657 261	507 905 577
Non-Current liabilities			
Deferred tax liabilities	(33)	5 780 916	1 695 724
Total non current liabilities		5 780 916	1 695 724
Current liabilities			
Provisions	(16)	18 012 142	21 825 576
Accounts and notes payable	(17)	8 643 521	19 641 990
Accounts payable - Billers	(18)	493 619 109	367 007 943
Merchant advances		200 613 638	130 498 338
Retailers' POS security deposits		21 467 500	18 569 000
Creditors and other credit balances	(19)	85 535 079	54 656 974
Due to a related parties	(20,23)	70 172 325	70 394 494
Current income tax		18 817 076	21 609 427
Total current liabilities		916 880 390	704 203 742
Total equity and liabilities		1 496 318 567	1 213 805 043

The accompanying notes form an integral part of these condensed separate interim financial statements and to be read therewith.

Chief Financial Officer
AbdelMaguid Afifi

Auditor's review report attached.

Chief Executive Officer
Ashraf Sabry

Fawry for Banking and Payment Technology Services S.A.E. Condensed separate interim income statement

for the nine months ended September 30, 2019

•		Nine mont	ths ended	Three mon	ths ended
	Note No.	September 30,2019	September 30,2018	September 30,2019	September 30,2018
		EGP	EGP	EGP	EGP
Operating revenues	(24)	490 799 689	387 180 628	181 190 600	141 107 184
Operating costs	(25)	(239 274 296)	(202 433 049)	(82 904 183)	(70 866 386)
Gross margin		251 525 393	184 747 579	98 286 417	70 240 798
Add (Less):					
General and administrative expenses	(26)	(107 718 456)	(101 747 122)	(36 433 138)	(37 156 027)
BOD compensation expenses		(873 000)	(873 000)	(291 000)	(291 000)
Selling and marketing expenses	(27)	(91 329 638)	(61 358 737)	(35 272 901)	(22 453 217)
Health insurance contribution		(1 360 233)		(486 233)	
Provisions formed	(16)	(1 350 000)	(1 350 000)	(450 000)	(450 000)
Gain on disposal of fixed assets	(4)	4 569 294	4 429 484	1 457 165	1 255 464
Other revenues		2 064 659	1 158 503	700 283	557 748
Operating profit		55 528 019	25 006 707	27 510 593	11 703 766
Credit interest	(22)	39 915 651	47 498 890	10 996 328	18 601 446
Finance costs		(10 231 978)	(5 930 131)	(3 657 914)	(2 214 516)
Dividends from investments in subsidiaries		6 743 761	3 555 238		
Other expenses	(29)	(3 626 981)			
Capital gains from sale of shares in subsidiary			5 902 783		
Foreign currency exchange losses		(2 362 559)	(254 147)	1 314 732	(6 785)
Profit for the period before tax		85 965 913	75 779 340	36 163 739	28 083 911
Current income tax		(18 817 076)	(17 050 352)	(8 720 160)	(6 223 490)
Net profit for the period after tax		67 148 837	58 728 988	27 443 579	21 860 421
Earnings per share	(30)	0.09	0.17	0.04	0.06

The accompanying notes form an integral part of these condensed separate interim financial statements and to be read therewith.

Chief Financial Officer
AbdelMaguid Afifi

1

1

I

Chief Executive Officer
Ashraf Sabry

Originally Issued in Arabic

Fawry for Banking and Payment Technology Services S.A.E. Condensed separate interim statement of comprehensive income

for the nine months ended September 30, 2019

	Nine mon	ths ended	Three mor	iths ended
	September 30,2019 EGP		September 30,2019 EGP	September 30,2018 EGP
Profit for the period	67 148 837	58 728 988	27 443 579	21 860 421
Other comprehensive income				
Total other comprehensive income		58 728 988	27 443 579	21 860 421
Total comprehensive income for the period	67 148 837	58 728 988		

The accompanying notes form an integral part of these condensed separate interim financial statements and to be read therewith.

Chief Financial Officer AbdelMaguid Afifi Chief Executive Officer Ashraf Sabry

Fawry for Banking and Payment Technology Services S.A.E. Condensed separate interim statement of cash flows for the nine months ended September 30, 2019

*	Note	Financial Period From January 1, 2019 to September 30, 2019 EGP	Financial Period From January 1, 2018 to September 30, 2018 EGP
Cash flows from operating activities:			
Net profit for the period before tax		85 965 913	75 779 340
Adjusted by:			
Depreciation and amortization	(28)	49 058 271	37 578 316
Provisions formed	(16)	1 350 000	1 350 000
Unrealized foreign currency exchange loss/(gain)		2 362 559	254 147
(Gain) on sale of fixed assets		(4 569 294)	(4 429 484)
Credit interest		(39 915 651)	(47 498 890)
Finance costs Capital gains from sale of shares in subsidiary		10 231 978	5 930 131 (5 902 783)
Operating profit before changes in working capital		104 483 776	63 060 777
		^	
Changes in working capital Decrease in inventory		50 873	248 289
(Increase) in advances to billers		(7 158 327)	(8 864 208)
Decrease/(Increase) in debtors and other debit balances		16 390 147	(19 635 294)
(Increase) in accounts and notes receivable		(16 476 883)	(24 002 445)
(Increase)/Decrease in due from related parties		(65 078 153)	10 663 373
(Decrease)/Increase in accounts and notes payable		(10 998 469)	14 611 713
Increase in billers payable		126 611 166	134 344 383
(Decrease) in due to related parties		(61 840 511)	(18 935 200)
Increase in advances to merchants		70 115 300	14 586 628
Increase in retail deposits		2 898 500	4 726 628
Increase in creditors and other credit balances		30 878 105	39 112 705
Paid income tax		(21 609 427)	(16 043 252)
Credit interest received		39 915 651	47 498 890
Provisions used	(16)	(5 163 434)	
Net cash provided from operating activities		203 018 314	241 372 987
Cash flows from investing activities			
(Payments) to acquire fixed assets		(63 673 129)	(98 582 568)
(Payments) for projects under construction		(2 057 312)	(9 648 889)
(Payments) to acquire intangible assets		(17 477 181)	(5 873 186)
Proceeds from the sale of fixed assets		5 150 296	9 929 789
Net movement of treasury bills - more than three months		69 236 965	(116 516 832)
Proceeds from the sale of investment in subsideries			6 025 157
Payments to acquire investment in subsidaries		(5 099 991)	(a)
Payments to acquire investment in associates and joint ventures		===	(17 300 000)
(Increase) in loans to related parties		(9 201 167)	
Net cash (used in) investing activities		(23 121 519)	(231 966 528)
Cash flows from financing activities			
Dividends paid		(15 860 998)	(8 600 000)
Payments of finance expense		(10 231 978)	(5 930 131)
Net cash used in financing activities		(26 092 976)	(14 530 131)
Net change in cash and cash equivalents during the period		153 803 819	(5 123 672)
Cash and cash equivalents at beginning of the period		556 494 210	618 088 730
Changing currency difference for cash and cash equivalent	4	(2 362 559)	(254 147)
Cash and cash equivalents at end of the period	(14)	707 935 470	612 710 911

Non-cash transactions

T

Non-cash transactions which include investments in associates and joint ventures which have been acquired from the parent company and included as an investing activity have been settled from the balance due from related parties in the amount of EGP 5.12 million. Additionally, non cash transaction in the amount of EGP 21 014 396 have been eliminated to reflect the settlement of the finance lease of the smart village building which has been bought and classified in fixed assets and non-cash transactions representing purchases of intangible assets and POS machines from related parties have been eliminated

The accompanying notes form an integral part of these condensed separate interim financial statements and to be read therewith.

Chief Financial Officer AbdelMaguid Afifi **Chief Executive Officer**

Ashraf Sabry

-

1

0

0

0

0

0

0

O

1

O

0

-

9

d

U

Originally Issued in Arabic

Fawry for Banking and Payment Technology Services S.A.E. Condensed separate statement of changes in equity for the nine months ended September 30, 2019

Total	EGP 445 312 911	58 728 988	504 041 899		l	;	(8 600 000)	(8 600 000)	495 441 899		507 905 577	14 463 845	67 148 837	67 148 837		(15 860 998)		(15 960 009)	(occ noo ct)	573 657 261
Net profit for the period	EGP 52 555 898	58 728 988	111 284 886		(52 555 898)	1	1	(52 555 898)	58 728 988		71 192 665	1	67 148 837	67 148 837		1	(71 192 665)	(74 403 66E)	((1 192 003)	67 148 837
<u>Retained</u> <u>Earnings</u>	EGP 12 827 302	1	12 827 302		52 555 898	1	(8 600 000)	43 955 898	56 783 200		54 155 406	14 463 845	ı	1		(15 860 998)	67 633 032	400 000	51 //2 034	120 391 285
Legal reserve	EGP 5 237 101	1	5 237 101		21 040 550	1	1	21 040 550	26 277 651		28 905 446	1	;				3 550 633		3 559 633	32 465 079
Share Premium	EGP 21 040 550	1	21 040 550		(21 040 550)	1	1	(21 040 550)	;		1	1	ł	1		(11) 77 3			:	1
Payments under capital increase	EGP 242 349 000	- 1	242 349 000		1	(242 349 000)	1	(242 349 000)	-		:	1	ı	1					1	1
Issued and paid up capital	EGP 111 303 060	1	111 303 060		;	242 349 000	1	242 349 000	353 652 060		353 652 060	1	1	:			1	1		353 652 060
Note No.			1 1					1	1	II		(33)		1	II			1		, "
	Balance as of January 1, 2018	Items of comprehensive income. Net profit for the period	Total comprehensive income for the period	Transactions with company's owners	Transferred to retained earnings and legal reserve	Payment under capital increase	Dividends distributions	Total transactions with the company's owners	Balance as of September 30, 2018		Balance as of January 1, 2019	The effect of early implementation of EAS 49	Items of comprehensive income	Total comprehensive income for the period		Transactions with company's owners	Dividends distributions	Transferred to retained earnings and legal reserve	Total transactions with the company's owners	Balance as of September 30, 2019

The accompanying notes form an integral part of these condensed separate interim financial statements and to be read therewith.

Chief Financial Officer

AbdelMaguid Afifi

Chairman

Chief Executive Officer

Ashraf Sabry

Saifullah Coutry

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

1. General information

V

T)

4

1

4()

0

()

1

0

0

n

1

n

1

Fawry for Banking and Payment Technology Services S.A.E. was established in accordance with the provisions of Law No. 159 of 1981 and its executive regulation, and was registered at the Commercial Register under No. 33258 on June 26, 2008, the commercial register has changed to 50840 in June 2011. The company was re-registered at the commercial register of the 6th of October under No. 1333 in July 19, 2018.

The purpose of the company is to provide operations services specialized in systems and communications, management, operating and maintenance of equipment and computers networks services and internal systems of banks, networks, and centralized systems, establish operating systems for banking services through the internet, phone and e-payment services and circulation of secured documents electronically, taking into account the provisions of laws, regulations and decisions and provided that all the licenses necessary for pursuing these activities are issued. The duration of the company is twenty-five years from the Commercial Register date.

The interim condensed separate financial statements were authorized for issuance at the Board of Directors meeting held on November 19, 2019

2. Statement of compliance

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

3. Basis of preparation of the separate financial statements

The condensed separate interim financial statements have been prepared using the same accounting policies which have been applied in the prior year with the exception of the accounting policy related to lease contracts which follows below. The condensed separate interim financial statements should be read in conjunction with the annual separate financial statements for the year ended December 31, 2018.

Initial application of new Egyptian Accounting Standards "EAS"

On March 18, 2019, the Minister of Investment and International Cooperation issued Resolution No. 69 of 2019 amending some provisions of the Egyptian Accounting Standards and issuing some new accounting standards issued thereby by virtue of Decree No. 110 of 2015. The resolution was published in the official gazette on 25 April 2019. The most significant amendments affecting the Company's separate financial statements are as follows:

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

Lease Contracts:

N

O

1

0

0

1)

0

1

1

20.00

1

11

1

In March 2019, the Egyptian Standard No. (49) "Leasing Contracts" was issued to replace the Egyptian Standard No. (20) "Accounting Rules and Standards related to Finance Leasing Operations" as well as the issuance of Law No. 176 of 2018 to regulate the financial leasing and factoring activity during August 2018 to replace Law No. 95 of 1992, therefore, the company should apply the new Egyptian Standard No. (49) at the beginning of 2019, on contracts subject to the provisions of Law 95, which were previously processed in accordance with the Egyptian Accounting Standard No. (20) and according to the instructions issued by the Financial Regulatory Authority on August 4, 2019 which requires financial leasing companies and companies with securities listed on the Egyptian Stock Exchange to apply the standard of financial leases by 30 September 2019. So the first application date is January 1, 2019.

1- The Company as lessee - Lease contracts subject to Law no. 95 for the year 1995

The company assesses whether a contract is or contains a lease at inception of the contract. The company recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases the company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Initial measurement of 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 by using the rate implicit in the lease. If this rate cannot be readily determined, the company uses its incremental borrowing rate for such liabilities.

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

- Fixed lease payments less any lease incentives;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, I the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate

Notes to the condensed separate interim financial statements

For the nine months ended September 30, 2019

1

Ŷ

1

1

10

n

30

1

1

1

a \$

3 3

a A

Subsequent measurement of lease liability:

The lease liability is subsequently measured as follows:

- Increase the carrying amount to reflect interest on the lease liability
- Reducing the carrying amount to reflect the lease payments made.

The company re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate;
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is re-measured by discounting the revised lease payments using the initial discount rate (unless the leases payments change is due to a change in a floating interest rate, in which case a revised discount rate is used);
- A lease contract is modified and the lease modification is not accounted for as a separate lease

If there is a change in future lease payments resulting from a change in the rate used to determine those payments or a change in the amounts expected to be payable under the residual value guarantee, the lessee must re-measure the lease liability to discount the adjusted lease payments using the same discount rate unless there is a change in lease payments resulting from a change in the variable interest rates, in this case the lessee must use a modified discount rate that reflects changes in the interest rate.

Initial measurement of Right of use assets

The cost of right-of-use assets include:

- The initial measurement of the corresponding lease liability at the present value of the unpaid lease payments at that date. Lease payments are discounted using the interest rate stated in the contract if that rate can be easily determined. If this rate cannot be determined, the lessee must use the interest rate on the additional borrowings.
- Lease payments made at or before the start day
- Any initial direct costs
- Whenever the company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured. The costs are included in the related right-of-use asset, unless those costs are incurred to produce inventory.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

Subsequent measurement of Right of use assets

T

9

0

0

0

11

A

1

7

30

Right of use assets are subsequently measured at cost less:

- Accumulated depreciation and impairment losses.
- Any amounts resulting from revaluation of lease liability

If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the company expects to exercise a purchase option, the related right-of-use asset is depreciated from the commencement date over the useful life of the underlying asset. Other that the previous conditions the depreciation starts at the commencement date of the lease till the end of the useful life of the asset or end of lease contract whichever is earlier.

The company applies EAS 31 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the "Property, plant and equipment" policy.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are include in the line "administrative expenses" in the statement of profit or loss. Currently, the company does not have such variable rents.

The standard permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease component as a single arrangement. The company has not used this practical expedient.

Sale and leaseback transactions

If the transfer of the asset by the "lessee" seller does not meet the requirements of EAS 48 for accounting as a sale of the asset. The seller "lessee" must continue to recognize the transferred asset and must recognize a financial liability equal to the proceeds of the transfer and must account for the financial obligation to comply with Egyptian Accounting Standard 47.

Fawry for Banking and Payment Technology Services S.A.E.

Notes to the condensed separate interim financial statements

For the nine months ended September 30, 2019

II

Ī

3

D

0

1

1

Ŋ

4- Fixed assets (net)

	Note	ָרָם בּים בּים	Buildings	Networks and	Point of	Committee	Furniture &	Leasehold	Mobile	Tools and Equipment	ŀ
	O			Servers	sales machines		Office equipment	Improvements	Vellicies	Super Fawry	I Otal
		EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP	EGP
Cost											
As of January 1, 2018		}	•	20 934 928	87 297 058	12 226 724	6 125 331	10 811 317	149 300	641 766	138 186 424
Additions during the year		:	!	1 739 117	68 131 323	34 710 841	1 224 130	1 026 052	ŧ ‡	!	106 831 464
Disposals			:	ş	(13 748 649)	1	ì	1	;	1	(13 748 649)
As of December 31, 2018	•	1		22 674 045	141 679 732	46 937 565	7 349 461	11 837 369	149 300	641 766	231 269 238
As of January 1, 2019 (adjusted)*	(33)	25 970 500	41 129 500	22 674 045	141 679 732	46 937 565	7 349 461	11 837 369	149 300	641 766	298 369 238
Additions during the period		ŧ	;	8 644 116	35 473 172	4 891 429	749 526	374 970	}	:	50 133 213
Disposals during the period	•	1	-	-	(4 496 490)	1		-	;	1	(4 496 490)
As of September 30, 2019	,	25 970 500	41 129 500	31 318 161	172 656 414	51 828 994	8 098 987	12 212 339	149 300	641 766	344 005 960
Accumulated depreciation											
As of January 1, 2018		1	:	15 210 673	55 607 872	5 310 009	2 218 300	2 093 572	104 510	506 380	81 051 316
Depreciation for the year		}	:	3 307 107	29 433 105	7 130 931	1 245 933	2 053 298	29 860	114 833	43 315 067
Depreciation of disposals	•	:	1	;	(7 488 104)	\$	1	;	}	1	(7 488 104)
As of December 31, 2018	•	-	1	18 517 780	77 552 873	12 440 940	3 464 233	4 146 870	134 370	621 213	116 878 279
As of January 1, 2019 (adjusted)*	(33)	ł	2 142 162	18 517 780	77 552 873	12 440 940	3 464 233	4 146 870	134 370	621 213	119 020 441
Depreciation for the period		}	771 178	10 628 671	22 436 606	1 819 665	1 014 044	1 658 503	14 928	20 553	38 364 148
Depreciation of disposals	•	;	ł t	1	(3 915 488)	-	**	1	1	,	(3 915 488)
As of September 30, 2019	, ,	•	2 913 340	29 146 451	96 073 991	14 260 605	4 478 277	5 805 372	149 298	641 766	153 469 101
<u>Net book value</u>											
As of September 30, 2019	,	25 970 500	38 216 160	2 171 710	76 582 423	37 568 388	3 620 710	6 406 967	2		190 536 860
As of December 31, 2018	3 31	***	40 A	4 156 265	64 126 859	34 496 625	3 885 228	7 690 500	14 930	20 553	114 390 958

On April 1, 2019, the company revised the useful lives of its fixed assets and the useful life of the Point of Sales machines has been changed from 3 years to 4 years which resulted in a revision in the depreciation expense during the period in the amount of EGP 7.3 million

On April 11, 2019, the Board of Directors decided to pay the remaining obligations of the lease and then purchase the Smart Village building from the leasing company in accordance with the contract between the two parties, and on April 18, 2019, the remaining obligations of the lease were paid in a total amount of 23 847 047 EGP. The building's acquisition cost was 43 267 632 EGP. The balances have been adjusted on January 1, 2019 in order to reflect the effect of the initial application of EAS 49 (Note No. 33)

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

5. Intangible assets (net)

₩(i

n

0

1

	<u>Licenses</u>	<u>Programs</u>	<u>Total</u>
Cost	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>
As of January 1, 2018	17 715 102	85 502 109	103 217 211
Additions during the year	1 641 361	32 796 600	34 437 961
As of January 1, 2019	19 356 463	118 298 709	137 655 172
Additions during the period	4 946 372	42 827 624	47 773 996
As of September 30, 2019	24 302 835	161 126 333	185 429 168
Accumulated amortization			
As of January 1, 2018	5 515 789	25 628 403	31 144 192
Amortization for the year	1 667 231	8 369 757	10 036 988
As of January 1, 2019	7 183 020	33 998 160	41 181 180
Amortization for the period	2 229 780	8 464 342	10 694 122
As of September 30, 2019	9 412 800	42 462 502	51 875 302
Net book value			
As of September 30, 2019	14 890 035	118 663 831	133 553 866
As of December 31, 2018	12 173 443	84 300 549	96 473 992

6. Projects Under Construction

The main reason for the increase in assets under construction is additions of programs and licenses in the amount of EGP 307 514 and equipment in the amount of EGP 1 759 622 taking into consideration the transfers to fixed assets in the amount of EGP 132 399.

7. Investments in subsidiaries

On May 20, 2019, The Company invested in Fawry FMCG by a percentage of 51% and the company's shares in capital was paid by an amount of EGP 5.1 million.

8. Investments in associates

The increase is due to the company's investments in Bosta, Inc. & Delaware Corporation by an amount of EGP 5 122 260.

9. Accounts and notes receivable

This increase in accounts and notes receivables is due to the increase in the volume of transactions resulting in the increase of recognized revenues during the period and in the increase of related customers' receivable balance by an amount of EGP 16 476 883.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

10. Debtors and other debit balances

	September 30,	December 31,
	<u> 2019</u>	<u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Vendors – advance payment	9 479 511	5 534 734
Prepaid expenses	5 271 304	5 073 383
Deposits with others	494 700	152 700
Withholding tax	10 692 642	16 861 365
Other debit balances	10 154 003	5 393 099
	36 092 160	33 015 281

The increase in debtors and other debit balances is due to the increase in vendors' advance payments by an amount of EGP 3.9 Million in addition to the decrease in withholding taxes by an amount of EGP 6.1 Million.

11. Due from related parties

	Account type	September 30,	December 31,
		<u>2019</u>	<u>2018</u>
		<u>EGP</u>	<u>EGP</u>
PSI Netherlands Holding BV (Holding Company)	Current account		14 717 773
Tazcara Information Technology and Electronic Booking	Current account	749 390	451 452
Bosta Inc. Delaware	Current account	7 300 970	
Fawry Micro Finance	Current account	64 202 971	au au
Fawry Plus	Current account	2 027 799	
Wafarrha.com	Current account	252 178	
Brokerage	Current account	121 856	
FMCG	Current account	469 954	
		75 125 118	15 169 225

- On April 18, 2019, a share sale contract was signed with PSI Netherlands Holding BV (Holding Company) under which the ownership of 1 396 825 shares of Bosta, Inc., a Delaware Corporation was transferred for 300 000 U.S. dollars. Holding Company and a debt transfer contract was signed between the company and Bosta, Inc., a Delaware Corporation, under which the amount due from Bosta, Inc... a Delaware Corporation of the Holding Company was transferred to the company and the value of that transfer was settled from the balance due to the holding company in the amount of 163 000 U.S. dollars.
- During the second quarter of 2019, a debt transfer contract was signed between the company and the holding company, under which the amount due from Fawry Gulf of the holding company is transferred to the holding company and the value of that transfer was settled from the balance due from the holding company in the amount of USD 12 514 equivalent to the amount of EGP 213 667. The outstanding balance of the holding company was thus fully settled to the outstanding balance of EGP 0.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

12. Loans to related parties

The main reason behind the increase in this account due to the increase in the amount of loans to Fawry plus by an amount of EGP 9.2 Million during the period.

13. Treasury Bills

(i

n

0

A

4

9

	<u>September 30,</u> 2019 EGP	<u>December 31,</u> <u>2018</u> <u>EGP</u>
Treasury bills	167 400 000	267 500 000
Deduct:		
Unrealized interest	(3 810 229)	(7 594 011)
	163 589 771	259 905 989

14. Cash and cash at banks

	September 30,	December 31,
	<u> 2019</u>	<u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Cash	28 403 132	15 003 605
Bank accounts - local currency	295 175 288	211 691 243
E-Acceptance (transactions under settlement)	13 557 256	3 740 173
Cash at money transfer companies	206 397 540	94 435 195
Bank accounts - foreign currencies	13 537 456	9 288 064
Time deposits – local currencies	10 019 726	~~
Time deposits – foreign currencies	33 551 072	87 962 667
Cash and cash at banks	600 641 470	422 120 947

For the purpose of preparing the cash flow statements, the cash and cash equivalents comprise the following:

	September 30,	September 30,
	<u> 2019</u>	2018
	<u>EGP</u>	<u>EGP</u>
Cash and bank balances	660 641 470	552 603 282
Treasury bills - less than 3 months	107 294 000	60 107 629
	707 935 470	612 710 911

15. Capital

The company's authorized capital amounted to EGP 500 million, and the issued and paid-up capital amounted to EGP 353 652 060, divided among 35 365 206 shares of par value EGP 10 each. On 28 March 2019 the extraordinary general assembly meeting decided to split the share to 20 shares and therefore the par value for one share would be EGP 0.5 and so the number of shares will accordingly reach 707 304 120 shares. The commercial register was updated on 10 June 2019.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

16. Provisions

3

9

(4

0

7

7

7

1

1

a Ø

	Balance as of	Formed during	<u>Used during the</u>	Balance as of
	December 31,	the period	period	September 30,
	<u>2018</u>			<u> 2019</u>
	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>	<u>EGP</u>
Provision for claims	21 825 576	1 350 000	(5 163 434)	18 012 142
	21 825 576	1 350 000	(5 163 434)	18 012 142

17. Accounts and Notes Payable

	September 30,	December 31,
	<u> 2019</u>	2018
	<u>EGP</u>	<u>EGP</u>
Accounts payable	4 217 533	19 174 572
Notes payable	4 425 988	467 418
	8 643 521	19 641 990

18. Accounts Payable - Billers

	September 30,	December 31,
	<u>2019</u>	2018
	<u>EGP</u>	<u>EGP</u>
Billers payable	399 600 691	287 007 924
Billers' notes payable	94 018 418	80 000 019
	493 619 109	367 007 943

19. Creditors and other credit balances

	September 30,	December 31,
	<u> 2019</u>	2018
	<u>EGP</u>	<u>EGP</u>
Accrued expenses	20 231 160	12 914 515
Accrued commissions	24 124 194	12 982 415
Tax Authority	15 709 019	14 924 562
Unearned Revenue	6 429 716	4 501 723
Health insurance contributions	1 360 233	815 213
Other credit balances	17 680 754	8 764 469
	85 535 079	54 656 974

The increase in creditor and other credit balances is mainly due to the increase in accrued expenses by an amount of EGP 7.3 Million and accrued commissions in the amount of EGP 11.1 million which mainly represent commissions to merchants and banks. In addition to the increase other credit balances in the amount of EGP 9.1 Million.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

20. Due to related parties

E Q

1

2(i

0

9

1

n

	Nature of	Account type	September 30,	December 31,
	<u>relationship</u>		<u> 2019</u>	<u>2018</u>
			<u>EGP</u>	<u>EGP</u>
Fawry Integrated Systems	Subsidiary	Current account	45 068 193	51 018 292
Fawry Dahab for Electronic Services	Subsidiary	Current account	25 104 132	6 715 379
Fawry Micro Finance	Subsidiary	Current account	~~	5 527 996
Fawry Plus for Banking Services	Associate	Current account		7 035 626
Waffarha.com	Joint Venture	Current account		97 201
			70 172 325	70 394 494

21. Contingent liabilities

Contingent liabilities consist of the uncovered portion of letters of guarantee issued for the benefit of certain parties and entities as follows:

	September 30,	December 31,
	<u> 2019</u>	<u> 2018</u>
	EGP	<u>EGP</u>
Letters of guarantee – local currency	516 449 625	409 844 625
	516 449 625	409 844 625

- The letters of guarantee facilities obtained from banks amounted to EGP 566.5 million as of September 30, 2019, the company has signed promissory notes in the same amount as a guarantee of the obtained facilities. The utilized amount from the banks facilities amounted to EGP 516.4 million in the form of issued letters of guarantee.
- According to the purchase agreement dated on October 1, 2018 with Waffarha.com Company. Fawry for Banking and Payment Technology Services shall pay prices difference for Waffarha.com old shareholders up to 150% of the first trench. In addition, if Waffarha.com recognized revenue certain level of revenue during 2019, Fawry for Banking and Payment Technology Services shall sell / purchase certain number of guotas for Waffarha.com old shareholders up to 15 Quotas.

22. Credit interest

	September 30,	December 31,
	<u> 2019</u>	2018
Credit interest - current accounts and time deposit	<u>EGP</u> 18 891 530	<u>EGP</u> 22 654 126
Credit interest - treasury bills	18 559 690	24 844 764
Credit interest – loans to related party	2 464 431	
	39 915 651	47 498 890

Notes to the condensed separate interim financial statements

For the nine months ended September 30, 2019

23. Significant related parties' transactions

		Volume of
	Nature of the Transaction	transactions during
		the period
		<u>EGP</u>
Fawry Dahab for	Electronic Payment services revenue	20 592 267
Electronic Services	Dividends income from related party	6 743 761
Fawry Integrated Services	Intangible assets acquisition	(26 576 153)
	POS machine sales	(29 522 073)
Fawry Plus for Banking	Loans to related party	9 275 000
Services	Cost of cash collection on behalf of related party	(17 860 382)
	Credit interest from the related party	2 464 432

24. Operating revenues

3

4

Ġ

1

0

1

33.5

	<u>September 30,</u> <u>2019</u>	<u>September 30,</u> <u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Transactions services revenues - collection fees	467 399 414	375 334 651
Subscription revenues	23 391 904	11 731 197
Other operating revenues	8 371	114 780
	490 799 689	387 180 628

25. Operating costs

	<u>September 30,</u> <u>2019</u>	<u>September 30,</u> <u>2018</u>
	EGP	EGP
Merchants' and channel fees	177 568 863	159 542 852
Banks fees	11 043 315	9 237 253
Depreciation and amortization (Note No. 28)	24 752 738	11 677 489
Cash collection cost	20 367 438	17 572 854
Others	5 541 942	4 402 601
	239 274 296	202 433 049

26. General and administrative expenses

	<u>September 30,</u> <u>2019</u>	<u>September 30,</u> <u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Technical support and service centers	20 431 074	15 670 130
Rent expense (Note No. 33)	414 635	13 886 413
Salaries	38 332 939	27 699 296
Depreciation and amortization (Note No. 28)	24 305 533	25 900 828
Other	24 234 275	18 590 455
	107 718 456	101 747 122

Notes to the condensed separate interim financial statements

For the nine months ended September 30, 2019

27. Selling and distribution expenses

1

Ū

The main reason behind the increase in selling and distribution expenses is the increase of salaries and wages in the amount of EGP 25 588 066 in addition to an increase of EGP 4 395 809 in sales and distribution commissions during the period.

	September 30,	September 30,
	<u> 2019</u>	<u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Selling and marketing commissions	72 380 669	46 792 603
Selling and marketing expenses	18 948 970	14 566 134
	91 329 639	61 358 737

28. Depreciation and amortization

Depreciation and amortization for the period in the income statement, which amount of EGP 49 058 271 represents depreciation for fixed assets in the amount of EGP 38 364 148 (Note No. 4) and amortization of intangible assets in the amount of EGP 10 694 123 (Note No. 5), has been allocated as follows:

	September 30,	September 30,
	<u>2019</u>	<u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Operating costs	24 752 738	11 677 489
General and administrative expenses	24 305 533	25 900 828
	49 058 271	37 578 316

29. Other Expenses

Other expenses represent the expenses incurred during the period with EGP 3.6 Million in relation to the company's Initial Public Offering.

30. Earnings per share

Earnings per share is calculated by dividing the net profit for the period by the average number of shares during the period.

	<u>September 30,</u> <u>2019</u>	<u>September 30,</u> <u>2018</u>
	<u>EGP</u>	<u>EGP</u>
Net profit of the period	67 148 837	58 728 988
Average number of shares during the period	707 304 120	352 214 010
	0.09	0.17

Notes to the condensed separate interim financial statements

For the nine months ended September 30, 2019

31, Tax Position

T.

Ti

Z i

7

a

119

O

Corporate tax

The company is subject to the income tax law no. 91 for year 2005 and its executive regulations and amendments.

The years from incorporation until 31 December 2014

- The Company was notified with Form No. (19) and an appeal was filed on the required dates and the company's records are currently under inspection based on an actual basis.

The years from 2015 until 2018

- Tax return were filed on the required dates and due taxes were settled. The company was not notified by the tax inspection until the date of the financial statements.

Payroll tax

The years from inception until 31 December 2016

The company's records have been inspected and the tax differences have been settled.

The years 2017 and 2018

The company's records have not inspected.

Stamp duty tax

The years from inception until 31 December 2014

- The company's records has been inspected and the tax differences have been settled.

The years from 2015 until 31 December 2018

- The company's records were not inspected.

Sales tax / VAT tax

The years from inception until 31 December 2014

- The company's records have been inspected and the tax differences have been settled.

The years from 2015 until 31 December 2017

- The company's records are currently under inspection and the company has not received any claims regarding the results of the tax inspection.

The Year 2018

The company's records were not inspected.

Withholding tax

The company's records were not inspected.

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

32. Significant events during the period

1

1

n

7

1

7

7

- In March 2019, the Minister of Investment and International Cooperation issued Decree No. 69 of 2019 amending certain provisions of the Egyptian Accounting Standards. The three accounting standards were issued, namely the Egyptian Accounting Standard No. (47) For Financial Instruments and the Egyptian Accounting Standard No. (48) for the revenue of contracts with customers and the accounting standard (49) concerning leasing contracts in accordance with the Financial Leasing Law and the No. 176 of 2018. The effect of applying the following standards on the company's separate financial statements is being determined.
- On May 6, 2019 the ordinary general Assembly decided to divide an amount of EGP 10.3 Million on the employees and share profit by an amount of EGP 5.5 Million for shareholders.
- On August 8, 2019, the Company started trading its shares on the stock exchange.

33. The effect of the initial application of EAS 49 (Lease Contracts)

Some opening balances in the financial statements as of January 1, 2019 have been adjusted to reflect the effect of the initial application of EAS (49) "Lease contracts". On the contracts that are subject to Law no. 95 for the year 1992 which were previously treated in accordance with EAS no. 20 only.

The following is a summary of the effect on the previously issued financial statements for the financial periods ended March 31, 2019, June 30, 2019 and the opening balances on January 1, 2019:

EGP	Before Adjustment	After adjustment	Adjustment
	January 1, 2019	January 1, 2019	effect
Statement of financial position			
Fixed assets (Net)	114 390 958	179 348 797	64 957 839
Prepaid rent expense - Finance lease.	21 014 396		(21 014 396)
Retained earnings	125 348 071	139 811 916	(14 463 845)
Finance lease liabilities		25 394 406	(25 394 406)
Deferred tax liabilities	1 695 724	5 780 916	(4 085 192)

Notes to the condensed separate interim financial statements For the nine months ended September 30, 2019

	Before Adjustment	After adjustment	Adjustment
EGP	March 31, 2019	March 31, 2019	effect
Statement of Financial Position			
Fixed assets (Net)	117 316 501	182 017 280	64 700 779
Prepaid rent expense - Finance lease.	19 355 365		(19 355 365)
Retained earnings	121 788 440	136 252 285	(14 463 845)
Net profit for the period	14 963 126	18 275 833	(3 312 707)
Finance lease liabilities		23 483 670	(23 483 670)
Deferred tax liabilities	1 695 724	5 780 916	(4 085 192)
Income Statement			
General and administrative expenses	39 893 594	35 256 019	(4 637 575)
Finance costs	2 223 385	3 548 253	1 324 868
Net profit for the period after tax	14 963 126	18 275 833	3 312 707

	Before Adjustment	After adjustment	Adjustment
EGP	June 30, 2019	June 30, 2019	effect
Statement of Financial Position			
Fixed assets (Net)	172 370 207	193 726 577	21 356 370
Retained earnings	105 927 440	120 391 285	(14 463 845)
Net profit for the period	37 391 178	40 198 510	(2 807 332)
Deferred tax liabilities	1 695 724	5 780 916	(4 085 192)
Income Statement			
General and administrative expenses	74 924 266	70 792 065	(4 132 201)
Finance costs	5 249 196	6 574 064	1 324 868
Net profit for the period after tax	37 391 178	40 198 510	(2 807 332)

Chief Financial Officer
Abdel Meguid Afifi

Chief Executive Officer
Ashraf Sabry