REPORT OF THE BOARD OF DIRECTORS' AND FINANCIAL STATEMENTS

31 DECEMBER 2011

REPORT OF THE BOARD OF DIRECTORS'

31 DECEMBER 2011

# **Board of Directors**

Chairman

H.E. Khadem A. Al Qubaisi

Vice Chairman

Mr. Khamis Buharoon

Directors

Mr. Khalifa A. Khamis Al Rumaithi

Mr. Khalid Deemas Al Suwaidi

Mr. Khalid Al Mansouri

Mr. Andrew Douglas Moir

Mr. Dhafer Faroq Luqman

**Chief Executive Officer** 

Mr. Osama Abdeen

Sharia'a Supervisory Board

Dr. Abdul Sattar Abu Ghuddah

Sheikh Nizam Yaqubi

Sheikh Osaid Kailani

Auditors

Ernst & Young



## THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

Year ended 31 December 2011

#### Dear Shareholders

#### Peace be upon you.....

It gives us pleasure to meet you and present to the General Assembly the eighth annual report on the activities of the company and its audited financial position for the year ended 31 December 2011, along with the Fatwa & Sharia's Supervisory Board, Independent Auditor Reports and a detailed corporate governance report complying with the corporate governance code of UAE Securities and Commodities Authority.

The company continues its strategy by concentrating on risk management development and controls to protect the rights of the takaful participants and shareholders and to improve the technical results of takaful activities despite the current circumstances experienced by the insurance industry as a result of fluctuations in financial markets.

As for the operation activities of the company during the year 2011, the company achieved net profits of AED 24,433,015 that represent around 20% (2010: around 20%) as a return on equity. The audited financial reports supported with auditors notes demonstrate the development made by the company.

Below is a summary of the results in comparison with the same period ended 31/12/2010:

- The gross contributions revenue for year 2011 reached AED 187.6 million compared to AED 160.0 million for year 2010. The company focused in 2011 on the businesses with high margin and reduced business with adverse results.
- Net claims incurred for year 2011 reached AED 32.4 million comparing to AED 40.0 million for year 2010. The loss ratio reduced to 36.9% comparing to 47.5% for the last year.
- Net investment income reached AED 4.8 million comparing to AED 5.4 million for the last year.
- Total cash and bank balances reached AED 170.2 million comparing to AED 159.0 million at the end of last year, all of which are deposited with UAE banks.
- Net profit for the year is AED 24.4 million comparing to AED 21.0 million for the same period last year and earnings per share is AED 0.27 comparing to AED 0.23 last year.
- Shareholder's equity at 31/12/2011 reached AED 146.1 million comparing to AED 126.3 million last year.

#### **Distribution of Profits**

The net profits achieved by the company during the year ended 31 December 2011 amounted to AED 24,433,015. In accordance with article (58) of articles of association of the company, we propose to the general assembly to distribute AED 20,593,750 which represents 22.69% of the paid up capital as 12.5% cash dividend and 10.19% as bonus shares dividend to its shareholders.



# THE ANNUAL REPORT OF THE BOARD OF DIRECTORS continued Year ended 31 December 2011

#### **Board of Directors Recommendations**

The Board of Directors shall present the general assembly of **Abu Dhabi National Takaful Co. PSC** the recommendations below for approval:

- 1) The Annual Report of the Board of Directors, Fatwa & Sharia'a Supervisory Board report and the External Auditor's report for the year ending 31 st December, 2011.
- 2) The statement of financial position and income statement for the year ending 31<sup>st</sup> December, 2011.
- 3) The profit appropriation for the year ended 31<sup>st</sup> December 2011 amounting to AED 29,192,652 inclusive of the opening retained earnings of AED 4,759,637 is as follows:

	AED
Proposed cash dividend of 12.50% of the paid up capital	11,343,750
Proposed bonus shares dividend of 10.19% of the paid up capital	9,250,000
Transfer to legal reserve	2,443,302
Board of Directors remunerations	1,700,000
Retained earnings, carried forward	4,455,600
	29,192,652

- 4) Release of the Directors, External Auditors and members of the Fatwa & Sharia'a Supervisory Board for their works during the year ending 31<sup>st</sup> of December, 2011.
- 5) Appoint or reappoint the External Auditors for the year ending 31<sup>st</sup> of December, 2012 and agree on the fees.

# Valued Shareholders,

On this occasion, and on your behalf we extend profound gratitude and great appreciation to His Highness Sheikh Khalifa Bin Zayed Al Nahyan, President of UAE and His Highness Sheikh Mohammed Bin Zayed Al Nahyan, Crown Prince of Abu Dhabi, the Deputy Supreme Commander of the UAE Armed Forces. May Allah, the Almighty preserve them for their kind patronage to the Islamic insurance industry.

We would like also to express our sincere thanks and appreciation to the Fatwa & Sharia'a Supervisory Board members for their guidance to ensure that we fully abide by the glorious principles of Islamic Sharia'a, the Ministry of Economy and Trade, Insurance Authority as well as other concerned parties for their support and cooperation provided to us.

We also seize this opportunity to laud the efforts made by company staff members for their dedication and commitment for the sake of the company success and servicing our policyholders.

Furthermore, we extend our heartfelt thanks to our valued shareholders and other stakeholders inside and outside the UAE for their unlimited support to **Abu Dhabi National Takaful Co. PSC**.

Finally, we ask the Almighty Allah, to bless our activities and guide us to the right path.

Khadem A Al Qubaisi Chairman of Board of Directors

FINANCIAL STATEMENTS

31 DECEMBER 2011



P.O. Box 136 11th Floor - Al Ghaith Tower Hamdan Street Abu Dhabi, United Arab Emirates

Tel: +971 2 417 4400 +971 2 627 7522 Fax: +971 2 627 3383 www.ey.com/me

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF

## ABU DHABI NATIONAL TAKAFUL COMPANY PSC

## Report on the financial statements

We have audited the accompanying financial statements of Abu Dhabi National Takaful Company PSC (the "Company"), which comprise the statement of financial position as at 31 December 2011, statement of income, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

# Management's Responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and the applicable provisions of the articles of association of the Company and the UAE Commercial Companies Law of 1984 (as amended), and for such internal control as management determines is necessary to enable preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



## Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of 31 December 2011 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

## Report on Other Legal and Regulatory Requirements

We also confirm that, in our opinion, the financial statements include, in all material respects, the applicable requirements of the UAE Commercial Companies Law of 1984 (as amended), UAE Federal law No. (6) of 2007 and the articles of association of the Company; proper books of account have been kept by the Company; and the contents of the report of the Board of Directors relating to these financial statements are consistent with the books of account. We further report that we have obtained all the information and explanations which we required for the purpose of our audit and, to the best of our knowledge and belief, no violations of the UAE Commercial Companies Law of 1984 (as amended), UAE Federal law No. (6) of 2007 or of the articles of association of the Company have occurred during the year which would have had a material effect on the business of the Company or on its financial position.

Ernst & Young

Signed by Andre Kasparian Partner Ernst & Young Registration No. 365

28 February 2012 Abu Dhabi

# STATEMENT OF FINANCIAL POSITION At 31 December 2011

	Notes	2011 AED	2010 AED
ASSETS			
Cash and bank balances	5	170,242,682	158,973,850
Statutory deposit	6	10,000,000	10,000,000
Investments at fair value through			
other comprehensive income	7	50,175,548	37,478,243
Retakaful contract assets	8	123,612,845	83,663,352
Takaful and other receivables	10	34,467,887	27,132,395
Advances and other assets	28	16,316,911	17,849,595
Furniture and equipment	11	1,125,147	1,839,512
TOTAL ASSETS		405,941,020	336,936,947
EQUITY AND LIABILITIES			
Shareholders' equity Share capital	12	00 770 000	70 (00 000
Legal reserve	12 13	90,750,000 10,245,232	72,600,000
General reserve	13	25,658,718	7,801,930 25,658,718
Investment revaluation reserve	1.4	(5,599,847)	(4,190,643)
Retained earnings		25,049,350	24,409,637
Totalina carringo		213,047,330	24,409,037
Total shareholders' equity		146,103,453	126,279,642
Policyholders' fund			
Deficit of policyholders' fund	16	(81,189)	(10,256,672)
Loan from shareholders	16	81,189	10,256,672
Total policyholders' fund		-	
Liabilities			
Provision for end of service benefits	17	2,792,887	2,333,548
Takaful contract liabilities	8	179,037,870	144,527,851
Retakaful and other liabilities	18	62,973,785	49,111,006
Retakaful deposits retained		15,033,025	14,684,900
Total liabilities		259,837,567	210,657,305
TOTAL EQUITY AND LIABILITIES		<u>405,941,020</u>	336,936,947

Khadem A. Al Qubaisi

Chairman of the Board of Directors

Osama Abdeen Chief Executive Officer

# STATEMENT OF INCOME

Year ended 31 December 2011

	Notes	2011 AED	2010 AED
Attributable to policyholders Gross takaful contributions revenue	19	187,586,351	159,998,213
Retakaful contributions	19	(99,899,143)	(75,646,006)
Net carned contributions	19	87,687,208	84.352,207
Gross claims incurred		(112,113,506)	(72,386,574)
Retakaful share of claims incurred		79,752,187	32,344,662
Net claims incurred		(32,361,319)	(40,041,912)
Takaful income		55,325,889	44,310,295
Takaful expenses		(18,704,951)	(13,805,221)
Retakaful and other income		11,895,615	10,823,387
Takaful operating profit		48,516,553	41,328,461
Policyholders' investment income	20	2,039,363	3,495,744
Mudareb share	21	(611,809)	(1,048,723)
Wakalah fees	21	(39,768,624)	(29,128,732)
Surplus of takaful result for the year		10,175,483	14,646,750
Attributable to shareholders			
Shareholders' investment and other income, net	22	2,721,365	1,905,616
Mudareb share from policyholders	21	611,809	1,048,723
Wakalah fees from policyholders	21	39,768,624	29,128,732
General and administrative expenses	23	(26,744,266)	(25,728,116)
Provision for impairment of advances	28	(2,100,000)	-
Decrease in provision of loan to policyholders' fund	16	10,175,483	<u>14,646,750</u>
Net profit for the year		24,433,015	21,001,705
Basic earnings per share	24	0.27	0.23

# STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2011

	Notes	2011 AED	2010 AED
Net profit for the year		24,433,015	21,001,705
Other comprehensive loss Decrease in fair value of investments carried at fair value through other comprehensive loss, net		(1,409,204)	(936,550)
Directors' remuneration 2010	9	(1,500,000)	***
Directors' remuneration 2011	9	(1,700,000)	Sale Control of the C
Other comprehensive loss for the year		(4,609,204)	(936,550)
Total comprehensive income for the year		19.823.811	20.065,155

# STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2011

	Share capital AED	Legal reserve AED	General reserve AED	Investment revaluation reserve AED	Retained earnings AED	Total AED
Balance at 1 January 2010	66,000,000	5,701,759	25,658,718	(3,254,093)	12,108,103	106,214,487
Net profit for the year	-	-	-	<del></del>	21,001,705	21,001,705
Other comprehensive loss		<del>-</del>	***************************************	(936,550)		(936,550)
Total comprehensive income for the year	-	-	-	(936,550)	21,001,705	20,065,155
Transfer to legal reserve	-	2,100,171	_	w	(2,100,171)	-
Bonus shares issued for the year 2009	6,600,000				(6,600,000)	<u></u>
Balance at 31 December 2010	72,600,000	7,801,930	25,658,718	(4,190,643)	24,409,637	126,279,642
Balance at 1 January 2011	72,600,000	7,801,930	25,658,718	(4,190,643)	24,409,637	126,279,642
Net profit for the year	·	-	-	-	24,433,015	24,433,015
Other comprehensive loss				(1,409,204)	(3,200,000)	(4,609,204)
Total comprehensive income for the year	~	-	_	(1,409,204)	21,233,015	19,823,811
Transfer to legal reserve	-	2,443,302	-	•	(2,443,302)	-
Bonus shares issued for the year 2010 (note 15)	18,150,000		-		(18,150,000)	<u> </u>
Balance at 31 December 2011	90,750,000	10.245,232	<u>25,658,718</u>	( <u>5,599,847</u> )	25,049,350	146,103,453

# STATEMENT OF CASH FLOWS

Year ended 31 December 2011

	Note	2011 AED	2010 AED
OPERATING ACTIVITIES Profit for the year Adjustments for:		24,433,015	21,001,705
Depreciation of furniture and equipment		917,461	1,084,935
Movement of unearned contributions		(5,228,266)	(8,554,969)
Fixed deposits and dividend income		(4,753,486)	(5,282,934)
Net movement in provision for end of service benefits		459,339	(770,191)
Movement in provision for doubtful debts		189,004	560,996
Movement in provision for impairment of advances		2,100,000	
Gain on disposal of furniture and equipment		(5,831)	(45,524)
Operating profit before movements in working capital:		18,111,236	7,994,018
(Increase) decrease in takaful and other receivables		(7,524,496)	10,210,358
(Increase) decrease in advances and other assets		(567,316)	919,597
Movement of outstanding claims		(211,208)	2,268,095
Increase (decrease) in retakaful and other liabilities		12,162,779	(9,632,096)
Increase (decrease) in retakaful deposits retained		348,125	<u>(791,663</u> )
Cash from operations		22,319,120	10,968,309
Directors' remuneration paid		(1,500,000)	
Net cash from operating activities		20,819,120	10,968,309
INVESTING ACTIVITIES			
Movement in investments at fair value through			
other comprehensive income		(14,106,509)	3,868,397
Purchase of furniture and equipment		(206,115)	(579,732)
Proceeds from disposal of furniture and equipment		8,850	177,000
Fixed deposits and dividend income received		4,753,486	5,282,934
Movement in term deposits		$(\underline{64,067,402})$	(81,707,875)
Net cash used in investing activities		(73,617,690)	(72,959,276)
DECREASE IN CASH AND CASH EQUIVALENTS		(52,798,570)	(61,990,967)
Cash and cash equivalents at 1 January		77,265,975	139,256,942
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	5	24,467,405	<u>77,265,975</u>
Significant non-cash transaction:			
Proposed directors' remuneration		<u>1,700,000</u>	~

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### I GENERAL

Abu Dhabi National Takaful Company PSC (the "Company") is a public shareholding company which was incorporated in Abu Dhabi, United Arab Emirates ("UAE") on 16 November 2003. The Company is registered in accordance with the UAE Federal Law No. (8) of 1984 (as amended).

The Company carries out takaful and retakaful activities of all classes in accordance with the provisions of the UAE Federal Law No. (6) of 2007 regarding the Establishment of the Insurance Authority and Insurance Operations. The Company is domiciled and operates in the UAE and its registered address is P.O. Box 35335, Abu Dhabi, UAE.

The financial statements of Abu Dhabi National Takaful Company PSC for the year ended 31 December 2011 have been authorised for issue in accordance with a resolution of the Board of Directors on 28 February 2012.

#### 2.1 BASIS OF PREPARATION

The financial statements have been prepared in accordance with the International Financial Reporting Standards and applicable requirements of UAE Commercial Companies Law (as amended).

The financial statements are prepared under the historical cost convention as modified for re-measurement of investment securities at fair value.

The financial statements are presented in United Arab Emirates Dirhams (AED) being the functional and presentation currency of the Company.

## 2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The accounting policies adopted are consistent with those of the previous financial year, except for the following new and amended IFRS and IFRIC interpretations effective as of 1 January 2011:

- IAS 24 Related Party Disclosures (amendment) effective 1 January 2011:
- IAS 32 Financial Instruments: Presentation (amendment) effective 1 February 2010;
- IFRIC 14 Prepayments of a Minimum Funding Requirement (amendment) effective 1 January 2011; and
- Improvements to IFRSs (May 2010).

The adoption of the standards or interpretations is described below:

## IAS 24 Related Party Transactions (Amendment)

The IASB issued an amendment to IAS 24 that clarifies the definitions of a related party. The new definitions emphasise a symmetrical view of related party relationships and clarifies the circumstances in which persons and key management personnel affect related party relationships of an entity. In addition, the amendment introduces an exemption from the general related party disclosure requirements for transactions with government and entities that are controlled, jointly controlled or significantly influenced by the same government as the reporting entity. The adoption of the amendment did not have any impact on the financial position or performance of the Company.

## IAS 32 Financial Instruments: Presentation (Amendment)

The IASB issued an amendment that alters the definition of a financial liability in IAS 32 to enable entities to classify rights issues and certain options or warrants as equity instruments. The amendment is applicable if the rights are given pro rata to all of the existing owners of the same class of an entity's non-derivative equity instruments, to acquire a fixed number of the entity's own equity instruments for a fixed amount in any currency. The amendment has had no effect on the financial position or performance of the Company because the Company does not have these type of instruments.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES continued

IFRIC 14 Prepayments of a Minimum Funding Requirement (Amendment)

The amendment removes an unintended consequence when an entity is subject to minimum funding requirements and makes an early payment of contributions to cover such requirements. The amendment permits a prepayment of future service cost by the entity to be recognised as a pension asset. The amendment of the interpretation has no effect on the financial position or performance of the Company.

## Improvements to IFRSs

In May 2010, the IASB issued its third omnibus of amendments to its standards, primarily with a view to removing inconsistencies and clarifying wording. There are separate transitional provisions for each standard. The adoption of the following amendments resulted in changes to accounting policies, but no impact on the financial position or performance of the Company.

- IFRS 3 Business Combinations: The measurement options available for non-controlling interest (NCI) were amended. Only components of NCI that constitute a present ownership interest that entitles their holder to a proportionate share of the entity's net assets in the event of liquidation should be measured at either fair value or at the present ownership instruments' proportionate share of the acquiree's identifiable net assets. All other components are to be measured at their acquisition date fair value.
- The amendments to IFRS 3 are effective for annual periods beginning on or after 1 July 2011. (Early adoption by the Company effective 1 January 2011).
- IFRS 7 Financial Instruments Disclosures: The amendment was intended to simplify the disclosures provided by reducing the volume of disclosures around collateral held and improving disclosures by requiring qualitative information to put the quantitative information in context.
- IAS 1 Presentation of Financial Statements: The amendment clarifies that an entity may present an analysis of each component of other comprehensive income maybe either in the statement of changes in equity or in the notes to the financial statements. There have been no items subject to reclassification.

Other amendments resulting from Improvements to IFRSs to the following standards did not have any impact on the accounting policies, financial position or performance of the Company.

- IFRS 3 Business Combinations (Contingent consideration arising from business combination prior to adoption of IFRS 3 (as revised in 2008))
- IFRS 3 Business Combinations (Un-replaced and voluntarily replaced share-based payment awards)
- IAS 27 Consolidated and Separate Financial Statements
- IAS 34 Interim Financial Statements

The following interpretation and amendments to interpretations did not have any impact on the accounting policies, financial position or performance of the Company:

- IFRIC 13 Customer Loyalty Programmes (determining the fair value of award credits)
- IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 2.3 STANDARDS ISSUED BUT NOT YET EFFECTIVE

Standards issued but not yet effective up to the date of the issuance of the Company's financial statements are listed below. This listing is of standards and interpretations issued, which the Company reasonably expects to be applicable at a future date. The Company intends to adopt those standards when they become applicable.

- IAS 1 Financial Statement Presentation Presentation of Items of Other Comprehensive Income. Effective date: 1 July 2012.
- IAS 12 Income Taxes Recovery of Underlying Assets. Effective date: 1 January 2012.
- IAS 19 Employee Benefits (Amendment). Effective date: 1 January 2013.
- IAS 27 Separate Financial Statements (as revised in 2011). Effective date: 1 January 2013.
- IAS 28 Investments in Associates and Joint Ventures (as revised in 2011). Effective date: 1 January 2013.
- IFRS 7 Financial Instruments: Disclosures Enhanced Derecognition Disclosure Requirements. Effective date: 1 July 2011.
- IFRS 10 Consolidated Financial Statements. Effective date: 1 January 2013.
- IFRS 11 Joint Arrangements. Effective date: 1 January 2013.
- IFRS 12 Disclosure of Involvement with Other Entities. Effective date: 1 January 2013.
- IFRS 13 Fair Value Measurement. Effective date: 1 January 2013.

The Company however, expects no impact from the adoption of the amendments on its financial position or performance.

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Takaful contracts

Definition

The Company issues contracts that transfer takaful risk. Takaful contracts are those contracts when the Company (the operator) has accepted takaful risk on behalf of takaful funds from another party (the policyholders) by agreeing to compensate the policyholders if a specified uncertain future event (the insured event) adversely affects the policyholders.

#### Recognition and measurement

Takaful contracts are classified into two main categories, depending on the duration of risk and whether or not the terms and conditions are fixed.

These contracts are casualty and property takaful contracts.

Casualty takaful contracts protect the policyholders against the risk of causing harm to third parties as a result of their legitimate activities. Damages covered include both contractual and non contractual events. The typical protection offered is designed for employers who become legally liable to pay compensation to injured employees (employers liability) and for individual and business customers who become liable to pay compensation to a third party for bodily harm or property damage (public liability).

Property takaful contracts mainly compensate the policyholders for damage suffered to their properties or for the value of property lost. Policyholders who undertake commercial activities on their premises could also receive compensation for the loss of earnings caused by the inability to use the insured properties in their business activities (business interruption cover).

For all these takaful contracts, contributions are recognised as revenue (earned contributions) proportionally over the period of coverage. The portion of contributions received on in-force contracts that relates to unexpired risks at the end of the reporting period date is reported as the unearned contribution liability.

Claims and loss adjustment expenses are charged to the statement of income (attributable to the policyholders) as incurred based on the estimated liability for compensation owed to contract holders or third parties damaged by the contract holders.

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES continued

#### Takaful contracts continued

Retakaful contract assets

Contracts entered into by the Company for retakaful under which the Company is compensated for losses on one or more contracts issued by the Company and that meet the classification requirements of takaful contracts are classified as retakaful contracts held. Contracts that do not meet these classification requirements are classified as financial assets.

Takaful contracts entered into by the Company under which the contract holder is involved in takaful activities are included with takaful contracts. The benefits to which the Company is entitled under its retakaful contracts held are recognised as retakaful contract assets. The Company assesses its retakaful contract assets for impairment on a regular basis. If there is objective evidence that the retakaful contract asset is impaired, the Company reduces the carrying amount of the retakaful contract assets to its recoverable amount and recognises that impairment loss in the statement of income. Amounts recoverable from or due to retakaful holders are measured consistently with the amounts associated with the retakaful contracts and in accordance with the terms of each retakaful contract.

#### Takaful contract liabilities

Takaful contract liabilities towards outstanding claims are made based on claims intimated to the Company and still unpaid at the end of the reporting period, in addition to claims incurred but not reported. The unearned contribution considered in the takaful contract liabilities comprise the estimated proportion of the gross contributions written which relates to the periods of takaful subsequent to the end of the reporting period. This provision is made based on the higher of the amount required on the basis of time apportionment and the minimum rates prescribed by the UAE Insurance Companies Law which are 25% of the net contribution written on marine and 40% of the net contribution written on all other classes of general takaful.

The retakaful portion towards the above outstanding claims, claims incurred but not reported and unearned contributions is classified as retakaful contracts assets in the financial statements.

#### Salvage and subrogation reimbursements

Estimates of salvage and subrogation reimbursements are considered as an allowance in the measurements of the takaful liability for claims.

#### Liability adequacy test

At the end of each reporting period, liability adequacy tests are performed to ensure the adequacy of the takaful contract liabilities net of related deferred policy acquisition costs. In performing these tests, current best estimates of future contractual cash flows and claims handling and administration expenses, as well as investment income from the assets backing such liabilities, are used. Any deficiency is immediately charged to the statement of income initially by writing off the deferred policy acquisition costs and by subsequently establishing a provision for losses arising from liability adequacy tests.

#### Receivables and payables related to takaful contracts

Receivables and payables are recognised when due. These include amounts due to and from agents, brokers and takaful contract holders.

If there is objective evidence that the takaful receivable is impaired, the Company reduces the carrying amount of the takaful receivable accordingly and recognises that impairment loss in the statement of income.

### Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable in the normal course of business.

#### Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES continued

#### Revenue recognition continued

Other income

Other income is accrued on a time basis, by reference to the principal outstanding and at the effective rate of return applicable.

#### Retakaful income and expenses

Retakaful income is recognised when retakaful is entered into and retakful expenses are recognised when the policies are issued.

#### Foreign currencies

Transactions in currencies other than AED (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retransferred at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in the statement of income in the period in which they arise,

#### Furniture and equipment

Furniture and equipment are recorded at cost less accumulated depreciation and impairment losses, if any. The cost of furniture and equipment is their purchase cost, together with any incidental expenses of acquisition.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the statement of income during the financial period in which they are incurred.

Depreciation is calculated so as to write off the cost of furniture and equipment on a straight-line basis over their expected useful economic lives.

The principal annual rates used for this purpose are:

Furniture, fixtures and office equipment	20%
Computer equipment and accessories	25 - 33.33%
Vehicles	25%

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of income.

## Impairment of tangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES continued

#### Impairment of tangible assets continued

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of income, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of income, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### **Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

### **Employee** benefits

An accrual is made for estimated liability for employees' entitlement to annual leave and leave passage as a result of services rendered by eligible employees up to the end of the reporting period.

Provision is also made for end of service benefits due to non-UAE national employees in accordance with the Company's policy, which is at least equal to the benefits payable in accordance with UAE Labour Law, for their period of service up to the end of the reporting period.

Pension contributions are made in respect of UAE national employees to the Abu Dhabi Pension Authority, calculated in accordance with Government regulations. Such contributions are charged to the statement of income during the employees' period of service.

## Financial assets

The Company has the following financial assets: cash and cash equivalents, takaful and other receivables, and fair value through other comprehensive income. The classification depends on the nature of the financial asset and is determined at the time of initial recognition.

#### Cash and cash equivalents

Cash and cash equivalent include cash on hand and deposits held at call with banks with original maturities of three months or less.

#### Takaful and other receivables

Takaful and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Loans and receivables are measured at amortised cost using the effective rate or return method, less any impairment. Return income is recognised by applying the effective rate of return, except for short term receivables when the recognition of return income would be immaterial.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES continued

#### Financial assets continued

Investment at fair value through other comprehensive income

Investments at fair value through other comprehensive income are initially recorded at cost and subsequently measured at fair value. Subsequent changes in fair value and gains or losses arising on disposal are recognised in other comprehensive income and dividend income is credited to statement of income when the right to receive the dividend is established.

## Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset.

## Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

#### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

## Trade payables and accruals

Trade payables and accruals are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost using the effective rate of return, with the expense recognised on an effective yield basis.

The effective rate of return is a method of calculating the amortised cost of a financial liability and of allocating the expense over the relevant period. The effective rate of return is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

# Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

### Deficit in policyholders' fund

Deficit in the policyholders' fund is financed by the shareholders through a profit free loan "Qard – Hasan". The Company maintains a full provision against such loans.

## Dividends distribution

Dividends distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION OF UNCERTAINTY

While applying the accounting policies as stated in Note 3, management of the Company has made certain judgements, estimates and assumptions that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period of the revision in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. The significant judgements and estimates made by management, that have a significant risk of causing a material adjustments to the carrying amounts of assets and liabilities within the next financial year are:

#### Classification of investments

Management decides on acquisition of an equity investment whether it should be classified as carried at fair value through profit or loss or through other comprehensive income.

#### Valuation of unquoted equity investments

Valuation of unquoted equity investments is normally based on recent market transactions on an arm's length basis, fair value of another instrument that is substantially the same, expected cash flows discounted at current rates for similar instruments, net asset base of investee or other valuation models.

# Impairment of takaful and other receivables

An estimate of the collectible amount of takaful and other receivables is made when collection of the full amount is no longer probable. This determination of whether the takaful and other receivables are impaired entails the Company in evaluating the credit and liquidity position of the policyholders and the takaful companies, historical recovery rates including detailed investigations carried out and feedback received from the legal department. Impairment of takaful and other receivables as at 31 December 2011 amounted to AED 750,000 (2010: AED 560,996).

# The ultimate liability arising from claims made under takaful contracts

The estimation of ultimate liability arising from the claims made under takaful contracts is the Company's most critical accounting estimate. There are sources of uncertainty that need to be considered in the estimate of the liability that the Company will eventually pay for such claims. Estimates have to be made both for the expected ultimate cost of claims reported at the end of the reporting period and for the expected ultimate cost of claims incurred but not reported ("IBNR") at the end of the reporting period. Liabilities for unpaid reported claims are estimated using the input of assessments for individual cases reported to the Company and management estimates based on past claims settlement trends for the claims incurred but not reported. At the end of each reporting period, prior year claims estimates are reassessed for adequacy and changes are made to the provision.

#### Liability adequacy test

At the end of each reporting period, liability adequacy tests are performed to ensure the adequacy of takaful contract liabilities. The Company makes use of the best estimates of future contractual cash flows and claims handling and administration expenses, as well as investment income from the assets backing such liabilities in evaluating the adequacy of the liability. Any deficiency is immediately charged to the statement of income.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 5 CASH AND CASH EQUIVALENTS

	2011 AED	2010 AED
Cash and bank accounts Term deposits (note 9)	5,400,527 164,842,155	11,814,255 147,159,595
Cash and bank balances	170,242,682	158,973,850
Less: term deposits with original maturity of more than three months	(145,775,277)	(81,707,875)
Cash and cash equivalents	24,467,405	77,265,975

Term deposits represent deposits held with financial institutions in UAE, are denominated in UAE Dirhams and carry profit at the prevailing market rates ranging from 0.6% to 4.0% per annum (2010: 1.75% to 3.8%).

#### 6 STATUTORY DEPOSIT

In accordance with the requirements of UAE Federal Law No. (6) of 2007 regarding the Establishment of the Insurance Authority and Insurance Operations, the Company maintains a bank deposit of AED 10,000,000 which cannot be utilised without the consent of the UAE Insurance Authority. The statutory deposit is held with a commercial bank in UAE, a related party (note 9).

# 7 INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2011 AED	2010 AED
Quoted securities Unquoted securities	40,664,750 9,510,798	15,559,897 21,918,346
	50,175,548	37,478,243
The geographical concentration of investments is as follows:		
	2011 AED	2010 AED
Within UAE Outside UAE	27,279,004 22,896,544	37,340,835 137,408
	_50,175,548	37,478,243

Unquoted equity securities are valued primarily based on net assets of the investees where there are no recent transactions that could provide evidence of the current fair value.

# NOTES TO THE FINANCIAL STATEMENTS At 31 December 2011

# 8 RETAKAFUL CONTRACT ASSETS AND TAKAFUL CONTRACT LIABILITIES

	2011 AED	2010 AED
Gross		
Takaful contract liabilities		
Reported claims	90,247,645	65,051,196
Claims incurred but not reported	14,230,458	13,885,363
Unearned contributions	74,559,767	65,591,292
	<u>179,037,870</u>	144,527,851
Recoverable from retakaful		
Reported claims	66,373,875	41,186,417
Claims incurred but not reported	7,690,853	7,125,559
Unearned contributions	49,548,117	35,351,376
	123,612,845	_83,663,352
Takaful liabilities - net		
Reported claims	23,873,770	23,864,779
Claims incurred but not reported	6,539,605	6,759,804
Unearned contributions	25,011,650	_30,239,916
	55,425,025	60,864,499

The movement in the retakaful contract assets and takaful contract liabilities during the year is as follows:

	Year ended 31 December 2011		Year -	ended 31 Decemi	ber 2010	
	Gross AED	Retakaful AED	Net AED	Gross AED	Retakaful AED	Net AED
CLAIMS Notified claims Incurred but not reported	65,051,196 13,885,363	41,186,417 <u>7,125,559</u>	23,864,779 6,759,804	67,574,176 13,829,045	45,365,639 	22,208,537 _6,147,951
Total at 1 January Claims settled Increase in liabilities	78,936,559 (86,571,962) 112,113,506	48,311,976 (53,999,435) 79,752,187	30,624,583 (32,572,527) <u>32,361,319</u>	81,403,221 (74,853,236) 72,386,574	53,046,733 (37,079,419) 32,344,662	28,356,488 (37,773,817) <u>40,041,912</u>
Total at 31 December	104,478,103	74,064,728	30,413,375	78,936,559	48,311,976	30,624,583
Notified claims Incurred but not reported	90,247,645 14,230,458	66,373,875 7,690,853	23,873,770 _6,539,605	65,051,196 13,885,363	41,186,417 7,125,559	23,864,779 6,759,804
Total at 31 December	104,478,103	74,064,728	<u>30,413,375</u>	78,936,559	48,311,976	30,624,583
UNEARNED CONTRIBUTION Total at 1 January	65,591,292	35,351,376	30,239,916	75,714,627	36,919,742	38,794,885
Increase during the year Release during the year	74,559,767 (65,591,292)	49,548,117 ( <u>35,351,376</u> )	25,011,650 (30,239,916)	65,591,292 ( <u>75,714,627</u> )	35,351,376 ( <u>36,919,742</u> )	30,239,916 ( <u>38,794,885</u> )
Net increase (decrease) during the year	8,968,475	14,196,741	(5,228,266)	(10,123,335)	(1,568,366)	(8,554,969)
Total at 31 December	<u>_74,559,767</u>	49,548,117	<u>25,011,650</u>	65.591,292	<u>35,351,376</u>	30,239,916

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 9 RELATED PARTIES

Related parties comprise the shareholders, Directors and key management personnel of the Company and those entities in which they have a significant interest and the ability to control or exercise significant influence in financial and operational decisions. Details of significant transactions with related parties in the normal course of business are as follows:

	2011 AED	2010 AED
Gross contributions written	60,842,085	29,486,095
Interest income on term deposits	448,464	1,853,985
Term deposits at 31 December	19,066,878	58,408,678

The term deposits are held with a related party, a commercial bank in UAE, are denominated in AED, with original maturity of 32 to 38 day (2010: 30 to 184 days) and carry profit at 0.6% to 0.75% per annum (2010: 1.75% to 3.8%).

Information on the statutory deposit is disclosed in note 6.

The remuneration of key management personnel during the year was as follows:

	2011 AED	2010 AED
Short-term benefits	2,662,546	2,477,717
Long-term benefits	78,939	198.438

The remuneration of Directors is accrued and paid as an appropriation out of the profits for the year in accordance with the Federal Law No. (8) of 1984 (as amended) applicable to Commercial Companies operating in UAE.

The remuneration of key management personnel is based on the remuneration agreed in their employment contracts as approved by the Board of Directors.

During the year Director's remuneration in relation to the year ended 31 December 2010 of AED 1,500,000 was approved at the Annual General Meeting held on 3 April 2011, paid and reflected in other comprehensive income in the statement of comprehensive income.

Additionally, during the year Directors' remuneration in relation to the year ended 31 December 2011 of AED 1,700,000, which is subject to the approval of the shareholders at the forthcoming Annual General Meeting was proposed and reflected in other comprehensive income in the statement of comprehensive income.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 10 TAKAFUL AND OTHER RECEIVABLES

	2011 AED	2010 AED
Due from policyholders, net of provision	14,492,962	16,339,684
Due from insurance and reinsurance companies	17,744,721	9,396,407
Notes receivable - post dated cheques	505,849	612,422
Accrued income	1,466,985	626,492
Other receivables	257,370	157,390
	34,467,887	27,132,395

Amounts due from policyholders and insurance and reinsurance companies balances consist of a large number of policyholders and insurance and reinsurance companies. The Company's terms of business require amounts to be paid in accordance with arrangements reached with the policyholders and insurance and reinsurance companies and no interest is charged on takaful and other receivables.

Before accepting any new customer, the Company assesses the potential customer's credit quality and defines credit limits by customer. In determining the recoverability of a takaful receivable, the Company considers any change in the credit quality of the takaful receivable from the date credit was initially granted up to the reporting date.

As at 31 December 2011, balances due from policyholders at nominal value of AED 750,000 (2010: AED 560,996) were impaired and fully provided for.

As at 31 December, the ageing of unimpaired takaful receivables is as follows:

		I	Past due but no	-	
	Not past due AED	91 - 180 days AED	181 - 360 days AED	More than 360 days AED	Total AED
2011	17,134,754	9,175,808	3,917,389	2,009,732	32,237,683
2010	11,484,797	4,895,863	5,863,566	3,491,865	25,736,091

# NOTES TO THE FINANCIAL STATEMENTS At 31 December 2011

# 11 FURNITURE AND EQUIPMENT

	Furniture, fixtures and office equipment AED	Computer equipment and accessories AED	Vehicles AED	Total AED
2011 Cost: At 1 January 2011 Additions Disposals	4,326,850 117,826 _(130,502)	2,240,585 88,289	576,675	7,144,110 206,115 (130,502)
At 31 December 2011	4,314,174	2,328,874	<u>576,675</u>	7,219,723
Depreciation: At 1 January 2011 Charge for the year Relating to disposals	3,180,203 605,733 (127,483)	1,960,497 180,149	163,898 131,579	5,304,598 917,461 (127,483)
At 31 December 2011	3,658,453	2,140,646	<u> 295,477</u>	6,094,576
Net carrying amount 31 December 2011	655,721	188,228	<u>281,198</u>	1,125,147
2010 Cost: At 1 January 2010 Additions Disposals At 31 December 2010 Depreciation: At 1 January 2010 Charge for the year	4,307,358 23,252 (3,760) 4,326,850 2,463,103 720,594	2,160,830 79,755 	434,500 476,725 ( <u>334,550</u> ) <u>576,675</u> 225,955 141,283	6,902,688 579,732 (338,310) 7,144,110 4,426,497 1,084,935
Relating to disposals	(3,494)		(203,340)	(206,834)
At 31 December 2010	3,180,203	<u>1,960,497</u>	163,898	<u>5,304,598</u>
Net carrying amount: 31 December 2010	1,146,647	_280,088	412,777	1.839.512
12 SHARE CAPITAL				
Authorized, issued and fully paid			2011 AED	2010 AED
90,750,000 shares of AED 1 each (31 December 2010: 72,600,000)		<u>90.</u>	<u>750,000</u>	72,600,000

A bonus share dividend of AED 18,150,000 in relation to the year ended 31 December 2010 was approved by the shareholders in their Annual General Meeting held on 3 April 2011 and the Company has completed the registration formalities with the concerned authorities.

At 31 December 2011, 35,979,245 shares or 39.65% of total share capital (2010: 28,783,396 shares or 39.65% of total share capital) were held by Abu Dhabi Islamic Bank PJSC and 54,770,755 shares or 60.35% of total share capital (2010: 43,816,604 shares or 60.35% of total share capital) were held by UAE nationals and other institutions.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 13 LEGAL RESERVE

In accordance with the provisions of the UAE Federal Commercial Companies Law No. (8) of 1984, (as amended), and the Company's articles of association, the Company is required to transfer annually to a legal reserve account an amount equivalent to 10% of its annual net profit, until such reserve reaches 50% of the paid up capital of the Company. This reserve is not available for distribution.

#### 14 GENERAL RESERVE

Transfers to and from the general reserve are made at the discretion of the Board of Directors and are subject to the shareholders approval. This reserve may be used for such purposes as they deem fit.

## 15 DIVIDENDS

For the year ended 31 December 2011, the Board of Directors proposed a bonus share dividend of AED 9,250,000 (2010: AED 18,150,000) at the rate of 10.19% (2010: 25%) of the Company's capital and a cash dividend of AED 11,343,750 (2010: AED nil) at a rate of AED 0.125 per share (2010: nil) subject to approval of the shareholders at the forthcoming Annual General Meeting.

#### 16 POLICYHOLDERS' FUND

	2011 AED	2010 AED
At 1 January Net surplus for the year	(10,256,672) 10,175,483	(24,903,422) <u>14,646,750</u>
At 31 December	<u>(81,189</u> )	(10,256,672)
17 PROVISION FOR END OF SERVICE BENEFITS	2011	2010
	AED	AED
At 1 January	2,333,548	3,103,739
Charged during the year	933,189	783,335
Paid during the year	<u>(473,850</u> )	(1,553,526)
At 31 December	2,792,887	2,333,548

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 18 RETAKAFUL AND OTHER LIABILITIES

	2011 AED	2010 AED
Due to policy holders	4,510,403	4,050,608
Due to takaful companies	5,163,357	4,683,053
Due to retakaful companies	30,981,749	25,697,084
Accrued liabilities	5,501,337	2,821,869
Other payables	16,816,939	11,858,392
	62,973,785	49,111,006

The average credit period is 60 to 90 days terms. The Company has financial risk management policies in place to ensure that all payables are paid within the credit time frame.

## 19 NET EARNED CONTRIBUTIONS

	2011 AED	2010 AED
Gross takaful contributions revenue Gross contributions written Change in unearned contributions provision	196,554,826 (8,968,475)	149,874,878 10,123,335
	187,586,351	159,998,213
Retakaful contributions Retakaful contributions Change in unearned contributions provision	114,095,884 (14,196,741) 99,899,143	74,077,640 1,568,366 
Net earned contributions	<u>87,687,208</u>	_84,352,207
20 POLICYHOLDERS' INVESTMENT INCOME		
	2011 AED	2010 AED
Income from short-term deposits	2,039,363	<u>3,495,744</u>

# 21 MUDAREB SHARE AND WAKALAH FEES

The shareholders manage the policyholder's investment fund and charge 30% (2010: 30%) of investment income earned by policyholders' investment fund as mudareb share.

The shareholders manage the takaful operations for the policyholders and charge 20% (2010: 20%) of gross takaful contributions as wakalah fees.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 22 SHAREHOLDERS' INVESTMENT AND OTHER INCOME, NET

	2011 AED	2010 AED
Return on short-term investment accounts and deposits Dividend income from investments at fair value through	1,526,133	1,409,322
other comprehensive income	1,187,990	377,868
Gain on disposal of furniture and equipment	5,831	45,524
Other income	1,411	72,902
	_2,721,365	1,905,616
23 GENERAL AND ADMINISTRATIVE EXPENSES		
	2011	2010
	AED	AED
Staff costs	19,455,562	17,832,225
Rental expenses	2,856,952	2,985,850
Depreciation of furniture and equipment	917,461	1,084,935
Other expenses	3,514,291	3,825,106
	26,744,266	25,728,116

## 24 BASIC EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit for the year by the weighted average number of shares outstanding during the year as follows:

	2011 AED	2010 AED
Net profit for year	<u>24,433,015</u>	21,001,705
Ordinary shares in issue	90,750,000	90,750,000
Basic earnings per share	0.27	0.23

The earnings per share for the year ended 31 December 2010 were adjusted for the bonus shares issued during 2011 as detailed in note 12. The Company has not issued any instruments which would have a dilutive impact on earnings per share when exercised.

#### 25 SEGMENT INFORMATION

#### Primary segment information

The Company has adopted IFRS 8 Operating Segments with effect from 1 January 2009 ("IFRS 8"). IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Company that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance. In contrast, the predecessor Standard (IAS 14 Segment Reporting) required an entity to identify two sets of segments (business and geographical), using a risks and reward approach, with the entity's system of internal financial reporting to key management personnel serving only as the starting point for the identification of such segments. This has not resulted in any significant change to the reportable segments presented by the Company as the segments reported by the Company were consistent with the internal reports provided to the chief operating decision maker.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 25 SEGMENT INFORMATION continued

# Primary segment information continued

For operating purposes, the Company is organised into two main business segments:

- Underwriting of takaful business incorporating all classes of takaful including fire, marine, motor, general accident, engineering, energy and family takaful. This business is conducted fully within the UAE.
- Investments incorporating investments in UAE marketable equity securities, short-term investments with banks and other securities.

Information regarding the Company's reportable segments is presented below:

## Segment revenue and results

	2011			2010		
	Underwriting AED	Investments AED	Total AED	Underwriting AED	Investments AED	Total AED
Direct revenue Direct costs Takaful expenses	199,481,966 (132,260,462) (18,704,951)	4,760,728	204,242,694 (132,260,462) _(18,704,951)	170,821,600 (115,687,918) _(13,805,221)	5,401,360	176,222,960 (115,687,918) (13,805,221)
Segment results	48,516,553	4,760,728	53,277,281	41,328,461	5,401,360	46,729,821
Unallocated costs			(28,844,266)			(25,728,116)
Net profit for the year			24,433,015			21,001,705

Revenue reported above represents revenue generated from external customers and third parties. There were no inter-segment revenues in the year (2010: AED nil).

The accounting policies of the reportable segments are the same as the Company's accounting policies described in note 3.

## Segment assets and liabilities

	2011		2011		2010		
	Underwriting AED	Investments AED	Total AED	Underwriting AED	Investments - AED	Total AED	
Segment assets Unallocated assets	258,577,025	144,502,496	403,079,521 2,861,499	226,768,163	107,122,345	333,890,508 3,046,439	
Total assets			405,941,020			336,936,947	
Segment liabilities Unallocated liabilities	246,385,346	37,891	246,423,237 13,414,330	201,941,585	37,891	201,979,476 8,677,829	
Total liabilities			259,837,567			210,657,305	
Capital expenditure		206,115	206,115		579,732	579,732	

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 25 SEGMENT INFORMATION continued

#### Revenue from underwriting departments

The following is an analysis of the Company's revenues classified by major underwriting departments.

	2011	2010
	AED	AED
Motor	34,536,782	48,267,276
Medical	53,392,028	29,200,163
Energy	3,364,743	8,112,265
Workmen's compensation and miscellaneous accidents	42,694,853	26,116,014
Fire	16,835,913	15,750,260
Engineering	10,185,697	10,552,983
Marine and aviation	2,874,580	3,301,768
Family takaful	23,701,755	18,697,484
	187,586,351	159,998,213

#### 26 TAKAFUL RISK

The risk under any one takaful contract is the possibility that the insured event occurs and the uncertainty of the amount of the resulting claim. By the nature of a takaful contract, this risk is random and therefore unpredictable.

For a portfolio of takaful contracts where the theory of probability is applied to pricing and provisioning, the principal risk that the Company faces under its takaful contracts is that the actual claims and benefit payments exceed the estimated amount of the takaful liabilities. This could occur because the frequency or severity of claims and benefits are greater than estimated. Takaful events are random and the actual number and amount of claims and benefits will vary from year to year from the estimate established using statistical techniques.

Experience shows that the larger the portfolio of similar takaful contracts, the smaller the relative variability about the expected outcome will be. In addition, a more diversified portfolio is less likely to be affected across the board by a change in any subset of the portfolio. The Company has developed its takaful underwriting strategy to diversify the type of takaful risks accepted and within each of these categories to achieve a sufficiently large population of risks to reduce the variability of the expected outcome.

The Company manages risks through its underwriting strategy, adequate retakaful arrangements and proactive claims handling. The underwriting strategy attempts to ensure that the underwritten risks are well diversified in terms of type and amount of risk, industry and geography. Underwriting limits are in place to enforce appropriate risk selection criteria.

# Frequency and severity of claims

The Company has the right not to renew individual policies, re-price the risk, it can impose deductibles and it has the right to reject the payment of a fraudulent claim. Takaful contracts also entitle the Company to pursue third parties for payment of some or all costs (for example, subrogation).

Property takaful contracts are underwritten by reference to the commercial replacement value of the properties and contents insured, and claim payment limits are always included to cap the amount payable on occurrence of the insured event. Cost of rebuilding properties, of replacement or indemnity for contents and time taken to restart operations for business interruption are the key factors that influence the level of claims under these policies. Property takaful contracts are subdivided into four risk categories: fire, business interruption, weather damage and theft. The takaful risk arising from these contracts is not concentrated in any one of the territories in which the Company operates, and there is a balance between commercial and personal properties in the overall portfolio of insured properties.

## NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 26 TAKAFUL RISK continued

Frequency and severity of claims continued

The retakaful arrangements include excess and catastrophe coverage. The effect of such retakaful arrangements is that the Company should not suffer net takaful losses of a set limit of AED 250,000 in any one motor policy and AED 1,500,000 for any one non-motor policy. The Company has survey units dealing with the mitigation of risks surrounding claims. This unit investigates and recommends ways to improve risk claims. The risks are reviewed individually at least once in 3 years and adjusted to reflect the latest information on the underlying facts, current law jurisdiction, contractual terms and conditions, and other factors. The Company actively manages and pursues early settlement of claims to reduce its exposure to unpredictable developments.

Sources of uncertainty in the estimation of future claim payments

Claims on takaful contracts are payable on a claims-occurrence basis. The Company is liable for all insured events that occurred during the term of the contract, even if the loss is discovered after the end of the contract term. As a result, liability claims are settled over a long period of time and an element of the claims provision includes incurred but not reported claims. The estimation of IBNR is generally subject to a greater degree of uncertainty than the estimation of the cost of settling claims already notified to the Company, where information about the claim event is available. IBNR claims may not be apparent to the insured until many years after the event that gave rise to the claims. For some takaful contracts, the IBNR proportion of the total liability is high and will typically display greater variations between initial estimates and final outcomes because of the greater degree of difficulty of estimating these liabilities.

In estimating the liability for the cost of reported claims not yet paid, the Company considers information available from loss adjusters and information on the cost of settling claims with similar characteristics in previous periods. Large claims are assessed on a case-by-case basis or projected separately in order to allow for the possible distortive effect of their development and incidence on the rest of the portfolio.

The estimated cost of claims includes direct expenses to be incurred in settling claims, net of the expected subrogation value and other recoveries. The Company takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. However, given the uncertainty in establishing claims provisions; it is likely that the final outcome will prove to be different from the original liability established.

The amount of takaful claims is particularly sensitive to the level of court awards and to the development of legal precedent on matters of contract and tort. Takaful contracts are also subject to the emergence of new types of latent claims, but no allowance is included for this at the end of the reporting period.

Where possible, the Company adopts multiple techniques to estimate the required level of provisions. This provides a greater understanding of the trends inherent in the experience being projected. The projection given by the various methodologies also assist in estimating the range of possible outcomes. The most appropriate estimation technique is selected taking into account the characteristics of the business class and the extent of the development of each accident year.

In calculating the estimated cost of unpaid claims (both reported and not), the Company's estimation techniques are a combination of loss-ratio-based estimates and an estimate based upon actual claims experience using predetermined formulae where greater weight is given to actual claims experience as time passes. The initial loss-ratio estimate is an important assumption in the estimation technique and is based on previous years experience, adjusted for factors such as premium rate changes, anticipated market experience and historical claims inflation.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 26 TAKAFUL RISK continued

## Process used to decide on assumptions

The risks associated with the takaful contracts are complex and subject to a number of variables that complicate quantitative sensitivity analysis. Internal data is derived mostly from the Company's quarterly claims reports and screening of the actual takaful contracts carried out at the end of the reporting period to derive data for the contracts held. The Company has reviewed the individual contracts and in particular the industries in which the insured companies operate and the actual exposure years of claims. This information is used to develop scenarios related to the latency of claims that are used for the projections of the ultimate number of claims.

The choice of selected results for each accident year of each class of business depends on an assessment of the techniques that has been most appropriate to observed historical developments. In certain instances, this has meant that different techniques or combinations of techniques have been selected for individual accident years or groups of accident years within the same class of business.

#### Claims development process

The following schedules reflect the actual claims (based on year end estimates including IBNR) compared to the previous estimates for the last four years on an accident year basis for motor and an underwriting year basis for non motor:

Motor - Gross Accident year

	2007 and earlier AED '000	2008 AED '000	2009 AED '000	2010 AED '000	2011 AED*000	Total AED '000
At the end of the accident year	66,403	55,372	52,873	30,194	23,824	
One year later	66,299	55,135	51,967	28,868	-	
Two years later	66,108	54,954	51,796	NA.	-	
Three years later	65,068	54,102		-	~	
Four years later	<u>62.427</u>		-		<del></del>	
Current estimate of cumulative						
claims	66,403	55,372	52,873	30,194	23,824	228,666
Cumulative payments to date	(66,328)	( <u>54,954</u> )	(50,866)	( <u>27,136</u> )	( <u>12,770</u> )	(212,054)
Liability recognised in the statement of financial position	75	418	_2007	3,058	11,054	_16,612
Non Motor - Gross Underwriting year						
At the end of the underwriting						
year	47,091	43,300	43,219	44,773	115,098	
One year later	46,878	40,846	40,523	40,462	-	
Two years later	45,492	38,224	38,019	-	-	
Three years later	44,340	38,193	-	140	-	
Four years later	41,363		*			
Current estimate of cumulative						
claims	47,091	43,300	43,219	44,773	115,098	293,481
Cumulative payments to date	( <u>46.918</u> )	(38,224)	(37,520)	(35,586)	( <u>47,367</u> )	(205,615)
Liability recognised in the statement of financial position	173	_5,076	_5,699	<u>9,187</u>	<u>67,731</u>	<u>87,866</u>

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 26 TAKAFUL RISK continued

Concentration of takaful risk

Substantially all of the Company's underwriting activities are carried out in the UAE.

In common with other takaful companies, in order to minimise financial exposure arising from large takaful claims, the Company, in the normal course of business, enters into arrangement with other parties for retakaful purposes.

To minimise its exposure to significant losses from retakaful insolvencies, the Company evaluates the financial condition of its retakaful and monitors concentration of credit risk arising from similar geographic regions, activities or economic characteristics of the retakaful companies. The Company remains liable to its policyholders for the portion covered by retakaful to the extent that any retakaful does not meet the obligations assumed under the retakaful agreements.

#### Sensitivity of underwriting profit and losses

The contribution by the takaful operations to the profit of the Company for the year ended 31 December 2011 amounts to AED 19.7 million (2010: AED 15.6 million). The Company does not foresee any adverse change in the contribution of takaful profit due to the following reasons:

The Company has an overall risk retention level of 42% (2010: 51%) and the same is mainly contributed by one class of business i.e., Motor wherein the retention level is 68%. However, in this line the liabilities are adequately covered by excess of loss retakaful program to guard against major financial impact.

The Company has net commission earning of 24.5% (2010: 26.2%) of the takaful operating profit predominantly from retakaful placement which remains as a comfortable source of income.

Because of low risk retention of 42% (2010: 51%) volume of the business and limited exposure in high retention areas like Motor, the Company is comfortable to maintain a net loss ratio in the region of 45% to 75% and does not foresee any serious financial impact in the takaful net profit.

#### 27 FINANCIAL INSTRUMENTS

The Company is exposed to a range of financial risks through its financial assets, financial liabilities, retakaful assets and takaful liabilities. In particular, the key financial risk is that in the long-term, its investment proceeds are not sufficient to fund the obligations arising from its takaful and investment contracts. The risks that the Company primarily faces due to the nature of its investments and underwriting business are market price risk, credit risk and liquidity risk.

#### Fair value of financial instruments

Management considers that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value into levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets and liabilities
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices)
- Level 3 fair value measurement are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable input).

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

# 27 FINANCIAL INSTRUMENTS continued

#### Fair value of financial instruments continued

	Level 1 AED	Level 2 AED	Level 3 AED	Total AED
Investments at fair value through other comprehensive inco	те			
31 December 2011 Equities Investment in sukuk	31,267,223	9,397,527	9,510,798	40,778,021 9,397,527
Total	31,267,223	9,397,527	_9,510,798	50,175,548
31 December 2010 Equities Investment funds Investment in sukuk	15,559,897	8,640,496 4,104,913	9,172,937	24,732,834 8,640,496 4,104,913
Total	15,559,897	12,745,409	9,172,937	<u>37,478,243</u>

There were no transfers between levels 1, 2 and 3 in 2011 and 2010.

#### Capital risk management

The Company has established the following capital management objectives, policies and approach to manage the risks that affect its capital position.

The Company's objectives when managing capital are:

- to comply with the capital requirements required by the UAE Federal Law No. (6) of 2007 regarding the Establishment of the Insurance Authority and Insurance Operations. The Company manages its capital on a basis of 125% 146% of its minimum regulatory capital position presented below. Management considers the quantitative threshold of 35% 60% sufficient to maximise shareholders' return and to support the capital required;
- to safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- to provide an adequate return to shareholders by pricing takaful contracts commensurately with the level of risk.

In UAE, the local takaful regulator specifies the minimum amount and type of capital that must be held by the Company in addition to its takaful liabilities. The minimum required capital (presented below) must be maintained at all times throughout the year. The Company is subject to local takaful solvency regulations with which it has complied during the year. The Company has incorporated in its policies and procedures the necessary tests to ensure continuous and full compliance with such regulations.

The below summarises the minimum regulatory capital of the Company and the total capital held.

	2011 AED	2010 AED
Capital	146,103,453	126,279.642

Capital comprises share capital, legal reserve, general reserve, investment revaluation reserve, retained earnings and proposed dividends.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

## 27 FINANCIAL INSTRUMENTS continued

#### Capital risk management continued

The UAE Insurance Authority has issued resolution No. 42 for 2009 setting the minimum subscribed or paid-up capital of AED 100 million for establishing an insurance firm and AED 250 million for a reinsurance firm. The resolution also stipulates that at least 75 percent of the capital of the insurance companies established in the UAE should be owned by UAE or Gulf Cooperation Council national individuals or corporate bodies. The resolution allows for compliance with the minimum capital requirements up to a period of 3 years until 2012. The Company has initiated a plan to increase the capital in order to comply with the above requirements.

#### Significant accounting policies

Details of the significant policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3 to the financial statements.

#### Categories of financial instruments

	2011 AED	2010 AED
Financial assets		
Statutory deposit	10,000,000	10,000,000
Investments at fair value through other comprehensive income	50,175,548	37.478.243
Retakaful contract assets	123,612,845	83,663,352
Takaful and other receivables	34,467,887	27,132,395
Cash and bank balances	170,242,682	<u>158,973,850</u>
Total	388,498,962	317,247,840
Takaful		
Takaful contract liabilities	179,037,870	144,527,851
Retakaful and other liabilities	62,973,785	49,111,006
Retakaful deposits retained	15,033,025	14,684,900
Total	<u>257,044,680</u>	208,323,757

#### Profit return rate risk management

The Company is not exposed to significant profit return rate risks as its profit return-sensitivity assets are repriced frequently.

The Company's rate of return risk is mainly attributable to its bank deposits.

The Company generally tries to minimise the rate of return risk by closely monitoring the market rates and investing in those financial assets in which such risk is expected to be minimal.

#### Foreign currency risk

The Company is not exposed to significant foreign currency risk as substantially all financial assets and financial liabilities are denominated in AED or US Dollars to which the AED is pegged.

#### Market price risk

Market price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual security, or its issuer, or factors affecting all securities traded in the market. The Company is exposed to market price risk with respect to its quoted investments. The Company limits market risk by maintaining a diversified portfolio and by continuous monitoring of developments in the market; in addition, the Company actively monitors the key factors that affect stock and market movements, including analysis of the operational and financial performance of investees.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 27 FINANCIAL INSTRUMENTS continued

#### Credit risk management

Credit risk refers to the risk that a counter party will default on its contractual obligations resulting in financial loss to the Company.

Key areas where the Company is exposed to credit risk are:

- Retakafuls' share of takaful liabilities;
- Amounts due from retakaful in respects of claims already paid;
- Amounts due from takaful contract holders;
- Amounts due from takaful intermediaries; and
- Amounts due from banks for its bank balances and fixed deposits.

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by management annually.

Retakaful is used to manage takaful risk. This does not, however, discharge the Company's liability as primary insurer. If retakaful company fails to pay a claim for any reason, the Company remains liable for the payment to the policyholder. The creditworthiness of a retakaful company is considered on an annual basis by reviewing their financial strength prior to finalisation of any contract.

The Company maintains records of the payment history for significant contract holders with whom it conducts regular business. The exposure to individual counterparties is also managed by other mechanisms, such as the right of offset where counterparties are both debtors and creditors of the Company.

Management information reported to the Company includes details of provisions for impairment on takaful receivables and subsequent write-offs. Exposures to individual policyholders and groups of policyholders are mitigated by ongoing credit evaluation of their financial condition. Where there exists significant exposure to individual policyholders, or homogenous groups of policyholders, a financial analysis equivalent to that conducted for retakaful is carried out by the Company. Details on concentration of amounts due from policyholders is disclosed in note 10. Management believes that the concentration of credit risk is mitigated by high credit rating and financial stability of its policy holders.

The credit risk on liquid funds maintained with banks is limited because the counterparties are reputable local banks closely monitored by the regulatory body.

At 31 December 2011, all of the deposits were placed with 5 banks (2010: 2 banks). Management is confident that this concentration at year end does not result in any credit risk to the Company as these banks are major banks operating in the UAE and are highly regulated by the Central Bank.

The carrying amount of financial assets recorded in the financial statements, which is net of impairment losses, represents the Company's maximum exposure to credit risk for such receivable and liquid funds.

# NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2011

#### 27 FINANCIAL INSTRUMENTS continued

# Liquidity risk management

Liquidity risk is the risk that the Company will be unable to meet its funding requirements. Bank facilities, the policy holders and the retakaful, are the major sources of funding for the Company and the liquidity risk for the Company is assessed to be low.

The table below summarises the maturity profile of the Company's financial liabilities with maturities determined on the basis of the remaining period from the end of the reporting period to the contractual maturity / repayment date.

The maturity profile is monitored by management to ensure adequate liquidity is maintained.

	Carrying	0 - 180	181 - 365
	amount	days	days
	AED	AED	AED
Financial liabilities at 31 December 2011			
Takaful contract liabilities	179,037,870	w-	179,037,870
Retakaful and other liabilities	62,973,785	45,660,857	17,312,928
Retakaful deposits retained	15,033,025		15,033,025
Total	257.044.680	45.660.857	211,383,823
	The state of the s	3230003027	ark key O J o O ar J
Financial liabilities at 31 December 2010		as your your	# 1 L 20 J 20
Financial liabilities at 31 December 2010 Takaful contract liabilities	144,527,851		
- · · · · · · · · · · · · · · · · · · ·		34.482.148	144,527,851 14,628,858
Takaful contract liabilities	144,527,851	-	144,527,851

## Fair value of financial assets and liabilities

Management considers that the fair values of financial assets and financial liabilities in the financial statements approximate their carrying amounts.

## 28 CONTINGENT LIABILITIES AND COMMITMENTS

	2011 AED	2010 AED
Bank guarantees	<u>797,560</u>	2,896,416
Commitments	_4,296,343	4,296,343

Bank guarantees were issued in the normal course of business.

The commitments are in respect of the acquisition of investment properties. Advance payments amounting to AED 16,680,559 made in 2008 are presented under advances and other assets in the statement of financial position. The outstanding commitment is scheduled for payment at the end of the year 2012. In the year ended 31 December 2011, the Company made a provision of AED 2,100,000 for impairment of these advance payments.