(A Saudi Joint Stock Company)
Condensed Interim Financial Statements
(Unaudited)
For the three-month period ended 31 March 2020
together with the
Independent Auditors' Review Report



KPMG Al Fozan & Partners Certified Public Accountants

Riyadii Front, Airport Road P. O. Box 92876 Riyadh 11663 Kingdom of Saudi Arabia Telephone +966 (011) 874 8500 Fax +966 (011) 874 8600 Internet www.kpmg.com/se

Licence No. 46/11/323, issued 11/3/1992

Independent auditor's report on review of condensed interim financial statements

To the Shareholders of Leejam Sports Company

Introduction

We have reviewed the accompanying 31 March 2020 condensed interim financial statements of Leejam Sports Company ("the Company") which comprise:

- the condensed statement of financial position as at 31 March 2020;
- the condensed statement of profit or loss for the three-month period ended 31 March 2020;
- the condensed statement of comprehensive income for the three-month period ended 31 March 2020;
- the condensed statement of changes in equity for the three-month period ended 31 March 2020;
- the condensed statement of cash flows for the three-month period ended 31 March 2020; and
- the notes to the condensed interim financial statements.

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

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' that is endorsed in the Kingdom of Saudi Arabia. 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 that are endorsed in the Kingdom of Saudi Arabia, 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 31 March 2020 condensed interim financial statements of Leejam Sports Company are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting' that is endorsed in the Kingdom of Saudi Arabia.



Independent auditor's report on review of condensed interim financial statements

To the Shareholders of Leejam Sports Company (continued)

Material Uncertainty Related to Going Concern

We draw attention to note 1c to the condensed interim financial statements which indicates that with the outbreak of Covid-19 has caused a significant deterioration in the economic condition for the Company. The Company had to temporarily close all its fitness centers and there is uncertainty over the severity and the length of the closure period. The current outbreak has resulted in lower revenue and margins and have negatively impacted the financial performance and cash flows of the Company. These events and conditions, along with other matters as set forth in note 1c, indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

For KPMG Al Fozan & Partners Certified Public Accountants

Dr. Abdullah Hamad Al Fozan License No: 348

Al Riyadh, 24 Ramadhan 1441H Corresponding to: 17 May 2020 GR 46

GR 46

GR 46

GR 46

FORMS

AFOREM REPORTS

AFOREM R. P.S.

(A Saudi Joint Stock Company) CONDENSED STATEMENT OF FINANCIAL POSITION

As at 31 March 2020

(Expressed in Saudi Arabian Riyals)

<u>ASSETS</u>	<u>Notes</u>	31 March 2020 (Unaudited)	31 December 2019 (Audited)
Non-current assets			
Property and equipment	(4)	1,521,531,609	1,512,013,931
Right-of-use assets	(5)	821,941,943	840,332,792
Goodwill	2.00	9,445,544	9,445,544
Long term trade receivable		1,388,757	1,525,391
Total non-current assets		2,354,307,853	2,363,317,658
Comment			
Current assets			12/22/2010/02/2017/00/2017/00/
Prepayments and other assets Trade receivables	(6)	62,355,738	59,430,456
Cash and bank balances	(8)	18,728,343	25,480,876
Total current assets		140,956,927	68,070,348
Total assets		222,041,008	152,981,680
I otal assets		2,576,348,861	2,516,299,338
SHAREHOLDERS' EQUITY AND LIABILITIES Shareholders' equity Share capital Statutory reserve Retained earnings Total shareholders' equity	(9) (10)	523,833,610 56,645,895 147,131,388 727,610,893	523,833,610 56,021,218 141,919,268 721,774,096
Liabilities			
Non-current liabilities			
Loans and borrowings - non-current	(11)	362,251,751	293,444,653
Lease liability on right-of-use assets - non-current	(5)	878,168,386	893,772,931
Defined benefit obligation - employee benefits		34,426,093	33,013,250
Total non-current liabilities	3	1,274,846,230	1,220,230,834
Current liabilities			
Loans and borrowings - current	(11)	130,601,135	131,241,548
Lease liability on right-of-use assets- current	(5)	64,615,525	62,498,559
Accounts payable		52,056,379	29,012,761
Accrued expenses and other liabilities		58,195,377	43,405,077
Deferred revenue		262,522,888	302,405,529
Provision for Zakat	(12)	5,900,434	5,730,934
Total current liabilities		573,891,738	574,294,408
Total liabilities	8	1,848,737,968	1,794,525,242
Total shareholders' equity and liabilities	9	2,576,348,861	2,516,299,338

The accompanying notes (1) to (22) form an integral part of these condensed interim financial statements.

Mohammad Merajuddin Chief Financial Officer

Justin Musgrove Chief Executive Officer Ali Hamad AlSagri

Chairman

(A Saudi Joint Stock Company)

CONDENSED STATEMENT OF PROFIT OR LOSS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

		For the three- month period ended	For the three- month period ended
	Notes	31 March 2020	31 March 2019
	rotes	(Unaudited)	(Unaudited)
Revenue	(13)	196,108,270	217,316,661
Costs of revenue	(14)	(145,670,866)	(142,222,476)
Gross profit		50,437,404	75,094,185
Advertising and marketing expenses		(8,646,309)	(3,610,145)
General and administrative expenses		(20,940,971)	(20,165,267)
Impairment loss on trade receivables	(8.1)	(280,000)	(140,000)
Other income		1,560,163	2,379,001
Operating profit		22,130,287	53,557,774
Finance costs	(15)	(15,714,016)	(12,963,280)
Net profit before Zakat	11/4/1/4/44	6,416,271	40,594,494
Zakat	(12)	(169,500)	(997,791)
Net profit for the period	(ractions)	6,246,771	39,596,703
Earnings per share	(16)	0.12	0.76

The accompanying notes (1) to (22) form an integral part of these condensed interim financial statements.

Mohammad Merajuddin Chief Financial Officer Justin Musgrove Chief Executive Officer Ali Hamad AlSagri Chairman

(A Saudi Joint Stock Company)

CONDENSED STATEMENT OF COMPREHENSIVE INCOME

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

	For the three-	For the three-
	month period	month period
	ended	ended
	31 March	31 March
	2020	2019
	(Unaudited)	(Unaudited)
Net profit for the period	6,246,771	39,596,703
Other comprehensive income / (loss)		
Items that will not be reclassified to profit or loss		
Re-measurement of actuarial losses on defined		
benefit obligation - employee benefits	(409,974)	(549,859)
Total comprehensive income for the period	5,836,797	39,046,844

The accompanying notes (1) to (22) form an integral part of these condensed interim financial statements.

Mohammad Merajuddin Chief Financial Officer

Justin Musgrove Chief Executive Officer Ali Hamad AlSagri Chairman

(A Saudi Joint Stock Company)

CONDENSED STATEMENT OF CHANGES IN EQUITY

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

		Statutory	Retained	
	Share capital	reserve	earnings	
Balance as at 1 January 2019 - as previously	019 833 610	35 479 133	154 405,707	
Adjustment on initial application of IFRS 16		1	(94,465,804)	
Adjusted balance as at 1 January 2019	523,833,610	35,429,133	59,939,903	
Net profit for the period – (unaudited)	1	1	39,596,703	
Other comprehensive loss – (unaudited)	1	1	(549,859)	
Total comprehensive income for the period] :	39,046,844	
Transfer to statutory reserve	J	3,959,670	(3.959,670)	
Final dividend declared for O4 2018	1	1	(28,179,613)	
Balance as at 31 March 2019 - unaudited	523,833,610	39,388,803	66,847,464	
Balance as at 1 January 2020 – (audited)	523,833,610	56,021,218	141,919,268	
Net profit for the period – (unaudited)	1	1	6,246,771	
Other comprehensive loss—(unaudited)	1	1	(409,974)	
Total comprehensive income for the period		1	5,836,797	
Transfer to statutory reserve	1	624,677	(624,677)	
Balance as at 31 March 2020 - (unaudited)	523,833,610	56,645,895	147,131,388	

619,202,646

713,668,450 (94,465,804)

Total

39,596,703

(549,859)39,046,844 (28,179,613)

630,069,877

The accompanying notes (1) to (22) form an integral part of these condensed interim financial statements.

727,610,893

(409,974)

6,246,771

5,836,797

721,774,096

Mohammad Merajuddin Chief Financial Officer

Chief Executive Officer Justin Musgrove

Ali Hamad AlSagri Chairman

9

(A Saudi Joint Stock Company)

CONDENSED STATEMENT OF CASH FLOWS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

		For the three-	For the three-
		month period	month period
		ended	ended
		31 March	31 March
		2020	2019
		(Unaudited)	(Unaudited)
CASH FLOWS FROM OPER	RATING ACTIVITIES		
Net profit before Zakat		6,416,271	40,594,494
Adjustments for:			
Depreciation			
- property and equipment		33,651,160	30,933,364
- right-of-use assets		16,268,289	14,821,561
Finance cost	N2528 W	15,714,016	12,963,280
Property and equipment written	off – net	41,282	(Mar)
Gain on disposal of property an	d equipment		(18,860)
Charge of allowance for impair	ment in trade receivables, net	280,000	140,000
Employee benefits		1,764,845	1,490,787
Changes in:		74,135,863	100,924,626
- Prepayments and other assets		(2.025.202)	2 000 516
- Trade receivables		(2,925,282)	3,989,716
- Accounts payable		6,609,167	(2,724,711)
 Accrued expenses and other li 	abilities	23,043,618	5,365,453
- Deferred revenue	abilities	11,979,920	4,231,510
Cash generated from operations		(39,882,641)	64,376
Employee benefits paid		72,960,645	111,850,970
		(761,976)	(398,163)
Net cash from operating activ	ities	72,198,669	111,452,807
CASH FLOWS FROM INVE	STING ACTIVITIES		
Additions to property and equip	ment	(39,276,058)	(55,894,560)
Sale proceeds of assets disposed	loff	-	99,334
Net cash used in investing acti	vities	(39,276,058)	(55,795,226)
CASH FLOWS FROM FINA	NCING ACTIVITIES		
Proceeds from loans and borrow	vings	95,305,420	37,455,958
Repayments of loans and borrow		(27,138,735)	(36,357,352)
Finance cost paid	8	(4,563,019)	(6,649,675)
Lease payments		(23,639,698)	(21,961,380)
Dividends paid		(20,000,000)	(28,179,613)
Net cash generated from / (use	ed in) financing activities	39,963,968	(55,692,062)
Net increase / (decrease) in cas	th and cash aquivalants	72 996 570	(34.401)
Cash and cash equivalents at be	rinning of the period	72,886,579	(34,481)
Cash and cash equivalents at t	he and of the period	68,070,348	19,415,381
	22) form an integral part of these	condensed interim financia	19,380,900
veron,		This is the same of the same o	Sale Homs.
Mohammed Marris 11	112	- /	5
Mohammad Merajuddin Chief Financial Officer	Justin Musgrove Chief Executive Officer	Ali Hamad AlSa	gri
Ciner i maneiai Officei	Ciner Executive Officer	Chairman	

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

1. ORGANIZATION, OWNERSHIP AND ACTIVITIES

a) Leejam Sport Company ("the Company") (previously incorporated in the Kingdom of Saudi Arabia as a closed joint stock company), is a Saudi Joint Stock Company and listed on the Saudi Stock Exchange with effect from 10 September 2018. The Company was established in accordance with the Ministry of Commerce and Industry resolution No. 146/S dated 29 Rabie II, 1429H (May 6, 2008) and registered under commercial registration (CR) number 4030180323 dated 19 Jumada II 1429H. In 2012, the Company's head office was transferred from Jeddah to Riyadh and the Company obtained the amended commercial registration number 1010337986 dated 14 Jumada II, 1433H (May 6, 2012).

The Company has following branches, which are operating under separate CRs;

Location	<u>C.R.</u>	<u>Date</u>
Riyadh	1010337986	14/6/1433H
Riyadh	1010439237	11/2/1437H
Riyadh	1010439239	11/2/1437H
Dammam	2050108503	15/5/1437H
Jaizan	5900035652	21/3/1438H
Jeddah	4030248720	23/7/1434H
Jeddah	4030180323	19/6/1429H
Najran	5950032239	2/3/1437H
Taif	4032050910	29/1/1438H
Riyadh	1010612788	13/02/1439H
Jubail	2055025936	07/08/1438H
Aldirirya	1010934125	25/05/1439H
Al Madina	4650211820	22/10/1440H
Al Madina	4650211821	22/10/1440H
Makkalı	4031228724	22/10/1440H
Makkah	4031228725	22/10/1440H
Jeddah	4030358958	22/10/1440H

724509

78538

41352

The objectives of the Company are construction, management and operation of sports and entertaining centers and wholesale and retail trading in sports' clothes and equipment and owning real estate and constructing buildings necessary to achieve its purposes and advertising, construction, management and owning hotels and furnished apartments and other activities that the Company needs to use. The Company's current activity is confined to managing sport centers according to the Deputy General President for Sport Affairs letter No.549 and renting out premises.

21/3/1436H

21/11/1437H

16/7/1438H

The address of the Company's registered office is as follows: Thumamah Street PO Box 295245 Riyadh 11351 Kingdom of Saudi Arabia

- Dubai Branch

- Rashidya Branch (Aiman)

- Ras Al-Khaimah Branch

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

1. ORGANIZATION, OWNERSHIP AND ACTIVITIES (CONTINUED)

- b) The Company acquired 95% of the outstanding shares of Fitness Time for Trading Company Limited in order to acquire the trademark "Fitness Time", owned by it and registered the same under the Company's name with the Ministry of Commerce & Industry/Department of trademark registration under the registration certificate number 142905699 originally dated 1429/05/22. The trademark is renewable for a period of 10 years or periods at the option of the Company for a nominal fee. Fitness Time discontinued its operations after the trademark was transferred to the Company. The management believes that Fitness Time is immaterial to the Company hence; do not consolidate the results of operations of Fitness Time and its financial position in the condensed interim financial statements of the Company.
- The consequences of the COVID-19 pandemic have materially affected the Company's business since the Company has temporarily closed all fitness centers as a result of enforcement action by the Saudi Government on 15th March 2020. This has resulted in the suspension of sales of subscriptions to the customers as well as the suspension of revenue recognition while the Company continues to incur certain fixed and semi-variable expenditures that has impacted the financial performance and cash flows of the Company.

In assessing the going concern position of the Company, the management, along with the oversight of the BOD, has developed comprehensive cash flow projections ensuring the existence of sufficient and adequate funds in order to meet the Company's obligations for a period of at-least next twelve months. This assessment has taken in to account the current measures being put in place by the Company to preserve cash and reduce discretionary expenditure during the period of closure. In particular, the Directors have considered (i) additional reductions in expenditure at certain times to improve liquidity; (ii) announcements by the Saudi Government to assist companies with the impact of the Covid-19 pandemic including financial support to pay 50% of wages for certain staff retained and flexibility on tax payments; (iii) the potential for the Company to agree with its landlords deferrals in the timing of rental payments.

The Directors have considered the impact of additional downside scenarios with a greater length of closure and a more severe impact on the Company's cash flows and liquidity as a result of additional loss of membership and revenue. The Directors currently believe the Company can maintain sufficient liquidity and can satisfy its bank covenant levels over the next 12 months. As of 31 March 2020, the Company has SAR 190 million in the form of unutilized credit facilities that the Directors believe are enough to meet the funding requirements of the Company. Moreover, the Company is also in the process of signing new facilities with its banks.

As the situation is fast evolving, the effect of the outbreak is subject to significant levels of uncertainty, with the full range of possible effects unknown in respect of future levels of revenues resulting from possible changes in the behaviours of members once gyms would be allowed to open. These uncertainties cast significant doubt on the Company's ability to continue as a going concern. However, considering the aforesaid assessment made by the Company's Directors, the interim financial statements for the period ended 31 March 2020 have been prepared on a going concern basis.

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

2. BASIS OF PREPARATION

(a) Statement of compliance

These condensed interim financial statements ("interim financial statements") have been prepared in accordance with IAS 34 Interim Financial Reporting that is endorsed in Kingdom of Saudi Arabia and other standards and pronouncements that are issued by Saudi Organization for Certified Public Accountants ("SOCPA") and should be read in conjunction with the Company's last annual financial statements as at and for the year ended 31 December 2019 ("last annual Financial Statements"). These condensed interim financial statements do not include all of the information required for a complete set of IFRS Financial Statements.

(b) Basis of measurement

These interim financial statements have been prepared on a going concern basis under the historical cost convention.

(c) Functional and presentation currency

These interim financial statements are presented in Saudi Arabian Riyals (SAR) which is the functional currency of the Company. Amounts in the descriptive notes are expressed to the nearest million Saudi Riyal.

(d) New standards, amendments to standards effective during the period

Certain amendments to standards became effective on 01 January 2020, however, these do not have any impact on the Company.

(e) Use of estimates and judgments

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

The significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual Financial Statements.

3. STANDARDS ISSUED BUT NOT YET EFFECTIVE

The following amended standards and interpretations are not expected to have a significant impact on the Company's financial statements.

Effective date	New standards and amendments
I January 2021	IFRS 17 Insurance Contracts
Available for optional adoption/ effective date deferred indefinitely	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2019 (Expressed in Sandi Arabian Riyals)

4. PROPERTY AND EQUIPMENT

	31 March	31 December
	2020	2019
	(Unaudited)	(Audited)
Cost:		
Balance at beginning of the period / year	2,135,418,081	1,911,102,984
Additions during the period / year	43,210,120	238,808,638
Disposals / write offs during the period / year (Note 4.1)	(41,533)	(14,493,541)
Balance at end of the period / year	2,178,586,668	2,135,418,081
Accumulated depreciation:		80 Sec. 100 Sec. 1
Balance at beginning of the period / year	(623,404,150)	(492,588,768)
Charge for the period / year	(33,651,160)	(136,902,386)
Eliminated on disposal / write offs	251	6,087,004
Balance at end of the period / year	(657,055,059)	(623,404,150)
Net book value	1,521,531,609	1,512,013,931

^{4.1} The charge in respect of write offs of property and equipment is included in the general and administrative expenses.

5. <u>LEASES</u>

Right-of-use assets

	31 March 2020	31 December <u>2019</u>
	(Unaudited)	(Audited)
Balance at beginning of the period / year	840,332,792	900,000,068
Additions during the period / year	***	13,560,240
Depreciation		
- charge for the period / year	(16,268,289)	(63,321,278)
 capitalized for under construction fitness centers 	(2,122,560)	(9,906,238)
Balance at end of the period / year	821,941,943	840,332,792
Lease liabilities		
Balance at beginning of the period / year	956,271,490	991,114,679
Additions during the period / year	400 40 50 00 00	13,560,240
Lease payments for the period / year	(23,639,698)	(90,954,540)
Interest expense for the period / year	8,340,617	34,450,571
Interest capitalized for under construction fitness centers	1,811,502	8,100,540
Balance at the end of the period / year	942,783,911	956,271,490
Lease liabilities as at period / year end are as follows:		
Lease liability on right-of-use assets - non-current portion	878,168,386	893,772,931
Lease liability on right-of-use assets - current portion	64,615,525	62,498,559
Total	942,783,911	956,271,490

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

5. LEASES (CONTINUED)

Amounts recognized in the statement of profit or loss are as follows:

		For the three- month period ended 31 March <u>2020</u> (Unaudited)	For the three-month period ended 31 March 2019 (Unaudited)
	Depreciation on right-of-use assets Interest expense on lease liabilities (Note 15) Total	16,268,289 8,340,617 24,608,906	14,821,561 7,926,414 22,747,975
6.	PREPAYMENTS AND OTHER ASSETS		
		31 March 2020 (Unaudited)	31 December 2019 (Audited)
	Prepayments:	e Tork The	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
	- Government charges	9,467,895	8,201,872
	- Housing	1,799,877	3,728,184
	- Others	7,129,328	7,583,443
	20 20 NO 2002 20	18,397,100	19,513,499
	Advances to suppliers and contractors	30,899,566	24,612,764
	Provision for doubtful advances	(1,030,646)	(1,000,000)
		29,868,920	23,612,764
	Consumables	13,260,282	15,218,897
	Provision for obsolete consumables	(1,817,013)	(1,966,215)
		11,443,269	13,252,682
	Other receivables	3,878,067	4,283,129
	Impairment allowance for doubtful receivables	(1,231,618)	(1,231,618)
		2,646,449	3,051,511
		62,355,738	59,430,456

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

7. RELATED PARTY TRANSACTIONS AND BALANCES

Related parties of the Company comprise its shareholders having control or significant influence, unconsolidated subsidiary company and key management personnel. The transactions with related parties are carried out in ordinary course of business and are based on terms mutually agreed between the parties. In addition, the Company has also disclosed its transactions and balances with companies under common directorship.

During the period, the significant transactions with these related parties are as follows:

	For the	For the
	three-month	three-month
	period ended	period ended
	31 March	31 March
	2020	2019
	(Unaudited)	(Unaudited)
Remuneration of directors and key management personnel	1,661,112	2,223,278
Lease rentals paid to a shareholder	3,400,000	3,400,000
Sales to companies where shareholders have interest:		
- Al Sagri Holding	16,065	==

The above transactions resulted in the following balance due from abovementioned related party that is included in trade receivables:

8	31 March <u>2020</u> (Unaudited)	31 December 2019 (Audited)
- Al Sagri Holding	23,882	7,817

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Rivals)

8. TRADE RECEIVABLES

	31 March 2020 <u>(Unaudited)</u>	31 December 2019 (Audited)
Subscriptions and membership receivables Rental receivables	15,350,937 9,197,311	21,157,467
	24,548,248	9,863,314
Allowance for impairment (Note 8.1)	90 0X	TO CONTROL OF THE CON
- Subscriptions and membership receivables	(32,780)	(727,201)
- Rentals receivables	(5,787,125)	(4,812,704)
	(5,819,905)	(5,539,905)
	18,728,343	25,480,876

8.1. Movement in allowance for impairment in trade receivables is as follows:

	31 March 2020 (Unaudited)		31 December 2019 (Audited)		019	
	Subscription and membership receivables	Rental receivables	Total	Subscription and membership receivables	Rental receivables	<u>Total</u>
Balance at beginning of the period / year	727,201	4,812,704	5,539,905	212,488	4,400,459	4,612,947
(Reversal) / charge for the period / year	(694,421)	974,421	280,000	514,713	412,245	926,958
Balance at end of the period / year	32,780	5,787,125	5,819,905	727,201	4,812,704	5,539,905

9. SHARE CAPITAL

The share capital of the Company is SAR 523.8 million (31 December 2019: SAR 523.8 million) divided into 52.3 million (31 December 2019: 52.3 million) shares with a nominal value of SAR 10 each. Out of the total issued capital, 30% of the shares are traded on Saudi Stock Exchange.

10. STATUTORY RESERVE

In accordance with Regulations for Companies in Saudi Arabia and the by-laws of the Company, the Company is required to set aside 10% of its net income to statutory reserve until such reserve equals to 30% of the share capital.

The statutory reserve is not available for distribution to the shareholders. However, the statutory reserve can be used for meeting the Company's losses or for increasing its capital.

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

11. LOANS AND BORROWINGS

The Company has credit facilities from local banks in the form of short-term and long-term loans, letters of credit and letters of guarantee.

The following amounts are outstanding in relation to these facilities:

9	31 March 2020 (Unaudited)	31 December 2019
Non-current liabilities	(Unaudited)	(Audited)
Non-current portion of long-term loans Current liabilities	362,251,751	293,444,653
Current portion of long-term loans	130,601,135	131,241,548
Total loans and borrowings	492,852,886	424,686,201

Terms and repayment schedule

The terms and conditions of outstanding loans are as follows:

Bank loans – unsecured	Currency	Nominal interest rate	Year of maturity	31 March 2020	31 December <u>2019</u>
- fixed commission rates	SAR	4.17% to 5.17%	2020 to 2023	153,411,440	171,037,629
- variable commission rates Total	SAR	(SIBOR+1.5%) to (SIBOR + 2%)	2022 to 2026	339,441,446 492,852,886	253,648,572 424,686,201

The outstanding balance of accrued financial costs as at 31 March 2020 is SAR 2.91 million (31 December 2019: SAR 0.10 million, included in accrued expense). In addition, the Company has unutilized loan facilities from local banks of SAR 190 million.

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

12. PROVISION FOR ZAKAT

Provision for Zakat

The principal elements of the Company's Zakat base for the period / year are as follows:

	31 March 2020 (Unaudited)	31 December 2019
	(Chaguneu)	(Audited)
Share capital	523,833,610	523,833,610
Retained earnings	147,131,388	141,919,268
Statutory reserves	56,645,895	56,021,218
Adjusted income for the period / year	8,359,507	226,524,862
Non-current assets	2,354,307,853	2,363,317,658
The movement in provision for Zakat is as follow:		
	31 March	31 December
	2020	2019
	(Unaudited)	(Audited)
Balance at beginning of the period / year	5,730,934	3,382,592
Charge for the period / year	169,500	5,723,141
Paid during the period / year	-	(3,374,799)
Balance at end of the period / year	5,900,434	5,730,934

Status of final Zakat assessments

The Company has submitted Zakat returns for the years up to 2018. The Company has received Zakat certificates from the General Authority of Zakat and Income Tax ("GAZT") for all the years up to 31 December 2019 and has received final assessments from GAZT for the years up to 2015.

13. REVENUE

	For the three-month period ended 31 March	
	2020	2019
Revenue from contract with customers - Subscriptions and membership income - Personal training	(Unaudited)	(Unaudited)
	175,233,698	193,548,674
	19,074,330	21,549,465
- Rentals	1,800,242	2,218,522
	196,108,270	217,316,661

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

13. REVENUE (CONTINUED)

Disaggregation of revenue from contract with customers

Revenue from contract with customers is further disaggregated based on male and female centers offerings and segmented by primary geographical regions in the table below;

		otions and hip income	Personal tra	ining income	Rental	income
		ree-month ed 31 March	For the the	ree-month d 31 March		ree-month ed 31 March
	2020	2019	2020	2019	2020	2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Type of customers Gender wise						
Male Centers	128,264,565	146,759,988	13,737,355	17,727,415	1,353,136	1,939,461
Female Centers	46,969,133	46,788,686	5,336,975	3,822,050	447,106	279,061
Total	175,233,698	193,548,674	19,074,330	21,549,465	1,800,242	2,218,522
Geographical <u>markets</u>						
Central Region	82,812,663	98,191,242	9,386,734	10,322,576	934,728	1,297,510
Western Region	64,247,102	63,149,356	5,879,135	6,599,295	777,484	787,806
Eastern Region	25,440,952	29,074.455	2,953,497	3,587,710	81,283	125,232
UAE	2,732,981	3,133,621	854,964	1.039,884	6,747	7,974
Total	175,233,698	193,548,674	19,074,330	21,549,465	1,800,242	2,218,522

In addition, the Company separately presents segment information in accordance with IFRS-8 (see note 19).

Assets and liabilities related to contracts with customers

The Company has recognised the following contract assets and contract liabilities related to contracts with customers:

	31 March	31 December
	<u>2020</u>	2019
	(Unaudited)	(Audited)
Trade receivables, gross (Note 8)	24,548,248	31,020,781
Deferred revenue	(262,522,888)	(302,405,529)
	(237,974,640)	(271,384,748)

Deferred revenue relates to advance consideration received from customers for memberships sold at centers, corporates, personal training and rental income which will be recognized in future periods based on performance obligation of the services to be rendered and simultaneous receiving of benefits by the customers.

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

14. COSTS OF REVENUE

	For the three-month period ended 31 March		
	2020	2019	
	(Unaudited)	(Unaudited)	
Salaries and related benefits	50,269,341	52,353,579	
Depreciation		50 \$5.45E	
- property and equipment	32,582,133	29,950,939	
- right-of-use of assets	16,110,833	14,664,105	
Water and electricity	15,672,150	17,608,820	
Cleaning and services expenses	12,374,271	11,856,268	
Governmental and recruiting expenses	5,721,459	4,017,231	
Consumables	4,282,211	3,610,186	
Maintenance and repair	3,865,780	3,392,985	
Security and safety	1,687,433	1,370,360	
Stationery	1,016,320	1,074,359	
Others	2,088,935	2,323,644	
70	145,670,866	142,222,476	

15. FINANCE COSTS

	For the three-month period ended 31 March		
	2020 (Unaudited)	2019 (Unaudited)	
Interest on loans and borrowings	6,137,683	4,486,051	
Interest expense on lease liabilities under IFRS 16	8,340,617	7,926,414	
Bank charges	1,235,716	550,815	
	15,714,016	12,963,280	

16. <u>EARNINGS PER SHARE</u>

Basic earnings per share is calculated by dividing the net profit for the period ended 31 March 2020 and 31 March 2019, by the weighted average number of shares outstanding at the end of the respective period, which consisted of 52.38 million shares as at 31 March 2020 (31 March 2019: 52.38 million shares).

17. CONTINGENCIES AND COMMITMENTS

17.1 Contingencies

a) The Company has issued letters of guarantees amounting to SAR 4.05 million (31 December 2019: SAR 4.05 million) against land lease.

17.2 Commitments

a) Operating leases

	31 March	31 March
	<u>2020</u>	<u>2019</u>
	(Unaudited)	(Unaudited)
Payments under short term operating leases		
recognized as an expense during the year	861,821	742,532

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

17. COMMITMENTS AND CONTINGENCIES (CONTINUED)

17.2 Commitments (continued)

The amounts recognised in the statement of profit or loss for short term leases have been allocated as follows:

	31 March	31 March
	<u>2020</u>	<u>2019</u>
	(Unaudited)	(Unaudited)
Costs of revenue	845,706	704,882
General and administrative expenses	15,615	37,650
	861,321	742,532

b) The Company has capital commitments for contracts for setting up fitness centers amounting to SAR 50.86 million (31 December 2019: SAR 70.13 million).

18. OPERATING SEGMENTS

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision makers, who are responsible for allocating resources and assessing performance of the operating segment, have been identified as the Executive Management and Board of Directors. The Company's activities consist solely of the provision of high quality health, fitness facilities and personal training services.

For management purposes, the Company is organized into business units based on their geographical distribution and has four reportable operating segments as follows:

- · Headquarters and central region
- Western region
- Eastern region
- International Region UAE

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

18. OPERATING SEGMENTS (CONTINUED)

Segment performance is evaluated based on profit or loss which, in certain respects, is measured differently from profit or loss in the interim financial statements.

<u> </u>	274	Geographica	l Segments		
For the period ended 31 March 2020 — Unaudited	Headquarters & Central Region		Eastern <u>Region</u>	International Region - UAE	
Revenue	93,134,125		28,475,732	3,594,692	196,108,270
Costs of revenue	(63,162,660)		(21,935,367)	(3,875,513)	(145,670,866)
Gross profit /(loss)	29,971,465		6,540,365	(280,821)	50,437,404
Comprehensive income/ (los		2,470,127	2,325,665	(911,288)	22,310,861
Unallocated head office cost Depreciation			•	()	(16,474,064)
- property and equipment	(13,820,700)	(13,955,197)	(4,985,489)	(889,774)	(33,651,160)
- right-of-use assets	(6,393,545)			MEN TO SECURE AND THE PARTY OF	13 150 250 250 00 10 YOUN ON
As at 31 March 2020 – Unaudited		a see a		. ,	8-4
Total assets	1,190,616,961	990,062,813	302,014,039	93,655,048	2,576,348,861
Total liabilities	1,080,058,721	514,553,802			1,848,737,968
For the period ended 31 March 2019 – Unaudited	Headquarters & Central Region	Western Region	Eastern Region	International Region - UAE	Total
Revenue	in co canonia		11 to 14 to 15 to		
Costs of revenue	109,811,328 (63,348,366)	70,536,457	32,787,397	4,181,479	217,316,661
Gross profit	46,462,962	(52,576,781)	(22,522,983)	(3,774,346)	(142,222,476)
Comprehensive income/	40,402,902	17,959,676	10,264,414	407,133	75,094,185
(loss)	34,573,727	7,981,638	5,950,069	(173,586)	48,331,848
Inallocated head office cost Depreciation	1 -4 2	00-100 000-100-100-100-100-100-100-100-1		-	(9,285,004)
property and equipment	/10 000 000			narana wanana w	
right of use of assets	(12,892,908)	(12,234,856)	(4,921,699)	(883,901)	(30,933,364)
right of use of assets	(6,384,595)	(5,215,865)	(2,682,201)	(538,900)	(14,821,561)
As at 31 December 2019 Audited					
	1,116,410,016	997,893,980	307,199,064	94,796,278	2,516,299,338
l'otal liabilities	999,621,636	534,644,556	195,491,160	64,767,890	1,794,525,242
			500 000.00 00/PSERSO		

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

18. OPERATING SEGMENTS (CONTINUED)

2			Market Se	gments		
	For the three-n ended 31		For the three-r ended 31		For the three-r ended 31	
	<u>2020</u> (Unaudited) Male Fitnes	2019 (Unaudited) s Centers	2020 (Unaudited) Female Fit	2019 (Unaudited) ness Centers	2020 (Unaudited) Tot	2019 (Unaudited)
Revenue	143,355,056	166,426,864	52,753,214	50,889,797	196,108,270	217,316,661
Costs of revenue	(109,166,044)	(112,982,532)	(36,504,822)	(29,239,944)	(145,670,866)	(142,222,476)
Gross profit	34,189,012	53,444,332	16,248,392	21,649,853	50,437,404	75,094,185
Comprehensive income Unallocated head office cost	11,340,359	31,805,466	10,970,502	16,526,382	22,310,861 (16,474,064)	48,331,848 (9,285,004)
Depreciation - property and	(24,807,448)	(24.212.706)	/0.012 Page	72 mas 2400		
equipment - right of use	(12,054,547)	(24,212,705)	(8,843,712)	(6,720,659)	(33,651,160)	(30,933,364)
of assets	(14,004,04/)	(11,034,110)	(4,213,742)	(3,167,451)	(16,268,289)	(14,821,561)

19. <u>DETERMINATION OF FAIR VALUES</u>

Fair values of financial and non-financial assets and liabilities are determined for measurement and/or disclosure purpose on the basis of accounting policies disclosed in the interim financial statements. At the reporting date, carrying value of the Company's financial and non-financial assets and liabilities reasonably approximate to their fair value.

20. FINANCIAL RISK MANAGEMENT

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

- (i) Credit risk;
- (ii) Liquidity risk; and
- (iii) Market risk.

Risk management framework

The Company's risk governance is manifested in a set of established policies, procedures and controls which uses the existing organisational structure to meet strategic targets. The Company's philosophy revolves on willing and knowledgeable risk acceptance commensurate with the risk appetite and strategic plan approved by the Board. The Company is exposed to credit, liquidity and market risks.

Risk management structure

A cohesive organisational structure is established within the Company in order to identify, assess, monitor and control risks.

Board of Directors / Audit Committee

The apex of risk governance is the centralised oversight of the Board of Directors and Audit Committee providing direction and the necessary approvals of strategies and policies in order to achieve defined corporate goals.

Senior management

Senior management of the Company represented by CXO's are responsible for the day to day operations towards achieving the strategic goals within the Company's pre-defined risk appetite.

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

20 FINANCIAL RISK MANAGEMENT (CONTINUED)

The risks faced by the Company and the way these risks are mitigated by management are summarised below:

(i) Credit risk

The Company manages exposure to credit risk, which is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Credit exposures arise principally from Company's receivables and balances with banks.

Management of credit risk

The Company attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counter-parties, and continually assessing the creditworthiness of counter-parties.

Exposure to credit risk

The table below shows the maximum exposure to credit risk for the components of the statement of financial position.

31 March	31 December
2020	2019
(Unaudited)	(Audited)
3,878,067	4,283,129
24,548,248	31,020,781
140,956,927	65,349,582
169,383,242	100,653,492
	2020 (Unaudited) 3,878,067 24,548,248 140,956,927

Cash and cash equivalents

The Company held balances with banks of SAR 140,956,927 as at 31 March 2020, which represents their maximum exposure on these assets. These balances are held with banks having strong credit ratings. The Company has assessed expected credit losses on bank balances using the life-time approach and have determined that the balances are not impaired.

Trade receivables

The ageing of trade receivables that were not impaired at the reporting date is as follows:

	31 March <u>2020</u>	31 December 2019
Neither past due nor impaired	12,379,931	19,239,526
Past due but not impaired:		acceptance and
- 1 to 30 days	1,025,020	1,399,637
- 31 to 60 days	202,561	495,843
- 61 to 90 days	3,888,133	635,533
- 91 to 120 days	154,387	1,490,595
- 121 to 150 days	24,456	443,918
- 151 to 180 days	316,263	2,854
- 181 to 210 days	359,748	573,710
- 211 to 240 days	110,981	277,149
- 241 to 270 days	is party	333,039
- 271 to 300 days	98,146	504,830
- 301 to 330 days	111,754	lena ve av
- 331 to 360 days	56,963	84,242
- 360 days plus		**************************************
Total trade receivables	18,728,343	25,480,876

(A Saudi Joint Stock Company)
NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2019

(Expressed in Saudi Arabian Riyals)

20. FINANCIAL RISK MANAGEMENT (CONTINUED)

Credit risk (3)

Set out below is the detailed analysis of the credit risk exposure on the Company's trade receivables using a provision matrix as per IFRS 9;

			ij	3		Trade	receivables -	Trade receivables - subscription and membership Dav past due	n and mem	bership					
		1-30	31-60	61-90	91-120	121-150	151-180	181-210	211-240	241-270	271-300	301-330	331-360		
Current		Days	Days	Days	Days	Days	Days	Days	Days	Days	Days	Days	Days	>360 Days	Total
11,111,073	E	451.277	203,645	3.539,380	19,931	3	1	1	1	3	31		1	25.631	15.150.037
0.0	0.0%	0.04%	0.53%	0.16%	0.29%	t	i	Î	I	1		1	1	100%	
	- E	(202)	(1.084)	(5,806)	(57)	1	ł	ı	1	1	1	l		(25,631)	(32.780)
11,111,073	2	451,075	202,561	3,533,574	19.874	•	i	1	ſ	1	Ī	1	1		15,318,157
							Trade r	Trade receivables - renta	rental						
		A THOUSE THE SECOND SEC		25			ă	Day past due							
		1-30	31-60	61-90 Days	91-120	121-150	151-180	181-210	211-240	241-270	271-300	301-330	331-360		
Current		Days	Days		Days	Days	Days	Days	Days		Days	Days	Days	>360 Days	Total
1,268,858	œ	574,719	1	355,584	341,955	35,837	330,138	375,601	159,447	1	1,038,864	222,506	341,238	4,152,564	9,197,311
538	(1	1	I.	1	(207,008)	(11.287)	(11,288)	(11,288)	(45,691)	1	(930,891)	(79,590)	(24.045)	(3,190,504)	(4,511,592)
1.268.858	80	574.719	1	355 584	144 047	04 550	318.850	264 113	756 211		107 673	710 071	217 103	020.020	0.000
0.00%	2	0.13%	1	0.29 %	0.32%	0.39%	0.81%	125%	24%	1	9016	21.8%	82 04%	100%	4,003,719
	1	(774)	1	(1.025)	(434)	(8)	(2.587)	(4,565)	(2,775)	Ė	(9,827)	(31,162)	(260,230)	(962,060)	(1,275,533)
	 1	(774)	1	(1,025)	(207,442)	(11,381)	(13,875)	(15,853)	(48,466)	1	(940,718)	(110,752)	(284,275)	(4,152,564)	(5,787,125)
1,268,858	88	573.945		354,559	134.513	24,456	316,263	359,748	110,981		98,146	111,754	56,963	1	3,410,186
12,379,931		1,025,020	202,561	3,888,133	154,387	24,456	316,263	359,748	110,981	ı	98,146	111,754	56,963		18,728,343

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2019 (Expressed in Saudi Arabian Riyals)

FINANCIAL RISK MANAGEMENT (CONTINUED) 20

Other current assets

The management believes that the Company is not significantly exposed to credit risk on its other current assets as the balance is not significant. The Company believes that unimpaired amounts that are past due by more than 30 days are still collectible in full based on historical behavior and extensive analysis of customer credit risk.

Geographical concentration of risk of financial assets with credit risk exposure

The Company is not exposed to significant credit risk based on its geographical concentration as the Company's operations are principally based in the Kingdom of Saudi Arabia and all financial assets carrying credit risk are concentrated within the Kingdom of Saudi Arabia except for immaterial balance with a bank in United Arab Emirates.

(ii) Liquidity risk

Liquidity risk is the risk that an enterprise will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from the inability to sell a financial asset quickly at an amount close to its fair value. The Company limits its liquidity risk by monitoring its funding requirements and ensuring that bank facilities are available.

As at 31 March 2020, current liabilities of the Company have exceeded its current assets by SAR 351.85 million. However, the current liabilities include SAR 262.52 million of deferred revenue representing subscription fee received in advance and SAR 0.62 million of advances from customers, which the Company does not expect and is not legally required to repay as at 31 March 2020. Further, the Company has total unutilized banking facilities of SAR 190 million as of 31 March 2020, which the management can avail in case of any shortfall. Further, operational funds which currently are partly utilized to finance certain capex requirements, optimizing the cost of borrowings, can be directed towards meeting working capital requirements. Therefore, the Company is not exposed to any significant liquidity risk in the foreseeable future.

Analysis of financial liabilities by remaining contractual maturities

The table below summarises the maturity profile of the Company's financial liabilities at 31 March 2020 based on contractual undiscounted gross cash flows. The contractual maturities of liabilities have been determined based on the remaining period at the statement of financial position date to the contractual maturity date.

Analysis of financial liabilities by remaining contractual maturities

31 March 2020 (Unaudited)	Within 3 Months	3 to 12 months	I to 5 Yeurs (SAR)	No fixed maturity	Total
Loans and borrowing*	18,510,264	127,202,444	385,975,691		531,688,399
Accounts payables Accrued expenses and	52,056,379		-	- 0.000 - 0.000 - 0.000	52,056,379
other liabilities	57,575,800			<u>1869</u>	57,575,800
	128,142,443	127,202,444	385,975,691		641,320,578
31 December 2019 (Audited)	Within 3 Months	3 to 12 months	1 to 5 <u>Years</u> (SAR)	No fixed maturity	<u>Total</u>
Loans and borrowing*	40,201,003	108,289,255	314,096,725		462,586,983
Accounts payables Accrued expenses and	29,012,761	S	12 <u>46</u> 0	- -	29,012,761
other liabilities	40,219,863				40,219,863
	109,433,627	108,289,255	314,096,725		531,819,607

^{*} The loan and borrowing include finance cost of SAR 38.84 million (31 December 2019: SAR 37.9 million).

(A Saudi Joint Stock Company)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

For the three-month period ended 31 March 2020 (Expressed in Saudi Arabian Riyals)

21. CAPITAL MANAGEMENT

The Company's policy is to maintain a strong capital base to maintain creditor and market confidence and to sustain future development of the business. Management monitors the growth of business, asset quality risks and return on capital as well as the level of dividends to shareholders.

The Board of Directors seek to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

The Company monitors capital using a ratio of adjusted net debt to adjusted equity. For this purpose, adjusted net debt is defined as total liabilities, comprising commission-bearing loans and borrowings less cash and cash equivalents. Adjusted equity comprises all components of equity.

22. <u>APPROVAL OF CONDENSED INTERIM FINANCIAL STATEMENTS</u>

These condensed interim financial statements have been approved by the Board of Directors on 16 May 2020, corresponding to 23 Ramadan 1441H.

Mohammad Merajuddin Chief Financial Officer

Justin Musgrove Chief Executive Officer Afi Hamad AlSagri

Chairman