

**Emirates Integrated  
Telecommunications  
Company PJSC and its  
Subsidiary**

**Condensed consolidated  
interim financial statements**

for the nine month period  
ended 30 September 2011

# **Emirates Integrated Telecommunications Company PJSC and its Subsidiary**

## **Condensed consolidated interim financial statements**

for the nine month period ended 30 September 2011

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## **Independent auditors' report on review of condensed consolidated interim financial information**

The Shareholders  
Emirates Integrated Telecommunications Company PJSC

### **Introduction**

We have reviewed the accompanying condensed consolidated statement of financial position of Emirates Integrated Telecommunications Company PJSC and its Subsidiary ("the Group") as at 30 September 2011, and the related condensed consolidated statements of comprehensive income, changes in equity and the cash flows for the nine month period then ended ("interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard (IAS) 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this interim financial information based on our review.

### **Scope of Review**

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

### **Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information as at and for the nine month period ended 30 September 2011 is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

KPMG

Vijendra Nath Malhotra  
Registration No. 48B

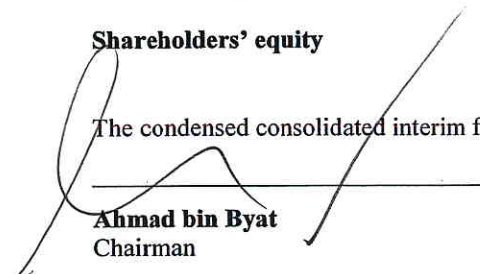
30 OCT 2011

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Condensed consolidated statement of financial position as at 30 September 2011

|                                              |      | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|----------------------------------------------|------|---------------------------------------------|-------------------------------------------|
|                                              | Note |                                             |                                           |
| <b>Non-current assets</b>                    |      |                                             |                                           |
| Property, plant and equipment                | 4    | 6,984,763                                   | 6,689,267                                 |
| IT software                                  | 5.1  | 390,589                                     | 423,846                                   |
| Telecommunications licence fee               | 5.2  | 89,572                                      | 94,226                                    |
| Indefeasible right of use                    | 5.3  | 85,097                                      | 91,510                                    |
| Goodwill                                     |      | 549,050                                     | 549,050                                   |
| <b>Total non-current assets</b>              |      | <b>8,099,071</b>                            | <b>7,847,899</b>                          |
| <b>Current assets</b>                        |      |                                             |                                           |
| Deferred fees                                | 5.4  | 30,451                                      | 4,387                                     |
| Inventories                                  |      | 61,833                                      | 47,300                                    |
| Accounts receivable                          | 7    | 851,221                                     | 1,122,401                                 |
| Other receivables                            | 8    | 347,061                                     | 418,369                                   |
| Due from related parties                     | 6.1  | 119,469                                     | 94,336                                    |
| Prepayments                                  |      | 173,960                                     | 199,508                                   |
| Cash and cash equivalents                    | 9    | 1,637,184                                   | 2,785,478                                 |
| <b>Total current assets</b>                  |      | <b>3,221,179</b>                            | <b>4,671,779</b>                          |
| <b>Current liabilities</b>                   |      |                                             |                                           |
| Accounts payable and accruals                | 11   | 3,237,623                                   | 3,209,773                                 |
| Due to a related party                       | 6.1  | 62,616                                      | 78,109                                    |
| Current portion of long term bank borrowings | 10   | 668,648                                     | 3,153,580                                 |
| <b>Total current liabilities</b>             |      | <b>3,968,887</b>                            | <b>6,441,462</b>                          |
| <b>Net current liabilities</b>               |      | <b>747,708</b>                              | <b>1,769,683</b>                          |
| <b>Non-current liabilities</b>               |      |                                             |                                           |
| Employee benefits                            | 12   | 97,239                                      | 77,714                                    |
| Long term bank borrowings                    | 10   | 1,481,030                                   | 904,735                                   |
| <b>Total non-current liabilities</b>         |      | <b>1,578,269</b>                            | <b>982,449</b>                            |
| <b>Net assets</b>                            |      | <b>5,773,094</b>                            | <b>5,095,767</b>                          |
| <b>Represented by:</b>                       |      |                                             |                                           |
| Share capital                                | 13   | 4,571,429                                   | 4,571,429                                 |
| Share premium                                | 14   | 393,504                                     | 393,504                                   |
| Share based payment reserve                  | 15   | 66,278                                      | 46,345                                    |
| Statutory reserve                            | 16   | 223,607                                     | 157,868                                   |
| Accumulated profit / (losses)                |      | 518,276                                     | (73,379)                                  |
| <b>Shareholders' equity</b>                  |      | <b>5,773,094</b>                            | <b>5,095,767</b>                          |

The condensed consolidated interim financial statements were approved on 30 October 2011 by:

  
**Ahmad bin Byat**  
Chairman

  
**Osman Sultan**  
Chief Executive Officer

The notes set out on pages 6 -17 form an integral part of these condensed consolidated interim financial statements.

The independent auditors' report on review of condensed consolidated interim financial information is set out on page 1.

## Emirates Integrated Telecommunications Company PJSC and its Subsidiary

### Condensed consolidated statement of comprehensive income for the nine month period ended 30 September 2011

|                                                                                   | Note | Reviewed<br>nine month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>nine month<br>period ended<br>30 September<br>2010<br>AED 000 | Reviewed<br>three month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>three month<br>period ended<br>30 September<br>2010<br>AED 000 |
|-----------------------------------------------------------------------------------|------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| Revenue                                                                           | 24   | 6,443,204                                                                 | 5,028,119                                                                 | 2,233,493                                                                  | 1,744,712                                                                  |
| Cost of sales                                                                     |      | (2,204,018)                                                               | (1,733,801)                                                               | (763,183)                                                                  | (619,249)                                                                  |
| <b>Gross profit</b>                                                               |      | <u>4,239,186</u>                                                          | <u>3,294,318</u>                                                          | <u>1,470,310</u>                                                           | <u>1,125,463</u>                                                           |
| General and administrative expenses                                               | 17   | (2,899,762)                                                               | (2,463,308)                                                               | (969,571)                                                                  | (785,966)                                                                  |
| Finance income                                                                    | 18   | 48,586                                                                    | 24,457                                                                    | 4,343                                                                      | 21,948                                                                     |
| Finance expense                                                                   | 18   | (96,540)                                                                  | (60,946)                                                                  | (20,315)                                                                   | (35,888)                                                                   |
| Other income                                                                      | 19   | 23,318                                                                    | 633                                                                       | 3,913                                                                      | 655                                                                        |
| <b>Profit before Royalty</b>                                                      |      | <u>1,314,788</u>                                                          | <u>795,154</u>                                                            | <u>488,680</u>                                                             | <u>326,212</u>                                                             |
| Royalty                                                                           | 20   | (657,394)                                                                 | (397,577)                                                                 | (244,340)                                                                  | (163,106)                                                                  |
| <b>Profit for the period</b>                                                      |      | <u>657,394</u>                                                            | <u>397,577</u>                                                            | <u>244,340</u>                                                             | <u>163,106</u>                                                             |
| Profit and comprehensive income<br>attributable to shareholders of the<br>Company |      | <u>657,394</u>                                                            | <u>397,577</u>                                                            | <u>244,340</u>                                                             | <u>163,106</u>                                                             |
| Earnings per share (AED)                                                          | 21   | <u>0.14</u>                                                               | <u>0.09</u>                                                               | <u>0.05</u>                                                                | <u>0.03</u>                                                                |

The notes set out on pages 6 -17 form an integral part of these condensed consolidated interim financial statements.

The independent auditors' report on review of condensed consolidated interim financial information is set out on page 1.

## Emirates Integrated Telecommunications Company PJSC and its Subsidiary

### Condensed consolidated statement of cash flows for the nine month period ended 30 September 2011

|                                                               |             | Reviewed<br>nine month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>nine month<br>period ended<br>30 September<br>2010<br>AED 000 |
|---------------------------------------------------------------|-------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
|                                                               | <i>Note</i> |                                                                           |                                                                           |
| <b>Cash flows from operating activities</b>                   |             |                                                                           |                                                                           |
| Net cash flows before changes in working capital              | 22          | 1,457,702                                                                 | 997,418                                                                   |
| Change in inventories                                         |             | (14,533)                                                                  | (22,716)                                                                  |
| Change in accounts receivable                                 |             | 271,180                                                                   | (67,414)                                                                  |
| Change in prepayments                                         |             | 25,548                                                                    | (24,083)                                                                  |
| Change in other receivables                                   |             | 71,308                                                                    | (29,872)                                                                  |
| Change in accounts payable and accruals                       |             | 204,405                                                                   | 315,349                                                                   |
| Change in amounts due from related parties                    |             | (25,133)                                                                  | 54,813                                                                    |
| Change in amounts due to a related party                      |             | (15,493)                                                                  | (5,235)                                                                   |
| Change in deferred fees                                       |             | (26,064)                                                                  | (25,980)                                                                  |
| Payment of employee benefits                                  |             | (7,433)                                                                   | (4,049)                                                                   |
| Net cash generated from operating activities                  |             | 1,941,487                                                                 | 1,188,231                                                                 |
| <b>Cash flows used in investing activities</b>                |             |                                                                           |                                                                           |
| Purchase of property, plant and equipment                     |             | (1,046,764)                                                               | (1,024,531)                                                               |
| Purchase of IT software                                       |             | (109,744)                                                                 | (87,935)                                                                  |
| Proceeds from disposal of property plant and equipment        |             | -                                                                         | 1,193                                                                     |
| Finance income                                                |             | 48,586                                                                    | 24,457                                                                    |
| Finance expense                                               |             | (96,540)                                                                  | (60,946)                                                                  |
| Other income                                                  |             | 23,318                                                                    | 393                                                                       |
| Net cash used in investing activities                         |             | (1,181,144)                                                               | (1,147,369)                                                               |
| <b>Cash flows from financing activities</b>                   |             |                                                                           |                                                                           |
| Notes payable                                                 |             | -                                                                         | (108,056)                                                                 |
| Issue of share capital                                        |             | -                                                                         | 571,429                                                                   |
| Share premium                                                 |             | -                                                                         | 391,562                                                                   |
| Long term borrowings                                          |             | 1,269,175                                                                 | 713,017                                                                   |
| Repayment of borrowings                                       |             | (3,177,812)                                                               | -                                                                         |
| Net cash (used in) / generated from financing activities      |             | (1,908,637)                                                               | 1,567,952                                                                 |
| <b>Net (decrease) / increase in cash and cash equivalents</b> |             | (1,148,294)                                                               | 1,608,814                                                                 |
| Cash and cash equivalents at beginning of the period          |             | 2,785,478                                                                 | 869,264                                                                   |
| <b>Cash and cash equivalents at end of the period</b>         | 9           | 1,637,184                                                                 | 2,478,078                                                                 |

The notes set out on pages 6 -17 form an integral part of these condensed consolidated interim financial statements.

The independent auditors' report on review of condensed consolidated interim financial information is set out on page1.

## Emirates Integrated Telecommunications Company PJSC and its Subsidiary

### Condensed consolidated statement of changes in equity for the nine month period ended 30 September 2011

|                                            | Share<br>capital<br>(Note 13) | Share<br>premium<br>(Note 14) | Share based<br>payment<br>reserve<br>(Note 15) | Statutory<br>reserve<br>(Note 16) | Accumulated<br>(losses) /<br>profit | Total            |
|--------------------------------------------|-------------------------------|-------------------------------|------------------------------------------------|-----------------------------------|-------------------------------------|------------------|
|                                            | AED 000                       | AED 000                       | AED 000                                        | AED 000                           | AED 000                             | AED 000          |
| At 1 January 2010                          | 4,000,000                     | -                             | 17,482                                         | 26,825                            | (1,252,767)                         | 2,791,540        |
| Issue of common share capital              | 571,429                       | -                             | -                                              | -                                 | -                                   | 571,429          |
| Share premium                              | -                             | 391,562                       | -                                              | -                                 | -                                   | 391,562          |
| Profit for the period                      | -                             | -                             | -                                              | -                                 | 397,577                             | 397,577          |
| Transfer to share based<br>payment reserve | -                             | -                             | 25,052                                         | -                                 | -                                   | 25,052           |
| Transfer to statutory reserve              | -                             | -                             | -                                              | 39,760                            | (39,760)                            | -                |
| <b>At 30 September 2010</b>                | <b>4,571,429</b>              | <b>391,562</b>                | <b>42,534</b>                                  | <b>66,585</b>                     | <b>(894,950)</b>                    | <b>4,177,160</b> |
| At 1 January 2011                          | 4,571,429                     | 393,504                       | 46,345                                         | 157,868                           | (73,379)                            | 5,095,767        |
| Profit for the period                      | -                             | -                             | -                                              | -                                 | 657,394                             | 657,394          |
| Transfer to share based<br>payment reserve | -                             | -                             | 19,933                                         | -                                 | -                                   | 19,933           |
| Transfer to statutory reserve              | -                             | -                             | -                                              | 65,739                            | (65,739)                            | -                |
| <b>At 30 September 2011</b>                | <b>4,571,429</b>              | <b>393,504</b>                | <b>66,278</b>                                  | <b>223,607</b>                    | <b>518,276</b>                      | <b>5,773,094</b> |

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The independent auditors' report on review of condensed consolidated interim financial information is set out on page 1.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

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## Notes to the condensed consolidated interim financial statements

### 1 Legal status and principal activities

Emirates Integrated Telecommunications Company PJSC ("the Company") is a public joint stock company with limited liability. The Company was incorporated according to Ministerial resolution No. 479 of 2005 issued on 28 December 2005. The Company was registered in the commercial register under No. 77967. The principal address of the Company is P.O Box 502666 Dubai, United Arab Emirates. The condensed consolidated interim financial statements of the Company as at 30 September 2011 comprises the Company and its Subsidiary.

The Company's principal objective is to provide fixed, mobile, broadband, broadcasting and associated telecommunications services in the UAE. The commercial operations of the Company commenced on 11 February 2007.

The Company's wholly owned subsidiary, EITC Investment Holdings Limited ("the Subsidiary") was incorporated as an offshore company in accordance with the offshore companies regulations of Jebel Ali Free Zone of 2003 on 18 February 2010.

The principal objective of the Subsidiary is to hold investments for new non-core business activities in which the Company wishes to invest in the future, such as content, media, data and value added services for telecommunications. At 30 September 2011 there had been no material commercial activities within the Subsidiary.

### 2 Basis of preparation

#### i Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") and its interpretations adopted by the International Accounting Standards Board ("IASB") and the requirements of UAE Federal Law No. 8 of 1984 (as amended).

#### ii New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2011, and have not been applied in preparing these condensed consolidated interim financial statements. None of these is expected to have a significant effect on the condensed consolidated interim financial statements of the Company, except for IFRS 9 Financial Instruments, which becomes mandatory for the Company's 2013 consolidated financial statements and could change the classification and measurement of financial assets. The Company does not plan to adopt this standard early and the extent of the impact has not been determined.

#### iii Basis of consolidation

A subsidiary is an entity controlled by the Group. The financial statements of a subsidiary are included in the consolidated financial statements from the date that control commences until the date that control ceases.

#### iv Basis of measurement

These condensed consolidated interim financial statements have been prepared under the historical cost convention.

#### v Functional and presentation currency

These condensed consolidated interim financial statements are presented in United Arab Emirates Dirham ("AED") rounded to the nearest thousand. This is the currency of the country in which the Company is domiciled.

#### vi Earnings per share

The Company presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to the ordinary share holders of the Company by the weighted average number of ordinary shares outstanding during the period.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 2 Basis of preparation (continued)

#### vii Use of estimates and judgments

The preparation of the condensed consolidated interim financial statements, in conformity with IFRS, requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. The 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.

Judgements made by management in the application of IFRS that have significant effect on the condensed consolidated interim financial statements and estimates with a risk of material adjustment in the next year mainly comprise of residual value and useful lives of items of property, plant and equipment and intangible assets, provision for bad and doubtful debts and provision for slow moving inventories.

### 3 Significant accounting policies

The same accounting policies and methods of computation have been followed in these condensed consolidated interim financial statements as compared with the Company's recent 2010 annual audited financial statements.

### 4 Property, plant and equipment

|                                    | <b>Buildings<br/>AED 000</b> | <b>Plant &amp;<br/>equipment<br/>AED 000</b> | <b>Furniture<br/>&amp; fixtures<br/>AED 000</b> | <b>Motor<br/>vehicles<br/>AED 000</b> | <b>Capital<br/>work in<br/>progress<br/>AED 000</b> | <b>Total<br/>AED 000</b> |
|------------------------------------|------------------------------|----------------------------------------------|-------------------------------------------------|---------------------------------------|-----------------------------------------------------|--------------------------|
| <b>Cost</b>                        |                              |                                              |                                                 |                                       |                                                     |                          |
| At 1 January 2011                  | 47,208                       | 6,201,647                                    | 196,012                                         | 2,123                                 | 1,834,255                                           | 8,281,245                |
| Additions/(transfers)              | -                            | 987,083                                      | 28,679                                          | 104                                   | (145,517)                                           | 870,349                  |
| <b>At 30 September 2011</b>        | <b>47,208</b>                | <b>7,188,730</b>                             | <b>224,691</b>                                  | <b>2,227</b>                          | <b>1,688,738</b>                                    | <b>9,151,594</b>         |
| <b>Depreciation / impairment</b>   |                              |                                              |                                                 |                                       |                                                     |                          |
| At 1 January 2011                  | 10,806                       | 1,447,096                                    | 109,867                                         | 2,015                                 | 22,194                                              | 1,591,978                |
| Charge / (reversal) for the period | 1,671                        | 541,582                                      | 34,446                                          | 174                                   | (3,020)                                             | 574,853                  |
| <b>At 30 September 2011</b>        | <b>12,477</b>                | <b>1,988,678</b>                             | <b>144,313</b>                                  | <b>2,189</b>                          | <b>19,174</b>                                       | <b>2,166,831</b>         |
| <b>Net book value</b>              |                              |                                              |                                                 |                                       |                                                     |                          |
| At 1 January 2011                  | 36,402                       | 4,754,551                                    | 86,145                                          | 108                                   | 1,812,061                                           | 6,689,267                |
| <b>Net book value</b>              |                              |                                              |                                                 |                                       |                                                     |                          |
| <b>At 30 September 2011</b>        | <b>34,731</b>                | <b>5,200,052</b>                             | <b>80,378</b>                                   | <b>38</b>                             | <b>1,669,564</b>                                    | <b>6,984,763</b>         |

The carrying amount of the Company's buildings includes a nominal amount of AED 1 (2010: AED 1) in relation to land granted by the Government to the Company.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 5 Intangible assets and deferred fees

#### 5.1 IT software

|                                                | Software in use<br>AED 000 | Capital work<br>in progress<br>AED 000 | Total<br>AED 000 |
|------------------------------------------------|----------------------------|----------------------------------------|------------------|
| <b>Cost</b>                                    |                            |                                        |                  |
| At 1 January 2011                              | 690,187                    | 145,940                                | 836,127          |
| Additions/(transfers)                          | 109,357                    | (19,327)                               | 90,030           |
| <b>At 30 September 2011</b>                    | <b>799,544</b>             | <b>126,613</b>                         | <b>926,157</b>   |
| <b>Amortisation</b>                            |                            |                                        |                  |
| At 1 January 2011                              | 412,281                    | -                                      | 412,281          |
| Charge for the period                          | 123,287                    | -                                      | 123,287          |
| <b>At 30 September 2011</b>                    | <b>535,568</b>             | <b>-</b>                               | <b>535,568</b>   |
| Net book value<br>At 1 January 2011            | 277,906                    | 145,940                                | 423,846          |
| <b>Net book value<br/>At 30 September 2011</b> | <b>263,976</b>             | <b>126,613</b>                         | <b>390,589</b>   |

#### 5.2 Telecommunications licence fee

|                                    | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|------------------------------------|---------------------------------------------|-------------------------------------------|
| Opening balance                    | 94,226                                      | 100,452                                   |
| Amortisation for the period / year | (4,654)                                     | (6,226)                                   |
| Closing balance                    | 89,572                                      | 94,226                                    |

Telecommunications licence fee represents the fee charged by the Telecommunications Regulatory Authority to the Company to grant the licence to operate as a telecommunications service provider in the UAE. The fees are being amortised on a straight-line basis over a period of 20 years which is the term of the licence, from the date of granting the licence.

#### 5.3 Indefeasible right of use

|                                    | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|------------------------------------|---------------------------------------------|-------------------------------------------|
| Opening balance                    | 91,510                                      | 100,080                                   |
| Amortisation for the period / year | (6,413)                                     | (8,570)                                   |
| Closing balance                    | 85,097                                      | 91,510                                    |

Indefeasible right of use represents the fee charged by an operator of a fibre-optic cable system for the right to use its submarine fibre-optic circuits and cable system. The fees are amortised on a straight-line basis over a period of 15 years from the date of activation of the cable system.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 5 Intangible assets and deferred fees (continued)

#### 5.4 Deferred fees

|                                                               | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|---------------------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Deferred annual licence fee, numbering fees and spectrum fees | 30,451                                      | 4,387                                     |

An annual licence fee is charged in respect of the telecommunications licence awarded. Numbering fees are charged for the allocation of the right of use of mobile and fixed number ranges. Spectrum fees are charged for the authorisation of various frequencies used by the Company.

### 6 Related party transactions

Related parties comprise the shareholders of the Company, its directors, key management personnel and entities over which they exercise significant influence. Transactions with related parties are on terms and conditions approved by the Company's management or by the Board of Directors.

#### 6.1 Due from/to related parties

|                                 | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|---------------------------------|---------------------------------------------|-------------------------------------------|
| <b>Due from related parties</b> |                                             |                                           |
| Axiom Telecom LLC               | 113,681                                     | 94,336                                    |
| Eros Electronics                | 5,788                                       | -                                         |
|                                 | <u>119,469</u>                              | <u>94,336</u>                             |
| <b>Due to a related party</b>   |                                             |                                           |
| Tecom Investments FZ LLC        | <u>62,616</u>                               | <u>78,109</u>                             |

All transactions with related parties are carried out at commercial rates. Telecom services to related parties are provided at normal market value and are excluded from reportable related party transactions. The following table reflects the gross value of transactions with related parties.

|                                                          | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|----------------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Tecom Investments FZ LLC :                               |                                             |                                           |
| Office rent and services                                 | 49,691                                      | 58,567                                    |
| Infrastructure cost                                      | 61,582                                      | 923                                       |
| Axiom Telecom LLC – Authorised distributor – Net sales   | 1,249,735                                   | 1,142,633                                 |
| Eros Electronics – Authorised distributor – Net sales    | 206,008                                     | 409,776                                   |
| Injazat Data Systems LLC – Data centre rent and services | 11,129                                      | 12,927                                    |

## Emirates Integrated Telecommunications Company PJSC and its Subsidiary

### Notes to the condensed consolidated interim financial statements (continued)

#### 6 Related party transactions (continued)

##### 6.2 Compensation to key management personnel

|                              | Reviewed<br>nine month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>nine month<br>period ended<br>30 September<br>2010<br>AED 000 |
|------------------------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
| Short term employee benefits | 22,327                                                                    | 23,302                                                                    |
| Termination benefits         | 950                                                                       | 1,215                                                                     |
| Post employment benefits     | 553                                                                       | 295                                                                       |
| Share based benefits*        | 5,763                                                                     | 18,838                                                                    |
| Directors' remuneration      | 6,030                                                                     | 10,800                                                                    |
|                              | <u>35,623</u>                                                             | <u>54,450</u>                                                             |

\* During the three month period ended 31 March 2010, the Company modified its Executive Share Option Plan in respect of the launch grant.

#### 7 Accounts receivable

|                                                     | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|-----------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Trade receivables                                   | 1,145,956                                   | 1,342,079                                 |
| Less: Provision for doubtful debts (Refer note 7.1) | (294,735)                                   | (219,678)                                 |
|                                                     | <u>851,221</u>                              | <u>1,122,401</u>                          |

##### 7.1 Movement in provision for doubtful debts

The movement in the provision for doubtful debts in respect of trade receivables was as follows:

|                                    | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|------------------------------------|---------------------------------------------|-------------------------------------------|
| Opening balance                    | 219,678                                     | 82,799                                    |
| Impairment loss recognised         | 79,921                                      | 154,070                                   |
| Write off during the period / year | (4,864)                                     | (17,191)                                  |
|                                    | <u>294,735</u>                              | <u>219,678</u>                            |

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 8 Other receivables

|                       | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|-----------------------|---------------------------------------------|-------------------------------------------|
| Advances to suppliers | 284,578                                     | 395,592                                   |
| Interest receivable   | 2,351                                       | 9,856                                     |
| Staff loans           | 3,552                                       | 3,010                                     |
| Deposits              | 29,547                                      | 9,911                                     |
| Others                | 27,033                                      | -                                         |
|                       | <u>347,061</u>                              | <u>418,369</u>                            |

### 9 Cash and cash equivalents

|                                        | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|----------------------------------------|---------------------------------------------|-------------------------------------------|
| At bank (on deposit and call accounts) | 1,636,702                                   | 2,784,960                                 |
| On hand                                | 482                                         | 518                                       |
|                                        | <u>1,637,184</u>                            | <u>2,785,478</u>                          |

### 10 Long term bank borrowings

|                                                    | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|----------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Long term bank borrowings (i)                      | 808,170                                     | 3,000,000                                 |
| Buyer credit arrangements (ii)                     | 1,341,508                                   | 1,058,315                                 |
|                                                    | <u>2,149,678</u>                            | <u>4,058,315</u>                          |
| Less: Current portion of long term bank borrowings | -                                           | (3,000,000)                               |
| Current portion of buyer credit arrangement        | (668,648)                                   | (153,580)                                 |
|                                                    | <u>1,481,030</u>                            | <u>904,735</u>                            |

(i) The Company repaid in full an existing loan of AED 3 billion in June 2011. A new facility for AED 808.2 million (USD 220 million) for partial financing of the repayment was arranged. The new facility is to be repaid in full on the final maturity date (30 June 2014) and carries an interest rate of LIBOR+ 1.45% per annum. The facility is unsecured and has the following primary financial covenants attached:

- Consolidated total net liabilities not to exceed 3 times the consolidated adjusted net worth of the Company for a period of 12 months ending on the relevant reporting date.
- The ratio of consolidated EBITDA to consolidated net finance costs not to be less than 3 to 1 for a period of 12 months ending on the relevant reporting date.
- The ratio of total bank debts less consolidated eligible cash and cash equivalents not to exceed 3 times the adjusted consolidated EBITDA for a period of 12 months ending on the relevant reporting date.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 10 Long term bank borrowings (continued)

(ii) The Company has utilised the following buyer credit arrangements obtained from two suppliers:

- (a) AED 459.2 million (USD 125.0 million) of an available AED 624.4 million (USD 170 million). The facility is to be repaid in full, three years from the date of the agreement (29 September 2009). The facility carries an interest rate of LIBOR + 2.6% per annum.
- (b) AED 808.7 million (USD 220.1 million) in full and final draw down of an available AED 987.1 million (USD 268.7 million). The facility is to be repaid in ten equal bi-annual installments commencing January 2011. The facility carries an average interest rate of 2.85% per annum. AED 177.8 million (USD 48.4 million) has been repaid during the period.
- (c) AED 73.5 million (USD 20.0 million) of an available AED 760.4 million (USD 207.0 million). The facility is to be repaid in ten equal bi-annual installments commencing September 2012. The facility carries an average interest rate of LIBOR + 1.2% per annum.

### 11 Accounts payable and accruals

|                           | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|---------------------------|---------------------------------------------|-------------------------------------------|
| Trade payables & accruals | 2,027,988                                   | 2,468,903                                 |
| Payroll accruals          | 115,158                                     | 130,334                                   |
| Customer deposits         | 70,220                                      | 52,391                                    |
| Retention payable         | 22,344                                      | 19,651                                    |
| Deferred revenue          | 320,193                                     | 330,572                                   |
| Accrued royalties         | 657,394                                     | 183,915                                   |
| Others                    | 24,326                                      | 24,007                                    |
|                           | <u>3,237,623</u>                            | <u>3,209,773</u>                          |

### 12 Employee benefits

|                                   | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|-----------------------------------|---------------------------------------------|-------------------------------------------|
| <b>End of service benefits</b>    |                                             |                                           |
| Opening balance                   | 77,714                                      | 63,523                                    |
| Charge for the period / year      | 26,958                                      | 20,389                                    |
| Payments during the period / year | (7,433)                                     | (6,198)                                   |
|                                   | <u>97,239</u>                               | <u>77,714</u>                             |

### 13 Share capital

|                                                 | Reviewed<br>30 September<br>2011 | Audited<br>31 December<br>2010 |
|-------------------------------------------------|----------------------------------|--------------------------------|
| Authorised share capital (par value AED 1 each) | <u>4,571,428,571</u>             | <u>4,571,428,571</u>           |

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 13 Share capital (continued)

|                                            | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|--------------------------------------------|---------------------------------------------|-------------------------------------------|
| Issued and fully paid up - opening balance | 4,571,429                                   | 4,000,000                                 |
| Issued during the period / year            | -                                           | 571,429                                   |
| Issued and fully paid up – closing balance | 4,571,429                                   | 4,571,429                                 |

On 11 May 2010, the shareholders in an Extraordinary General Meeting approved an increase in the Company's share capital by issuing 571,428,571 new ordinary shares at 75% premium amounting to AED 1.75 each (par value AED 1.00) to shareholders on a pro rata basis. The shares were issued on 27 June 2010.

### 14 Share premium

|                                                          | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|----------------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Premium on issue of common share capital (Note 15)       | 393,504                                     | 428,571                                   |
| Less: Expenses relating to issue of common share capital | -                                           | (35,067)                                  |
|                                                          | 393,504                                     | 393,504                                   |

### 15 Share based payment reserve

|                             | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|-----------------------------|---------------------------------------------|-------------------------------------------|
| Share based payment reserve | 66,278                                      | 46,345                                    |

The Company has in place an Executive Share Option Plan ("ESOP") for selected senior managers to receive equity settled share options of the Company. The ESOP consists of a launch grant scheme and an annual grant scheme.

Options in the ESOP vest upon completion of a defined service period and expire on the earlier of their expiry date or termination of the executives' employment. There are no voting or dividend rights attached to the options. The exercise price is determined by taking the average of the daily closing share price of the 30 calendar days preceding the share scheme service period commencement date.

The fair value of services received in return for share options granted are measured by reference to the fair value of share options granted. The fair value of the options is calculated using the Black-Scholes option pricing model.

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 15 Share based payment reserve (continued)

Details of the ESOP schemes and the assumptions used to calculate the fair value of the options as at 30 September 2011 are shown in the table below:

| Share scheme             | Options granted (000) | Options forfeited (000) * | Options exercised (000) | Options outstanding (000) | Commencement date | Vesting date | Expiry Date |
|--------------------------|-----------------------|---------------------------|-------------------------|---------------------------|-------------------|--------------|-------------|
| Launch grant scheme      | 16,269                | 250                       | 14,046                  | 1,973                     | 22 Apr 2006       | 21 Apr 2009  | 21 Apr 2012 |
| Annual grant scheme 2007 | 17,066                | 616                       | -                       | 16,450                    | 01 Jul 2007       | 30 Jun 2010  | 30 Jun 2013 |
| Annual grant scheme 2008 | 25,275                | 1,337                     | -                       | 23,938                    | 01 Jul 2008       | 30 Jun 2011  | 30 Jun 2014 |
| Annual grant scheme 2009 | 27,587                | 1,581                     | -                       | 26,006                    | 01 Jul 2009       | 30 Jun 2012  | 30 Jun 2015 |
| Annual grant scheme 2010 | 27,554                | 635                       | -                       | 26,919                    | 01 Jul 2010       | 30 Jun 2013  | 30 Jun 2016 |
| Annual grant scheme 2011 | 27,486                | -                         | -                       | 27,486                    | 01 Jul 2011       | 30 Jun 2014  | 30 Jun 2017 |

\*Forefeited due to executives leaving the Company

The fair value and assumptions used to calculate the fair value of the options are:

| Share scheme             | Fair value per option (AED) | Stock Price at Measurement date | Expected volatility | Risk-free interest rate | Employee retention rate |
|--------------------------|-----------------------------|---------------------------------|---------------------|-------------------------|-------------------------|
| Launch grant scheme      | 1.55                        | 2.51                            | 50%                 | 1.00%                   | 100%                    |
| Annual grant scheme 2007 | 0.28                        | 2.51                            | 47%                 | 1.75%                   | 100%                    |
| Annual grant scheme 2008 | 0.28                        | 2.51                            | 42%                 | 2.50%                   | 100%                    |
| Annual grant scheme 2009 | 0.93                        | 2.51                            | 42%                 | 2.50%                   | 100%                    |
| Annual grant scheme 2010 | 0.63                        | 1.91                            | 42%                 | 1.25%                   | 90-100%                 |
| Annual grant scheme 2011 | 0.84                        | 3.11                            | 31%                 | 1.00%                   | 90-100%                 |

### 16 Statutory reserve

In accordance with the UAE Federal Law No 8 of 1984 and the Company's Articles of Association, 10% of the net profit is required to be transferred annually to a non-distributable statutory reserve. Such transfers are required to be made until the balance of the statutory reserve equals one half of the Company's paid up share capital.

|                                                        | Reviewed<br>30 September<br>2011<br>AED 000 | Audited<br>31 December<br>2010<br>AED 000 |
|--------------------------------------------------------|---------------------------------------------|-------------------------------------------|
| Opening balance                                        | 157,868                                     | 26,825                                    |
| Transfer to statutory reserve during the period / year | 65,739                                      | 131,043                                   |
| Closing balance                                        | 223,607                                     | 157,868                                   |

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 17 General and administrative expenses

|                                             | Reviewed<br>nine month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>nine month<br>period ended<br>30 September<br>2010<br>AED 000 |
|---------------------------------------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
| Payroll and employee related expenses       | 672,714                                                                   | 608,292                                                                   |
| Outsourcing and contracting                 | 286,035                                                                   | 261,878                                                                   |
| Consulting                                  | 29,669                                                                    | 35,418                                                                    |
| Telecommunications licence and related fees | 160,517                                                                   | 132,593                                                                   |
| Sales and marketing expenses                | 235,913                                                                   | 259,081                                                                   |
| Depreciation and amortisation expenses      | 712,227                                                                   | 509,031                                                                   |
| Network operation and maintenance           | 538,470                                                                   | 433,641                                                                   |
| Rent and utilities                          | 107,487                                                                   | 100,854                                                                   |
| Provision for receivables                   | 79,921                                                                    | 69,520                                                                    |
| Impairment of property, plant and equipment | 16,554                                                                    | 2,235                                                                     |
| Miscellaneous                               | 60,255                                                                    | 50,765                                                                    |
|                                             | <u>2,899,762</u>                                                          | <u>2,463,308</u>                                                          |

### 18 Finance income and expense

|                                   | Reviewed<br>nine month<br>period ended<br>30 September<br>2011<br>AED 000 | Reviewed<br>nine month<br>period ended<br>30 September<br>2010<br>AED 000 |
|-----------------------------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
| <b>Finance income</b>             |                                                                           |                                                                           |
| Interest income                   | <u>48,586</u>                                                             | <u>24,457</u>                                                             |
| <b>Finance expense</b>            |                                                                           |                                                                           |
| Gross finance expense             | 99,361                                                                    | 104,953                                                                   |
| Less: Capitalised finance expense | -                                                                         | (53,709)                                                                  |
| Net finance expense               | <u>99,361</u>                                                             | <u>51,244</u>                                                             |
| Exchange (gain) / loss            | (2,821)                                                                   | 9,702                                                                     |
|                                   | <u>96,540</u>                                                             | <u>60,946</u>                                                             |

### 19 Other income

Other income during the current period includes the release of AED 12.0 million (2010: Nil) in provisions against legal disputes provided for during the year ended 31 December 2010 which were resolved or settled during the current period. In addition it also includes AED 10.3 million (2010: Nil) relating to sublease of capacity and facilities to certain operators.

## Emirates Integrated Telecommunications Company PJSC and its Subsidiary

### Notes to the condensed consolidated interim financial statements (continued)

#### 20 Royalty

The Company received confirmation via a UAE Cabinet Decision dated 16 January 2011 for the Royalty payable for the year 2010 at a rate of 15%. No determination of the structure of the royalty fee for 2011 has been advised to the Company as at 30 September 2011 and the Company has provided at an estimated charge of 50% of the profit for the current period. The royalty charge for the nine month period ended 30 September 2010 was provided at 50% of net profit.

|                                    | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2011<br/>AED 000</b> | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2010<br/>AED 000</b> |
|------------------------------------|---------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Consolidated profit before royalty | 1,314,788                                                                             | 795,154                                                                               |
| Royalty at 50%                     | 657,394                                                                               | 397,577                                                                               |

#### 21 Earnings per share

|                                                   | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2011</b> | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2010</b> |
|---------------------------------------------------|---------------------------------------------------------------------------|---------------------------------------------------------------------------|
| Profit for the period (AED 000)                   | 657,394                                                                   | 397,577                                                                   |
| Weighted average number of shares (number in 000) | 4,571,429                                                                 | 4,254,202                                                                 |
| Earnings per share AED                            | 0.14                                                                      | 0.09                                                                      |

#### 22 Cash flows from operating activities

|                                                  | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2011<br/>AED 000</b> | <b>Reviewed<br/>nine month<br/>period ended<br/>30 September<br/>2010<br/>AED 000</b> |
|--------------------------------------------------|---------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Profit for the period                            | 657,394                                                                               | 397,577                                                                               |
| Adjustment for:                                  |                                                                                       |                                                                                       |
| Depreciation of property, plant and equipment    | 577,873                                                                               | 399,090                                                                               |
| Amortisation of IT software                      | 123,287                                                                               | 98,874                                                                                |
| Amortisation of intangible assets                | 11,067                                                                                | 11,067                                                                                |
| Provision for end of service benefits            | 26,958                                                                                | 27,667                                                                                |
| Impairment of property, plant and equipment      | 16,554                                                                                | 2,235                                                                                 |
| Finance income and expense                       | 47,954                                                                                | 36,489                                                                                |
| Equity-settled share based payment transactions  | 19,933                                                                                | 25,052                                                                                |
| Other income                                     | (23,318)                                                                              | (633)                                                                                 |
| Net cash flows before changes in working capital | 1,457,702                                                                             | 997,418                                                                               |

# Emirates Integrated Telecommunications Company PJSC and its Subsidiary

## Notes to the condensed consolidated interim financial statements (continued)

### 23 Contingent liabilities and commitments

The Company has outstanding capital commitments and outstanding bank guarantees amounting to AED 1,536,645 thousand and AED 31,618 thousand, respectively (2010: AED 1,624,246 thousand and AED 19,090 thousand respectively).

### 24 Segment analysis

#### 30 September 2011

|                                           | <b>Fixed</b>   | <b>Mobile</b>  | <b>Wholesale</b> | <b>Broadcasting</b> | <b>Total</b>   |
|-------------------------------------------|----------------|----------------|------------------|---------------------|----------------|
|                                           | <b>AED 000</b> | <b>AED 000</b> | <b>AED 000</b>   | <b>AED 000</b>      | <b>AED 000</b> |
| Segment revenue                           | 1,085,225      | 4,952,555      | 284,874          | 120,550             | 6,443,204      |
| Segment contribution                      | 817,877        | 3,264,499      | 112,137          | 44,673              | 4,239,186      |
| Unallocated costs                         |                |                |                  |                     | (2,899,762)    |
| Finance income and expense & other income |                |                |                  |                     | (24,636)       |
| Profit before royalty                     |                |                |                  |                     | 1,314,788      |
| Royalty                                   |                |                |                  |                     | (657,394)      |
| Profit for the period                     |                |                |                  |                     | 657,394        |

#### 30 September 2010

|                                           | <b>Fixed</b>   | <b>Mobile</b>  | <b>Wholesale</b> | <b>Broadcasting</b> | <b>Total</b>   |
|-------------------------------------------|----------------|----------------|------------------|---------------------|----------------|
|                                           | <b>AED 000</b> | <b>AED 000</b> | <b>AED 000</b>   | <b>AED 000</b>      | <b>AED 000</b> |
| Segment revenue                           | 851,108        | 3,735,506      | 323,619          | 117,886             | 5,028,119      |
| Segment contribution                      | 704,987        | 2,377,893      | 165,705          | 45,733              | 3,294,318      |
| Unallocated costs                         |                |                |                  |                     | (2,463,308)    |
| Finance income and expense & other income |                |                |                  |                     | (35,856)       |
| Profit before royalty                     |                |                |                  |                     | 795,154        |
| Royalty                                   |                |                |                  |                     | (397,577)      |
| Profit for the period                     |                |                |                  |                     | 397,577        |

The Company's assets and liabilities have not been identified to any of the reportable segments as the majority of the operating fixed assets are fully integrated between segments. The Company believes that it is not practical to provide segment disclosure relating to total assets and liabilities since a meaningful segregation of available data is not feasible.