

Orascom Construction PLC
 (“the Company”)

Separate interim financial statements (unaudited)
For the six month period ended 30 June 2023

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<i>Contents</i>	<i>Page</i>
Independent Auditors’ Report on Review of Separate Interim Financial Statements	1 - 2
Separate statement of profit or loss and other comprehensive income	3
Separate statement of financial position	4
Separate statement of cash flows	5
Separate statement of changes in equity	6
Notes to the separate interim financial statements	7 - 29



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Independent Auditors' Report on Review of Separate Interim Financial Statements

To the Shareholders of Orascom Construction PLC

Introduction

We have reviewed the accompanying 30 June 2023 separate interim financial statements of Orascom Construction PLC ("the Company"), which comprises:

- the separate statements of profit or loss and other comprehensive income for the three month and six month period ended 30 June 2023;
- the separate statement of financial position as at 30 June 2023;
- the separate statement of cash flows for the six month period ended 30 June 2023;
- the separate statement of changes in equity for the six month period ended 30 June 2023; and
- notes to the separate interim financial statements.

Management is responsible for the preparation and presentation of these separate interim financial statements in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on these separate interim financial statements based on our review.



Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of 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 International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 30 June 2023 separate interim financial statements are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

KPMG LLP

KPMG LLP

Mohamed Altatawi

DFSA Registration No: I009750

Dubai, United Arab Emirates

Date: 29 AUG 2023



Orascom Construction PLC

Separate statement of profit or loss and other comprehensive income

For the six month and three month periods ended 30 June 2023

	Note	Six month period ended 30 June		Three month period ended 30 June	
		2023 USD (Unaudited)	2022 USD (Unaudited)	2023 USD (Unaudited)	2022 USD (Unaudited)
General and administrative expenses	5	(11,820,798)	(11,943,062)	(7,955,386)	(5,015,470)
Finance income	6	10,887,158	16,767,322	176,548	3,706,831
Finance expenses	7	(5,824,695)	(6,726,053)	(2,553,175)	(3,269,631)
Gain on waiver of related party loans	11	33,753,547	-	33,753,547	-
Reversal of / (provision for) impairment loss on related party loans and balances, net	11(ii)	46,697,887	(21,657,287)	42,138,066	2,198,074
Profit / (Loss) for the period		73,693,099	(23,559,080)	65,559,600	(2,380,196)
<i>Other comprehensive income for the period</i>		-	-	-	-
Total comprehensive income / (loss) for the period		73,693,099	(23,559,080)	65,559,600	(2,380,196)

The notes on pages 7 to 29 form an integral part of these separate interim financial statements.

The independent auditors' report on review of separate interim financial statements is set out on pages 1 and 2.

Orascom Construction PLC

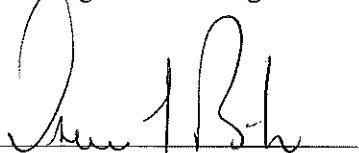
Separate statement of financial position

As at 30 June 2023

	Note	30 June 2023 USD (Unaudited)	31 December 2022 USD (Audited)
Non-current assets			
Investment in subsidiaries	8	787,817,170	787,817,170
Current assets			
Prepayments and other receivables	9	831,309	298,889
Due from related parties	11	637,558	489,447
Cash in hand and at banks	10	1,472,205	10,949,035
		2,941,072	11,737,371
Total assets		790,758,242	799,554,541
Shareholder's equity and liabilities			
Shareholder's equity			
Share capital	13	116,761,379	116,761,379
Share premium		483,025,196	483,025,196
Retained earnings		70,449,468	18,357,224
Treasury shares	15	(19,552,332)	-
		650,683,711	618,143,799
Non-current liabilities			
Loans due to related parties	11	-	107,076,597
Current liabilities			
Due to related parties	11	137,905,493	70,566,322
Accrued expenses	12	2,169,038	3,767,823
		140,074,531	74,334,145
Total liabilities		140,074,531	181,410,742
Total shareholder's equity and liabilities		790,758,242	799,554,541

The notes on pages 7 to 29 form an integral part of these separate interim financial statements.

These separate interim financial statements were approved by the Board of Directors and authorised for issue on 29 August 2023 and signed on their behalf by:


Director

The independent auditors' report on review of separate interim financial statements is set out on pages 1 and 2.

Orascom Construction PLC

Separate statement of cash flows

For the six month period ended 30 June 2023

	<i>Note</i>	30 June 2023 USD (Unaudited)	30 June 2022 USD (Unaudited)
Operating activities			
Profit / (Loss) for the period		73,693,099	(23,559,080)
<i>Adjustments for:</i>			
Finance expenses	7	5,824,695	6,726,053
(Reversal of) / Provision for impairment loss on related parties	11(ii)	(46,697,887)	21,657,287
Gain on waiver of related party loans	11	(33,753,547)	-
Finance income	6	(10,887,158)	(16,767,322)
		(11,820,798)	(11,943,062)
Change in prepayments and other receivables	9	(534,904)	(436,752)
Change in due from related parties	11	(6,107,729)	(37,506,419)
Change in accrued expenses	12	(1,598,785)	(1,952,445)
Change in due to related parties	11	38,625,684	29,877,576
<i>Net cash generated from / (used in) operating activities</i>		18,563,468	(21,961,102)
Investing activities			
Loans given to related parties		-	(520,749)
Finance income received	6	70,276	28,202
Collections on loans given to related parties		4,000,000	11,334,879
<i>Net cash generated from investing activities</i>		4,070,276	10,842,332
Financing activities			
Proceeds from loans given by a related party		8,971,262	43,777,613
Finance expense paid		(18,126)	(49,448)
Dividends paid	14	(21,600,855)	(27,006,907)
Purchase of treasury shares	15	(19,552,332)	-
Repayment of loans to related party		(48,115)	(106,979)
<i>Net cash (used in) / generated from financing activities</i>		(32,248,166)	16,614,279
Net (decrease) / increase in cash and cash equivalents		(9,614,422)	5,495,509
Cash and cash equivalents at the beginning of the period		10,949,035	2,952,798
Effects of movements in exchange rates on cash held		137,592	(95,078)
Cash and cash equivalents at the end of the period	10	1,472,205	8,353,229

The notes on pages 7 to 29 form an integral part of these separate interim financial statements.

The independent auditors' report on review of separate interim financial statements is set out on pages 1 and 2.

Orascom Construction PLC

Separate statement of changes in equity

For the six month period ended 30 June 2023

	Share capital USD	Share premium USD	Retained earnings USD	Treasury shares USD	Total USD
Balance at 1 January 2022 (Audited)	116,761,379	483,025,196	52,156,911	-	651,943,486
<i>Total comprehensive loss for the period</i>					
Loss for the period	-	-	(23,559,080)	-	(23,559,080)
Balance at 30 June 2022 (Unaudited)	116,761,379	483,025,196	28,597,831	-	628,384,406
Balance at 1 January 2023 (Audited)	116,761,379	483,025,196	18,357,224	-	618,143,799
<i>Total comprehensive income for the period</i>					
Income for the period	-	-	73,693,099	-	73,693,099
<i>Transactions with owners, recognised directly in equity</i>					
Treasury shares acquired (note 15)	-	-	-	(19,552,332)	(19,552,332)
Dividends declared (note 14)	-	-	(21,600,855)	-	(21,600,855)
Balance at 30 June 2023 (Unaudited)	116,761,379	483,025,196	70,449,468	(19,552,332)	650,683,711

The notes on pages 7 to 29 form an integral part of these separate interim financial statements.

Orascom Construction PLC

Notes

(forming part of the separate financial statements)

1 Legal status and principal activities

Orascom Construction PLC (“the Company”) is a Public Company, incorporated and registered in the Dubai International Financial Centre. The Company is dual listed on NASDAQ Dubai and the Egyptian Stock Exchange. The registered address of the Company is P.O. Box 507031, Dubai International Financial Centre, Dubai, United Arab Emirates.

The Company was incorporated on 18 January 2015 as Orascom Construction Limited, a Company limited by shares and subsequently converted to a Public Company under the DIFC Law No. 5 of 2018.

The principal activity of the Company is holding investments.

The Company hold 100 percent interest in Orascom Holding Cooperatief U.A. which is the parent company of other subsidiaries operating in the construction sector. In 2017, the Company acquired in 100 percent interest in Orascom Holding Limited.

2 Basis of preparation

Statement of compliance

These separate interim financial statements have been prepared in accordance with the International Accounting Standard (“IAS”) 34, Interim Financial Reporting, and should be read in conjunction with the Company’s last annual separate financial statements as at and for the year ended 31 December 2022. They do not include all of the information required for a complete set of financial statements prepared in accordance with IFRS Standards. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Company’s financial position and performance since the last annual financial statements.

Separate interim financial statements of the Company

The Company acts as a holding company for several subsidiaries mainly operating in the construction sector. The Company and its subsidiaries are collectively referred to as “the Group”. These separate interim financial statements present the financial performance and financial position of the Company only and do not include the operating results and financial position of the subsidiaries. In these financial statements, the investments in subsidiaries are stated at cost less provision for impairment losses (refer accounting policy on impairment) in accordance with International Accounting Standard 27 *Consolidated and Separate Financial Statements*. In order to have a more comprehensive understanding of the results of operations, financial position, changes in equity and cash flows, the consolidated interim financial statements of the Group for the six month period ended 30 June 2023 issued separately on 29 August 2023 should be referred to.

Basis of measurement

These separate interim financial statements have been prepared under the historical cost basis.

Functional and presentation currency

These separate interim financial statements are presented in US Dollars (“USD”), which is the Company’s functional currency.

Use of estimates and judgments

The preparation of these separate interim financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Orascom Construction PLC

Notes (continued)

2 Basis of preparation (continued)

Use of estimates and judgments (continued)

These estimates and associated assumptions are based on historic experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgement about the carrying value of assets and liabilities that are not readily apparent from the other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of assumptions, estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the separate interim financial statements are discussed in note 19.

3 Significant accounting policies

The accounting policies set out below, which comply with IFRS, have been applied consistently to all periods presented in these separate interim financial statements in dealing with items which are considered material in relation to these separate interim financial statements.

Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (“FVOCI”) – debt investment; FVOCI – equity investment; or fair value through profit or loss (“FVTPL”).

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

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

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Financial instruments *(continued)*

ii. Classification and subsequent measurement *(continued)*

Financial assets (continued)

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL

Orascom Construction PLC

Notes (continued)

3 Significant accounting policies (continued)

Financial instruments (continued)

ii. Classification and subsequent measurement (continued)

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, ‘principal’ is defined as the fair value of the financial asset on initial recognition. ‘Interest’ is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company’s claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains or losses, including any interest or dividend income, are recognized in profit or loss.

Financial assets at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Financial instruments *(continued)*

ii. Classification and subsequent measurement *(continued)*

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Impairment

i. Non-derivative financial assets

Financial instruments

The Company recognises loss allowances for ECLs on:

- Due from related parties; and
- Cash at banks

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables (including lease receivables) and contract assets are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment that includes forward-looking information.

The Company considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Impairment *(continued)*

i. *Non-derivative financial assets (continued)*

Financial instruments and contract assets (continued)

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise; or
- it is probable that the debtor will enter bankruptcy or other financial reorganisation.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

Non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Impairment *(continued)*

i. *Non-derivative financial assets (continued)*

Non-financial assets (continued)

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Investment in subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Investment in subsidiaries is stated at cost less provision for impairment, if any.

Share premium and treasury shares

Share premium is the excess amount received over the par value of the shares. Incremental costs directly attributable to the issue of new shares are recognised in equity as a deduction, net of tax, from the proceeds. When ordinary shares are repurchased, the amount of the consideration paid, which includes directly attributable costs, net of tax effects, is classified as treasury shares on the statement of changes in equity. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in 'Treasury shares', and the resulting surplus or deficit on the transaction is presented in share premium.

Retained earnings

The amount included in retained earnings includes accumulated profits and reduced by dividends, and also include transfers of share premium. Dividends are recognised as a liability and deducted from equity when they are approved by the Company's shareholders. Dividends for the year that are approved after the reporting date are dealt with as an event after the reporting date.

Finance income

Finance income include interest income on loans due from related parties, interest income on bank deposits and net foreign exchange gain. Interest income is recognised as it accrues, using the effective interest rate method.

Finance expense

Finance expense include loss on foreign currency exchange forward contracts, interest expense on loans due to related parties, and bank charges. Interest expense is recognized as it accrues, using the effective interest rate method.

Orascom Construction PLC

Notes (continued)

3 Significant accounting policies (continued)

Cash and cash equivalents

Cash and cash equivalents comprise bank balances, bank borrowings and deposits with maturities of three months or less from the acquisition date (original maturity) that are subject to an insignificant risk of changes in their fair value and are used by the Company in the management of its short-term commitments.

Provisions

A provision is recognised in the statement of financial position when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Foreign currencies

Transactions in foreign currencies are translated into functional currency of the Company at the exchange rates at the dates of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss.

Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the 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 Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct 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;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company 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 Company has the right to direct the use of the asset if either:
 - i. the Company has the right to operate the asset; or
 - ii. the Company designed the asset in a way that predetermines how and for what purpose it will be used.

The Company 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.

Orascom Construction PLC

Notes *(continued)*

3 Significant accounting policies *(continued)*

Leases *(continued)*

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 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.

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, and the Company's incremental borrowing rate.

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

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

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. 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 Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company 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.

The Company presents right-of-use assets in 'property and equipment' and lease liabilities in 'trade and other payables' in the separate statement of financial position.

Short term leases and leases of low-value assets

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

4 Financial risk management and capital management

Overview

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk.

Orascom Construction PLC

Notes *(continued)*

4 Financial risk management and capital management (continued)

Overview (continued)

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. The Company's Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework and is responsible for developing and monitoring the Company's risk management policies.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations which arise principally from the Company's amounts due from related parties, and cash at banks. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each of its related parties. The Company's cash is placed with banks of repute.

The Company establishes an allowance for impairment that represents its estimate of expected losses with respect to amounts due from related parties and loans due from related parties.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk mainly relates to accrued expenses, and amounts due to related parties. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Market rate risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to the changes in foreign exchange rates. The principal currencies in which these transactions are primarily denominated in Egyptian pound and Euro.

Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect the net finance income/ expense of the Company. The Company has exposure to interest rate risk on loans due from and loans due to related parties on which interests are charged at agreed upon rates.

Orascom Construction PLC

Notes (continued)

4 Financial risk management and capital management (continued)

Capital management

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of change in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to the shareholders or issue new shares.

Fair value

The fair value of the financial assets and liabilities of the Company approximate their carrying values as at the reporting date.

5 General and administrative expenses

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Salaries and wages	9,070,933	9,197,332	6,206,588	3,335,775
Expenses recharged from a related party (refer note 11)	1,015,288	1,153,082	705,456	656,512
Consultancy fees	740,066	568,719	534,270	416,525
Insurance expenses	428,711	452,691	227,023	282,362
Rent	121,241	111,914	59,659	58,647
Travel	23,146	14,476	11,577	9,650
Communication	13,773	14,442	6,917	7,223
Others	407,640	430,406	203,896	248,776
	=====	=====	=====	=====
	11,820,798	11,943,062	7,955,386	5,015,470
	=====	=====	=====	=====

6 Finance income

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Foreign exchange gain - net	10,678,575	16,525,960	103,879	3,590,949
Interest on loans due from related parties (refer note 11)	138,307	213,160	51,392	107,926
Interest income on bank deposits	70,276	28,202	21,277	7,956
	=====	=====	=====	=====
	10,887,158	16,767,322	176,548	3,706,831
	=====	=====	=====	=====

Orascom Construction PLC

Notes (continued)

7 Finance expenses

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Interest on loans due to related parties (refer note 11)	5,806,569	6,676,605	2,545,410	3,260,253
Bank charges	18,126	17,648	7,765	9,378
Others	-	31,800	-	-
	<u>5,824,695</u>	<u>6,726,053</u>	<u>2,553,175</u>	<u>3,269,631</u>

8 Investment in subsidiaries

	30 June 2023 USD	31 December 2022 USD
Orascom Holding Cooperatief U.A.	930,297,276	930,297,276
Orascom Holding Limited	50,000	50,000
	<u>930,347,276</u>	<u>930,347,276</u>
Less: Provision for impairment (refer note (i) below)	(142,530,106)	(142,530,106)
	<u>787,817,170</u>	<u>787,817,170</u>

- (i) Based on the management's assessment, there were no new indicators of impairment for the six-month period ended 30 June 2023 or significant changes to the key assumptions used in impairment assessment as of 31 December 2022, which would materially impact the carrying amount of investment in subsidiaries as at 30 June 2023.

9 Prepayments and other receivables

	30 June 2023 USD	31 December 2022 USD
Prepayments	659,804	243,384
Deposits	55,505	55,505
Other receivables	116,000	-
	<u>831,309</u>	<u>298,889</u>

10 Cash in hand and at banks

	30 June 2023 USD	31 December 2022 USD
Cash in hand	2,740	2,740
Cash at banks – current account	1,469,465	10,946,295
	<u>1,472,205</u>	<u>10,949,035</u>

Orascom Construction PLC

Notes (continued)

11 Related party balances and transactions

The Company, in the ordinary course of business, enters into transactions with other business enterprises that fall within the definition of a related party as contained in International Accounting Standard No. 24. These transactions are carried out at mutually agreed rates. The significant transactions with related parties during the period were as follows:

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Payable assigned to a related party (refer note (a))	39,142,866	-	24,075,351	-
Gain on waiver of related party loan (refer note (b))	33,753,547	-	33,753,547	-
Payable assigned to related parties (refer note (c))	73,447,116	-	73,447,116	-
Collections on loans given to related parties	4,000,000	11,334,879	4,000,000	11,334,879
Interest expense on loans due to related parties (refer note 7)	5,806,569	6,676,605	2,545,410	3,260,253
Expenses incurred by related parties on behalf of the Company	2,450,087	3,018,726	1,760,823	1,173,075
Expenses recharged by a related party (refer note 5)	1,015,288	1,153,082	705,456	656,512
Interest income on loans due from related parties (refer note 6)	138,307	213,160	51,392	107,926
	<u>=====</u>	<u>=====</u>	<u>=====</u>	<u>=====</u>

- (a) During the period, the Company received funding from Orascom Construction SAE amounting to USD 39,142,866. Orascom Construction SAE entered into an assignment agreement assigning this receivable balance from the Company to OCI Construction International BV. As of 30 June 2023, the accumulated assigned balance is showing as due to OCI Construction International BV amounting to USD 86,137,924.
- (b) On 30 June 2023, the Company's loan payable to its subsidiaries; NSF Global Limited and OCI Construction Limited amounting to USD 4,008,944 and USD 29,744,603, respectively were waived off based on the intercompany loan settlement agreement between the parties. Accordingly, a gain on waiver of a related party loan was recognized in the statement of profit or loss.
- (c) On 30 June 2023, the Company's loan payable to its subsidiary; Orascom Construction SAE amounting to USD 73,447,116 was settled off based on the intercompany assignment agreement between the parties Orascom Holding Limited by amounting to USD 44,733,629, OC IHC 6 BV by amounting to USD 19,170,044 and OC IHC 7 BV by amounting to USD 9,543,443.

Orascom Construction PLC

Notes *(continued)*

11 Related party balances and transactions (continued)

(i) *Key management remuneration*

The Company considers the members of the Board of Directors (Executive and Non-executive), and the senior management to be the key management personnel of the Company.

The remuneration of the key management for the period is as follows:

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Salaries and benefits	350,000	300,000	175,000	150,000
	=====	=====	=====	=====

Orascom Construction PLC

Notes (continued)

11 Related party balances and transactions (continued)

			30 June 2023			31 December 2022		
	Relationship	Interest terms	Current portion USD	Non-current portion USD	Total USD	Current portion USD	Non-current portion USD	Total USD
Loans due from related parties								
OCI Saudi Arabia	Subsidiary	refer note (a)	3,169,114	-	3,169,114	-	7,030,807	7,030,807
Orascom Holding Cooperatief U.A.	Subsidiary	refer note (b)	-	-	-	-	-	-
			-----	-----	-----	-----	-----	-----
Total loans due from related parties			3,169,114	-	3,169,114	-	7,030,807	7,030,807
Less: Provision for impairment			(3,169,114)	-	(3,169,114)	-	(7,030,807)	(7,030,807)
			-----	-----	-----	-----	-----	-----
			-	-	-	-	-	-
			=====	=====	=====	=====	=====	=====
Due from related parties								
Orascom Holding Limited	Subsidiary	no interest	54,845,645	-	54,845,645	99,458,595	-	99,458,595
Cementech Limited	Subsidiary	no interest	1,466,757	-	1,466,757	-	-	-
Orascom Holding Cooperatief U.A.	Subsidiary	no interest	965,375	-	965,375	655,375	-	655,375
Orascom Saudi	Subsidiary	no interest	474,121	-	474,121	424,654	-	424,654
Orascom Construction SAE	Subsidiary	no interest	121,409	-	121,409	59,670	-	59,670
OCI Saudi Arabia	Subsidiary	no interest	42,028	-	42,028	5,124	-	5,124
			-----	-----	-----	-----	-----	-----
Total due from related parties			57,915,335	-	57,915,335	100,603,418	-	100,603,418
Less: Provision for impairment			(57,277,777)	-	(57,277,777)	(100,113,971)	-	(100,113,971)
			-----	-----	-----	-----	-----	-----
			637,558	-	637,558	489,447	-	489,447
			=====	=====	=====	=====	=====	=====
Loans due to related parties								
Orascom Construction SAE	Subsidiary	refer note (c)	-	-	-	-	73,937,006	73,937,006
OCI Construction Limited	Subsidiary	refer note (d)	-	-	-	-	29,213,958	29,213,958
NSF Global Limited.	Subsidiary	refer note (e)	-	-	-	-	3,925,633	3,925,633
			-----	-----	-----	-----	-----	-----
			-	-	-	-	107,076,597	107,076,597
			=====	=====	=====	=====	=====	=====
Due to related parties								
OCI Construction International BV	Subsidiary	no interest	86,137,924	-	86,137,924	46,995,058	-	46,995,058
OC IHC 6 BV	Subsidiary	no interest	19,170,044	-	19,170,044	-	-	-
Orascom Construction Industries SAE	Subsidiary	no interest	9,678,190	-	9,678,190	9,678,190	-	9,678,190
OC IHC 7 BV	Subsidiary	no interest	9,543,443	-	9,543,443	-	-	-
Contract Watts Inc.	Subsidiary	no interest	9,257,248	-	9,257,248	8,626,134	-	8,626,134
Orascom E&C	Subsidiary	no interest	3,520,459	-	3,520,459	2,909,748	-	2,909,748
The Weitz Company, LLC	Subsidiary	no interest	598,185	-	598,185	463,143	-	463,143
Cementech Limited	Subsidiary	no interest	-	-	-	1,894,049	-	1,894,049
			-----	-----	-----	-----	-----	-----
			137,905,493	-	137,905,493	70,566,322	-	70,566,322
			=====	=====	=====	=====	=====	=====

Orascom Construction PLC

Notes (continued)

11 Related party balances and transactions (continued)

(ii) Impairment loss on loans and amounts due from related parties

The movement in provision for impairment with respect to loans and amounts due from related parties during the period is as follows:

	2023 USD	2022 USD
1 January	107,144,778	92,826,469
(Reversal) / Provision for impairment during the period (refer to below)	(46,697,887)	21,657,287
30 June	<u>60,446,891</u>	<u>114,483,756</u>

The net impairment loss on loans and amounts due from related parties presented in the statement of profit or loss and other comprehensive income includes the following:

	Six month period ended		Three month period ended	
	30 June 2023	30 June 2022	30 June 2023	30 June 2022
	USD	USD	USD	USD
Provision for amount due from Orascom Holding Limited	-	32,229,547	-	2,028,879
Reversal of provision for amount due from Orascom Holding Limited	(44,612,951)	-	(43,656,215)	-
Provision for amount due from Orascom Holding Cooperatief U.A.	310,000	-	-	-
Provision for loan due from Orascom Holding Cooperatief U.A.	-	607,402	-	30,269
Reversal of provision for loan due from Orascom Holding Cooperatief U.A.	-	(11,334,879)	-	(4,334,879)
Provision for loan due from OCI Saudi Arabia	138,307	126,507	51,392	77,657
Reversal of provision for loan due from OCI Saudi Arabia	(4,000,000)	-	-	-
Provision for amount due from Cementech Limited	1,466,757	28,710	1,466,757	-
	<u>(46,697,887)</u>	<u>21,657,287</u>	<u>(42,138,066)</u>	<u>(2,198,074)</u>

Orascom Construction PLC

Notes (continued)

11 Related party balances and transactions (continued)

Interest terms

- (a) The loan is denominated in USD and carries interest at one-month LIBOR rate plus 1.40%.
- (b) The loan was denominated in USD and carried interest at one-month LIBOR rate plus 3.25%.
- (c) The loan is denominated in Egyptian pounds and carries interest at Egyptian Central Bank Mid Corridor rate plus 1%.
- (d) The loan is denominated in Euro and carries interest at one-month deposit rate paid by one of the Company's bank plus 0.05%.
- (e) The loan carries interest at one-month LIBOR rate plus 0.05%.

12 Accrued expenses

	30 June 2023	31 December 2022
	USD	USD
Accrued expenses	2,169,038	3,767,823
	-----	-----

13 Share capital

	30 June 2023	31 December 2022
	USD	USD
<i>Issued and paid up capital:</i>		
116,761,379 shares with a par value of USD 1	116,761,379	116,761,379
	=====	=====

14 Dividends

On 24 January 2023, the board of directors approved an interim dividend of USD 0.1850 per share amounting to USD 21.6 million which had been paid on 9 February 2023.

15 Treasury shares

Based on the decision made in the Annual General Meeting (AGM), held on 31 May 2023, the Company has purchased 6,517,444 of its own shares (the "Shares"), representing 5.58% of the total issued share capital at a price of USD 3.00 per share. The Company continues to hold the shares as treasury shares and accordingly, the Company has recognized an amount of USD 19,552,332 in the statement of change in equity and the shares cancellation process is currently ongoing.

16 Financial instruments

The financial assets of the Company include cash at banks and amounts due from related parties. The financial liabilities of the Company include accrued expenses and amounts due to related parties. Accounting policies for financial assets and liabilities are set out in note 3.

Orascom Construction PLC

Notes (continued)

16 Financial instruments (continued)

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

	30 June 2023	31 December 2022
	USD	USD
Due from related parties	637,558	489,447
Cash at banks	1,469,465	10,946,295
	-----	-----
	2,107,023	11,435,742
	=====	=====

Liquidity risk

The following are the contractual maturities of financial liabilities including estimated interest payments and excluding the impact of netting arrangements:

	Carrying amount	Contractual cash flows	1 year or less	More than 1 year
	USD	USD	USD	USD
30 June 2023				
<i>Non-derivative financial liabilities</i>				
Due to related parties	137,905,493	137,905,493	137,905,493	-
Accrued expenses	2,169,038	2,169,038	2,169,038	-
	-----	-----	-----	-----
	140,074,531	140,074,531	140,074,531	-
	=====	=====	=====	=====
31 December 2022				
<i>Non-derivative financial liabilities</i>				
Loans due to related parties	107,076,597	137,718,067	-	137,718,067
Due to related parties	70,566,322	70,566,322	70,566,322	-
Accrued expenses	3,767,823	3,767,823	3,767,823	-
	-----	-----	-----	-----
	181,410,742	212,052,212	74,334,145	137,718,067
	=====	=====	=====	=====

Interest rate risk

At the reporting date, the interest rate profile of the Company's interest-bearing financial instruments was:

Variable rate instruments

	30 June 2023	31 December 2022
	USD	USD
Financial liabilities	-	(107,076,597)
	=====	=====

Orascom Construction PLC

Notes (continued)

16 Financial instruments (continued)

Interest rate risk (continued)

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have increased/ (decreased) net profit by the amounts shown below. This analysis assumes that all other variables remain constant:

	31 December 2022	
	100 bp increase USD	100 bp decrease USD
Variable rate instruments	(1,070,766)	1,070,766
	=====	=====

Adoption of amendments to IFRS 9 and IFRS 7 Interest Rate Benchmark Reform

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR' reform').

IBOR reforms and expectation of cessation of LIBOR might impact the Company's current risk management strategy and possibly accounting for its financial liabilities. These financial instruments are referenced to LIBOR. The alternative reference for LIBOR is the Secured Overnight Financing Rate (SOFR).

Management is currently monitoring the transition to alternative rates and is not expected to have a significant impact on the separate interim financial statements.

Currency risk

The Company's exposure to foreign currency risk as at reporting date is as follows:

	30 June 2023	
	Euro	Egyptian pound
Cash at banks	104,180	6,282,331
Due from related parties	-	506,506,556
	-----	-----
	104,180	512,788,887
	=====	=====
	31 December 2022	
	Euro	Egyptian pound
Cash at banks	168,731	6,197,690
Due from related parties	-	506,506,556
Loans due to related parties	(27,290,013)	(1,830,577,036)
	-----	-----
	(27,121,282)	(1,317,872,790)
	=====	=====

Orascom Construction PLC

Notes (continued)

16 Financial instruments (continued)

Currency risk (continued)

Sensitivity analysis

The following foreign exchange rates were applied by the Company during the period/ year:

	30 June 2023		31 December 2022	
	Average rate	Spot rate	Average rate	Spot rate
1 Euro	1.0799	1.0909	1.0581	1.0705
1 Egyptian pound	0.0337	0.0324	0.0527	0.0404
	=====	=====	=====	=====

1% strengthening of USD against Euro and Egyptian Pound at reporting date would have increased / (decreased) the net profit by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant:

	30 June 2023 USD	31 December 2022 USD
Euro	1,136	(290,333)
Egyptian pound	165,990	(532,289)
	-----	-----
	167,126	(822,622)
	=====	=====

17 Operating segments

There were no operating segments identified by the management as at the reporting date.

18 Contingent liabilities and capital commitments

Contingent liabilities

	30 June 2023			31 December 2022		
	USD	SAR	Euro	USD	SAR	Euro
Guarantees	6,540,000	115,398,750	-	3,040,000	69,848,750	-
Letter of Credit	-	-	26,191	-	-	1,958,544
	-----	-----	-----	-----	-----	-----
	6,540,000	115,398,750	26,191	3,040,000	69,848,750	1,958,544
	=====	=====	=====	=====	=====	=====

Orascom Construction PLC

Notes (continued)

19 Significant accounting estimates and judgements

The Company makes estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Impairment of investment in subsidiaries

The Company determines whether investment in subsidiaries is impaired on an annual basis or whenever there is any indication of impairment. This requires estimation of the “value in use” of the cash generating units. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the cash generating unit and also to choose a suitable discount rate in order to calculate the present value of these cash flows.

Impairment losses on receivables

The Company’s credit risk is primarily attributable to its loan receivable from related parties and due from related parties. In determining impairment losses, the Company recognises loss allowance for expected credit losses on the financial asset that is measured at amortised cost, and trade receivables. At each reporting date, the Company measures the loss allowance for the financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

At each reporting date, the Company assess whether the credit risk on a financial instrument has increased significantly since the initial recognition. When making the assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses.

The Company may assume that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date.

If reasonable and supportable forward-looking information is available without undue cost or effort, the Company cannot rely solely on past due information when determining whether credit risk has increased significantly since initial recognition. However, when information that is more forward-looking than past due status (either on an individual or a collective basis) is not available without undue cost or effort, the Company may use past due information to determine whether there have been significant increases in credit risk since initial recognition.

Regardless of the way in which the Company assesses significant increases in credit risk, there is a rebuttable presumption that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due. The Company can rebut this presumption if it has reasonable and supportable information that is available without undue cost or effort, that demonstrates that the credit risk has not increased significantly since initial recognition even though the contractual payments are more than 30 days past due. When the Company determines that there have been significant increases in credit risk before contractual payments are more than 30 days past due, the rebuttable presumption does not apply.

Orascom Construction PLC

Notes *(continued)*

20 Applicable laws on taxation of corporations and businesses

On 9 December 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime will become effective for accounting periods beginning on or after 1 June 2023.

The Cabinet of Ministers Decision No. 116/2022 effective from 2023, specifies the threshold of income over which the 9% tax rate would apply and accordingly, the Law is now considered to be substantively enacted. A rate of 9% will apply to taxable income exceeding AED 375,000, a rate of 0% will apply to taxable income not exceeding AED 375,000 [and a rate of 0% on qualifying income of free zone entities].

No material deferred tax adjustments have been arisen in the preparation of the separate interim financial statements.