SECURITIES AND INVESTMENT COMPANY BSC (c)

CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION 30 June 2016

Comprehensive investment services for the Bahrain and GCC securities market

Commercial registration

: 33469

Board of Directors

: Abdulla bin Khalifa Al Khalifa,

Chairman of the Board and Chairman of the Investment

Committee

Hussain Al Hussaini.

Vice Chairman of the Board & Member of the Investment

Committee

Prakash Mohan

Member of the Investment Committee

Mohammed Abdulla

Vice Chairman of Nominations, Remuneration &

Corporate Governance Committee

Mahmoud Zewam

Member of Nominations, Remuneration & Corporate Governance Committee

Anwar Abdulla Ghuloom Member of Audit Committee

Fahad Murad

Chairman of Nominations, Remuneration & Corporate Governance Committee

Yousif Saleh Khalaf

Chairman of the Audit Committee

Waleed Al Braikan

Vice Chairman of the Audit Committee

Chief Executive Officer

: Najla M. Al Shirawi

Office

: BMB Centre

PO Box 1331, Kingdom of Bahrain Telephone 17515000, Fax 17514000

Bankers

: Bank of Bahrain and Kuwait BSC

Auditors

: KPMG

CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION for the period ended 30 June 2016

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CR No. 6220

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

The Board of Directors
Securities and Investment Company BSC (c)
PO Box 1331
Manama
Kingdom of Bahrain

Introduction

We have reviewed the accompanying 30 June 2016 condensed consolidated interim financial information of Securities and Investment Company BSC (c) (the "Bank"), which comprises:

- the condensed consolidated statement of financial position as at 30 June 2016;
- the condensed consolidated statement of profit or loss for the three month and six month periods ended 30 June 2016;
- the condensed consolidated statement of comprehensive income for the three month and six month periods ended 30 June 2016;
- the condensed consolidated statement of changes in equity for the six month period ended 30 June 2016;
- the condensed consolidated statement of cash flows for the six month periods period ended 30 June 2016; and
- Notes to the condensed consolidated interim financial information.

The Board of Directors of the Bank is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial information 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 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 30 June 2016 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

KPMG Fakhro

Partner Registration No. 137

10 August 2016

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2016

Bahraini Dinars '000

	Note	30 June 2016	31 December 2015
		(reviewed)	(audited)
ASSETS			
Cash and cash equivalents		59,313	60,974
Treasury bills		6,921	750
Investments at fair value through profit or loss	12	14,454	14,258
Available-for-sale investments	13	28,322	30,244
Held to-maturity-investments	14	6,439	-
Fees receivable		515	1,138
Other assets		5,734	3,968
Furniture, equipment and intangibles		1,457	1,435
Total assets		123,155	112,767
LIABILITIES AND EQUITY			
Liabilities			
Short-term bank borrowings		32,396	19,777
Customer accounts		28,104	28.805
Payable to non-controlling unit holders in consolidated		2,784	
funds			2,836
Other liabilities		3,530	2,910
Total liabilities		66,814	54,328
Equity			
Share capital		42,849	42,849
Shares under employee share incentive scheme		(1,599)	(1,599)
Statutory reserve		6,427	6,427
General reserve		3,217	3,217
Available-for-sale investments fair value reserve		(945)	(567)
Retained earnings		6,392	8,112
Total equity (page 5)		56,341	58,439
Total liabilities and equity		123,155	112,767

The Board of Directors approved the condensed consolidated interim financial information consisting of pages 2 to 14 on 10 August 2016 and signed on its behalf by:

Shaikh Abdulla Bin Khalifa Al Khalifa Chairman Hussain Al Hussaini Vice Chairman Najla M. Al Shirawi Chief Executive Officer

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2016

Bahraini Dinars '000

	Note		hs ended June		nths ended June
		2016	2015	2016	2015
		(reviewed)	(reviewed)	(reviewed)	(reviewed)
Net investment income Net fee and commission income Brokerage and other income Interest income	15	1,031 1,262 823 532	3,610 1,822 1,011 342	1,041 658 304	2,043 1,098 466
interest income		332	342	307	187
Total income		3,648	6,785	2,310	3,794
Staff and related expenses Interest expense Other operating expenses		1,949 26 844	2,111 32 878	992 16 432	1,067 10 468
Impairment of AFS investments Share of (loss) / profit of non-controlling unit holders in consolidated funds		410 (3)	229	29 126	122
Total expenses		3,226	3,250	1,595	1,667
Profit for the period		422	3,535	715	2,127
Parts and disease to	г	·	· · · · · · · · · · · · · · · · · · ·		
Basic and diluted earnings per share (fils)		0.99	8.25	1.67	4.96

Shaikh Abdulla Bin Khalifa Al Khalifa Chairman

Hussain Al Hussaini Vice Chairman

Najla M. Al Shirawi **Chief Executive Officer**

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2016

Bahraini Dinars '000

	Six montl 30 J			nths ended June
	2016 (reviewed)	2015 (reviewed)	2016 (reviewed)	2015 (reviewed)
Profit for the period	422	3,535	715	2,127
Other comprehensive income Items to be reclassified to profit or loss in subsequent periods: Fair value reserve (available-for-sale				
investments): - Net change in fair value - Net amount transferred to profit or loss	(800)	1,752	124	731
on sale / impairment	422	(1,893)	(233)	(1,126)
Total other comprehensive income for the period	(378)	(141)	(109)	(395)
Total comprehensive income for the period	44	3,394	606	1,732

Securities and Investment Company BSC (c)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Bahraini Dinars '000

For the six months ended 30 June 2016

2016 (reviewed)

	Shares under			5 5 5 5		
Share capital	share incentive scheme	Statutory reserve	General	Available-for-sale investments fair value reserve	Retained	Total
42,849	(1,599)	6,427	3,217	(267)	8,112	58,439
ı	1	1	1	ı	•	•
1	,	ı	ı	,	422	422
1	t	•	,	422	1	422
1	1	•	1	(800)	•	(800)
•	•	•	•	(378)	•	(378)
ı	•		•	(378)	422	44
1	•		•	•	(2,142)	(2,142)
42,849	(1,599)	6,427	3,217	(945)	6.392	56.341

Net amount transferred to profit or loss on sale / impairment

Fair Value reserve (available-for-sale investments):

Other comprehensive income:

Profit for the period

Comprehensive income for the period:

Balance at 1 January 2016 - Transfer to general reserve Transaction with owners recognized directly in equity:

- Dividends declared for 2015

Balance at 30 June 2016

Total comprehensive income for the period

Total other comprehensive income

Net change in fair value

The condensed consolidated interim financial information consists of pages 2 to 14.

Securities and Investment Company BSC (c)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2016 (continued)

Bahraini Dinars '000

2015 (reviewed)

Balance at 1 January 2015	- Transfer to general reserve

Comprehensive income for the period:

Profit for the period

Other comprehensive income:

Net amount transferred to profit or loss on sale

Net change in fair value

Total other comprehensive income

Total comprehensive income for the period

Transaction with owners recognized directly in equity:

- Dividends declared for 2014

Balance at 30 June 2015

Total equity	61,098	•	3,535	(1,893)	1,762	(131)	3,404	(3,856)	60,646
Retained earnings	9,946	(575)	3,535	1	•	•	3,535	(3,856)	9,050
Available-for-sale investments fair value reserve	1,118	•	1	(1,893)	1,762	(131)	(131)	•	987
General	2,642	575	•	•	•	•	•	ı	3,217
Statutory	6,142	•	•	t	t	•		•	6,142
Shares under employee share incentive	(1,599)	1	•	ı	t	•	•	1	(1,599)
Share	42,849	•	1	1		•	1	1	42,849

The condensed consolidated interim financial information consists of pages 2 to 14.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS For the six months ended 30 June 2016

Bahraini Dinars '000

Operating activities	30 June 2016 (reviewed)	30 June 2015 (reviewed)
•		
Net interest received	903	750
Sale of investments at fair value through profit or loss	13,771	28,434
Purchase of investments at fair value through profit or loss Sale of available-for-sale investments	(13,844) 4,460	(30,812) 24,345
Purchase of available-for-sale investments	(8,660)	(22,364)
Purchase of Held-to-maturity-investments	(1,121)	-
Purchase of treasury bills	(6,171)	-
Net increase in customer accounts	(701)	6,799
Dividends received	444	564
Movement in Brokerage accounts and other receivables Payments for staff and related expenses	1,100 (1,970)	3,550 (2,598)
Payments for other operating expenses	(172)	(769)
Symposium or a superior of sup	(112)	(700)
Net cash (used in) / from operating activities	(11,961)	7,899
Investing activities	:	
Net capital expenditure on furniture and equipment	(132)	(3)
Net cash used in investing activities	(132)	(3)
Financing activities		
Net proceeds from short-term bank borrowings	12,619	1,796
Net proceeds from / (payment on) issue / (redemption) of units	3	295
Distribution to other unit holders in consolidated fund	(48)	(15)
Dividends paid	(2,142)	(3,856)
Net cash from / (used in) financing activities	10,432	(1,780)
Net (decrease) / increase in cash and cash equivalents	(1,661)	6,116
Cash and cash equivalents at the beginning of the period	60,974	61,427
Cash and cash equivalents at the end of the period	59,313	67,543
Represented by:		
Cash and bank	10,853	22,270
Call deposits	298	1,395
Short-term placements with original maturities of 3 months or less	48,162	43,878
	59,313	67,543

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016

Bahraini Dinars '000

1. Reporting entity

This condensed financial information is the reviewed condensed consolidated interim financial information (the "condensed consolidated interim financial information") of Securities and Investment Company BSC (c) (the "Bank") and its subsidiaries (the "Group"). The Bank operates under a wholesale banking license issued by the Central Bank of Bahrain.

2. Basis of preparation

The condensed consolidated interim financial information has been prepared in accordance with International Accounting Standard 34 (Interim Financial Reporting), which permits the interim financial information to be in summarised form. The condensed consolidated interim financial information does not include all of the information required for full annual financial statements and should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2015. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 31 December 2015.

3. Accounting policies

The condensed consolidated interim financial information has been prepared using the same accounting policies and methods of computation applied in the preparation of the Groups' audited annual financial statements for the year ended 31 December 2015 except for the adoption of new standards and interpretations effective 1 January 2016. The adoption of these standards did not have a significant impact on the condensed consolidated interim financial information.

4. The condensed consolidated interim financial information is reviewed, not audited.

5. Estimates

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

In preparing these condensed consolidated interim financial information, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements for the year ended 31 December 2015.

6. Financial risk management

The Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk.

The condensed consolidated interim financial information do not include all financial risk management information and disclosures required in the annual financial statements and they should be read in conjunction with the Group's audited annual financial statements for the year ended 31 December 2015. There have been no changes in the risk management department or in any risk management policies since 31 December 2015.

7. Operating segments

The Group's lines of business are brokerage, asset management, corporate finance, market making and custody business. At present the Group's revenue is reviewed by lines of business and the expenses and results are reviewed at a Group level.

8. Cyclicality

Due to nature of the Bank's business, the three months' results reported in this condensed consolidated interim financial information may not represent a proportionate share of the overall annual results.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016

Bahraini Dinars '000

9. Appropriations

At the shareholders Annual General Meeting for the year 2015 on 21 March 2016, the shareholders resolved to make the following appropriations of the profit for the year ended 31 December 2015 which were effected during the period. These include cash dividend of BD 2,142 representing 5% of paid up capital and transfer of BD 285 to statuary reserve.

10. Shares under employee share incentive scheme

The Group operates Employee Share Incentive Scheme ("the Scheme") through a Trust. The Trust has been set up by the transfer of shares of the Bank allotted to the employees under the Scheme. The shares under the Scheme are treated as Treasury Shares and deducted from equity. Under the Scheme, employees are entitled to receive a portion if their performance bonus and compensation in the form of share based awards ("awards"). The fair value of the awards is determined based on the net book value at the grant date. For accounting purposes and in accordance with IFRS 2 "Share Based Payments", the Scheme is treated as a cash-settled share based payment as the employees eventually receive a cash settlement on resignation or retirement, subject to service conditions adjustment of the scheme.

11. Contingent and memorandum accounts

Assets under custody Assets under management Commitments

As at 30	ſ
June	l
2016	
1,639,442	ı
385,118	l
106	

As at 31 December 2015 1,696,650 332,339 106

12. Investments at fair value through profit or loss

Equity securities - quoted (listed)

- Consolidated funds
- Parent

Funds – quoted

Debt securities - Parent (quoted)

- Consolidated funds (quoted)

Consolidated funds (Unquoted)

As at 30	As at 31
June	December
2016	2015
1,239	3,050
2,751	2,201
-	286
6,735	5,299
3,262	3,189
467	233
14,454	14,258

13. Available-for-sale investments

Equity securities

- Quoted (listed)
- Unquoted

Funds

- Quoted
- Unquoted

Debt securities

- -Quoted
- -Unquoted

As at 30	As at 31
June	December
2016	2015
20.0	
4,434	5.356
7,704	
-	322
4,434	5,678
6,857	7,417
7,564	4,632
14,421	12,049
4,176	11,357
5,291	1,160
9,467	12,517
28,322	30,244

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016

Bahraini Dinars '000

14. Reclassifications out of available-for-sale investment securities

Effective from1 Jan 2016, the Bank has reclassified certain available-for-sale investments in debt securities to the held to maturity investments category. The Bank identified financial assets that would have met the definition of held-to-maturity investments (if they had not been designated as available-for-sale) for which at the date of reclassification it had the intention and ability to hold them until maturity. Available-for-sale investments reclassified to held-to-maturity investments had a fair value of BD 6,206 as at 30 June 2016. On the date of reclassification, the fair value of these investments was BD 5,217. In addition, during the period, the Company purchased BD 1,121 in held to maturity security.

15. Investment income

Gain from investments at fair value through profit or loss (Loss) / Gain on sale of available-for-sale investments Interest Income from debt Instruments
Dividend income on investments carried at fair value through profit or loss
Dividend income on available-for-sale investments

Six mont	hs ended
30 June 2016	30 June 2015
107	711
(12)	1,893
492	442
103	202
341	362
1,031	3,610

Gain from investments at fair value through profit or loss comprises the following:

Realized (loss) / gain Unrealized gain

Six months ended			
30 June 2016	30 June 2015		
(350)	462		
(350) 457	249		
107	711		

The realized gain from investments at fair value through profit or loss represents the difference between the carrying amount of investments at the beginning of the reporting period, or the transaction price if it was purchased in the current reporting period, and its sale or settlement price.

The unrealized gain represents the difference between the carrying amount of investments at the beginning of the period, or the transaction price if it was purchased in the current reporting period, and its carrying amount at the end of the period.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION For the six months ended 30 June 2016 Bahraini Dinars '000

16. Related parties

The following are the related party transactions during the period. All these transactions are in the ordinary course of business and on normal commercial terms.

Transactions with funds owned by the Subsidiary Companies namely SICO Funds Company BSC (c), SICO Funds Company III BSC (c), SICO Funds Company IV BSC (c), SICO Funds Company VI BSC (c), SICO Funds Company VII BSC (c), SICO Funds Company VIII BSC (c) and SICO Ventures Company SPC.

Six months ended			
30 June 2016 30 June 20			
159	279		

As at 31

December 2015

120

28,621

1,150

As at 30 June

Fee income

2016 Fee receivable Funds under management 62,924 2,168

Investments in own funds

Transactions with shareholders

Six months ended			
30 June 2016 30 June 201			
182	246		

82

Fee income

As at 30	As at 31		
June	December		
2016	2015		
101	105		
53,386	55,361		

Fee receivable Funds under management

The Group has banking relationships, makes deposits and placements and has unutlised credit facilities with certain of its shareholders that are local banks.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION For the six months ended 30 June 2016 Bahraini Dinars '000

17. Fair value

(i) Set out below is a comparison of the carrying amounts and fair values of financial instruments as at 30 June 2016:

	30 June 2016		31 Decemb	er 2015
Assets	Carrying amount	Fair value	Carrying amount	Fair value
Held-to-maturity investments Investments at fair value through	6,439	6,206	- 14 250	14.059
profit or loss Available-for-sale investments	14,454 28,322	14,454 28,322	14,258 30,244	14,258 30,244
Total assets Liabilities	49,215	48,982	44,502	44,502
Short-term bank borrowings Payable to unit holders	32,396 2,784	32,396 2,784	19,777 2,836	19,777 2,836
Total liabilities	35,180	35,180	22,613	22,613

All available-for-sale investments, investments at fair value through profit or loss are carried at fair value. Held to maturity investments are carried at amortized cost.

(ii) Fair value hierarchy

The Group measures fair values of financial instruments using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly observable from market data.

Level 3: Valuation techniques using significant unobservable inputs. This category includes instruments where the valuation technique includes inputs not based on market observable data.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016

Bahraini Dinars '000

17. Fair value (continued)

The table below analyses financial assets and liabilities carried at fair value, by the level in the fair value hierarchy into which the fair value measurement is categorized.

	Level 1	Level 2	Level 3	Total
As at 30 June 2016				
Assets				
Available-for-sale investments:				
- Funds	8,829	4,544	1,048	14,421
- Equities	4,434	· -	· _]	4,434
- Debt securities	4,176	5,291	_	9,467
At fair value through profit or loss:		·		•
- Funds	-	-	- 1	_
- Equities	3,990	-	-	3,990
- Debt securities	9,997	467	_ [10.464
Liabilities				
 Payable to unit holders 	(2,784)	-	-	(2,784)
Total	28,642	10,302	1,048	39,992

The following table analyses the movement in Level 3 financial assets during the period:

	Level 3 30 June 2016
At 1 January 2016	575
Total loss:	
- in income statement	57
- in other comprehensive income	125
Purchases	667
Settlements	(376)
Transfers into / (out) of level 3	
At 30 June 2016	1,048
Total gain / (loss) for the period included in income statement for assets / liabilities held as at 30 June 2016	(410)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 June 2016

Bahraini Dinars '000

17. Fair value (continued)

	i		Total
10,635	1,162	252	12,049
5,356		322	5,678
8,270	4,247	-	12,517
·	·		•
286	-]	-	286
5,251	-	-	5,251
8,721	-	-	8,721
			·
(2,836)	-	-	(2,836)
25 602	5 400	574	41.666
	5,356 8,270 286 5,251 8,721	5,356 - 4,247 4,247 286 - 5,251 - 8,721 - (2,836) -	5,356 - 322 8,270 4,247 - 286 5,251 8,721

The following table analyses the movement in Level 3 financial assets during the period:

At 1 January 2015 Total loss :	Level 3 30 June 2015 515
- in income statement - in other comprehensive income	- 59
Purchases Settlements	
Transfers into / (out) of level 3	
At 30 June 2015 Total gain / (loss) for the period included in income statement for secret /	574
Total gain / (loss) for the period included in income statement for assets / liabilities held as at 30 June 2015	-

18. Comparatives

Certain comparatives have been regrouped where necessary to conform to the current period's presentation. The regrouping did not affect previously reported comprehensive income for the period or total equity of the Group.