

BUILDING A SAFER FUTURE

# ANNUAL REPORT 38<sup>th</sup>

## 2016 ANNUAL REPORT

Commercial Registration No. (24982)

Insurance Registration No. (4)

Company established October 24th, 1976

KSE Code (WINS)





H.H. Sheikh Sabah Al-Ahmad Al-Jaber Al-Sabah

The Amir of the State of Kuwait



H.H. Sheikh Nawaf Al-Ahmad Al-Jaber Al-Sabah

The Crown Prince of the State of Kuwait





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Our vision and  
mission emanate from  
our core values

## Our Vision

To confirm our position as the most preferable partner.

## Our Mission

To redefine the principle of success as the art of working together.

## Our Values

- Credibility
- Integrity
- Transparency







# Agenda of the Annual General Meeting of Shareholders (AGM)

For the financial year ended December 31, 2016



- 1 - To hear the report of the Board of Directors on the company's operations for the financial year ended December 31, 2016.
- 2 - To hear the Corporate Governance and Audit Committee reports for the financial year ended December 31, 2016.
- 3 - To hear and approve the Auditors' report for the financial year ended December 31, 2016.
- 4 - To hear the report on any irregularities (if any) recorded by the Auditors for the financial year ended December 31, 2016.
- 5 - To approve the financial statement and balance sheet for the financial year ended December 31, 2016.
- 6 - To approve the Board of Director's recommendation to not distribute dividends for the year ended December 31, 2016.
- 7 - To approve the Board of Director's recommendation to not issue remunerations for the members of the Board for the year ended December 31, 2016.
- 8 - To release and discharge the Board of Directors for their management and supervision during the financial year ended December 31, 2016.
- 9 - To authorize the Board of Directors to make market purchases of ordinary shares in the Company, without exceeding 10% of total shares in accordance to the Executive Bylaws under Law number 7 for the year 2010 and their amendments.
- 10 - To approve dealing with relevant parties from the year ended December 31, 2016.
- 11 - To appoint or re-appoint the financial auditors to hold office from the conclusion of the Annual General Meeting to the conclusion of the financial year to end on December 31, 2017, and to authorize the Directors to fix their remuneration.



# Financial and Operational Highlights

Net Profit:  
**KD276,237**  
KD1,688,051 in 2015

EPS:  
**1.98 Fils**  
10.10 Fils in 2015

Revenue from Insurance  
Activities:  
**KD175,381**  
KD1,159,743 in 2015

Returns from investments:  
**KD816,836**  
KD1,062,755 in 2015

Written premiums: KD35 million

Retained premiums: KD18 million

Operating revenue: KD19.3 million

Profit from investment: KD0.8 million

Technical reserves: KD24.8 million

Cash, cash equivalent and fixed deposits:  
**KD11,558,834**

**STANDARD  
& POOR'S**

Increase in credit rating to

**BBB+**  
with stable outlook

**MOODY'S**

**Baa1**  
rating with a positive outlook

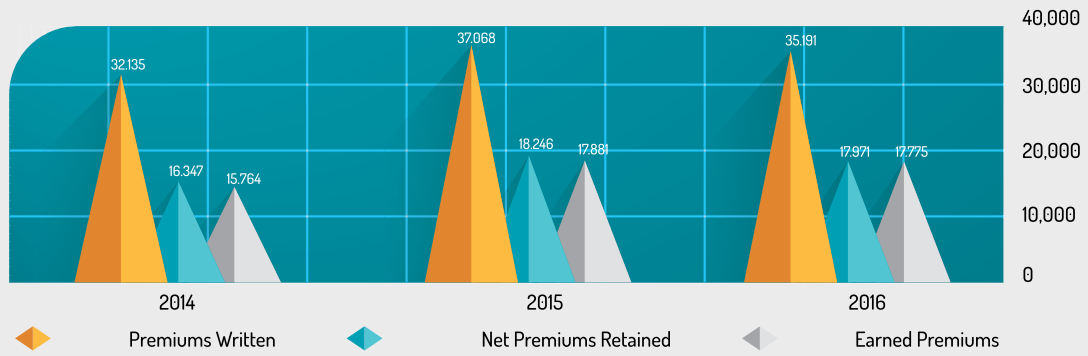


**ISO 9001:2015**  
recertified for the tenth year  
in a row

The Board of Directors has hired one of the most experienced USA-based business development companies, the Boston Consulting Group (BCG), to aid in the full restructure of Warba Insurance and development of its business through an ambitious plan extending from 2017 to 2021.

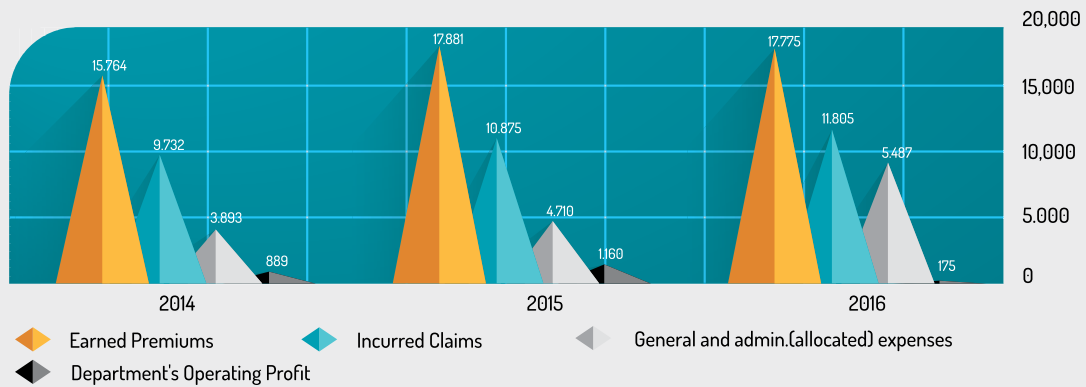
Warba Insurance completed 90% of the requirements of the ISO 27001:2013 certificate for establishing, implementing, maintaining and continually improving an information security management, in preparation to apply to obtain the certificate in the beginning of 2017.

Premiums Analysis (In 000's)



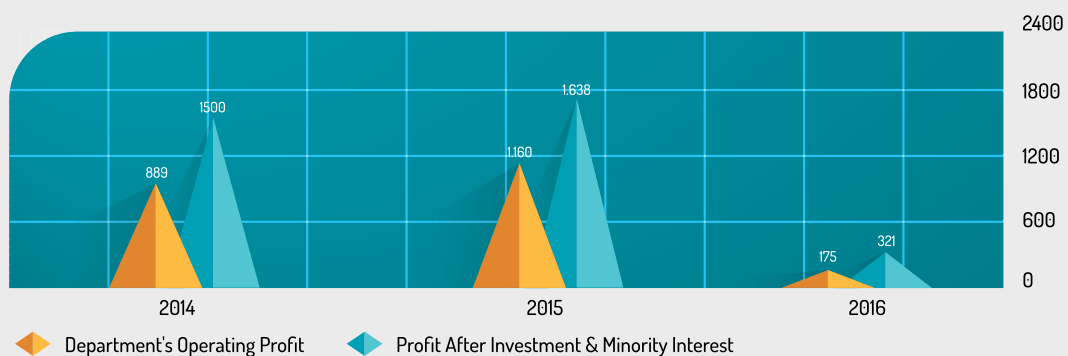
|                       | 2014   | 2015   | 2016   |
|-----------------------|--------|--------|--------|
| Premiums Written      | 32,135 | 37,068 | 35,191 |
| Net Premiums Retained | 16,347 | 18,246 | 17,971 |
| Earned Premiums       | 15,764 | 17,881 | 17,775 |

Operating Profit (In 000's)



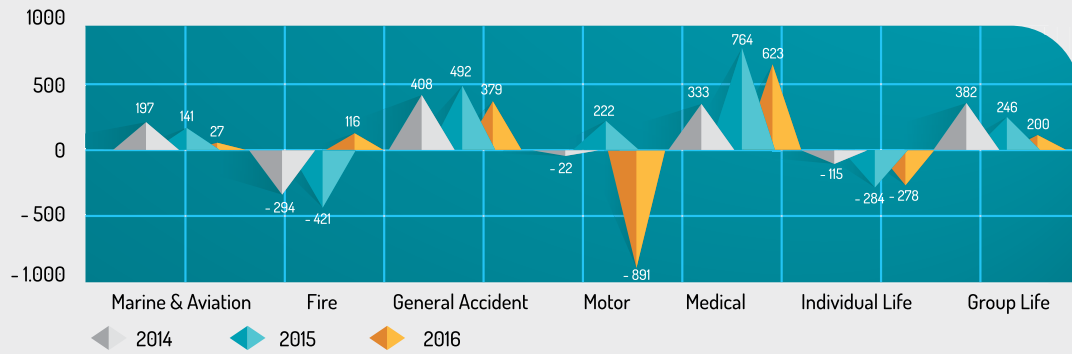
|   | 2014   | 2015   | 2016   |
|---|--------|--------|--------|
| Earned Premiums                         | 15,764 | 17,881 | 17,775 |
| Incurred Claims                         | 9,732  | 10,875 | 11,805 |
| General and admin. (allocated) expenses | 3,893  | 4,710  | 5,487  |
| Department's Operating Profit           | 889    | 1,160  | 175    |

Net Profit (In 000's)



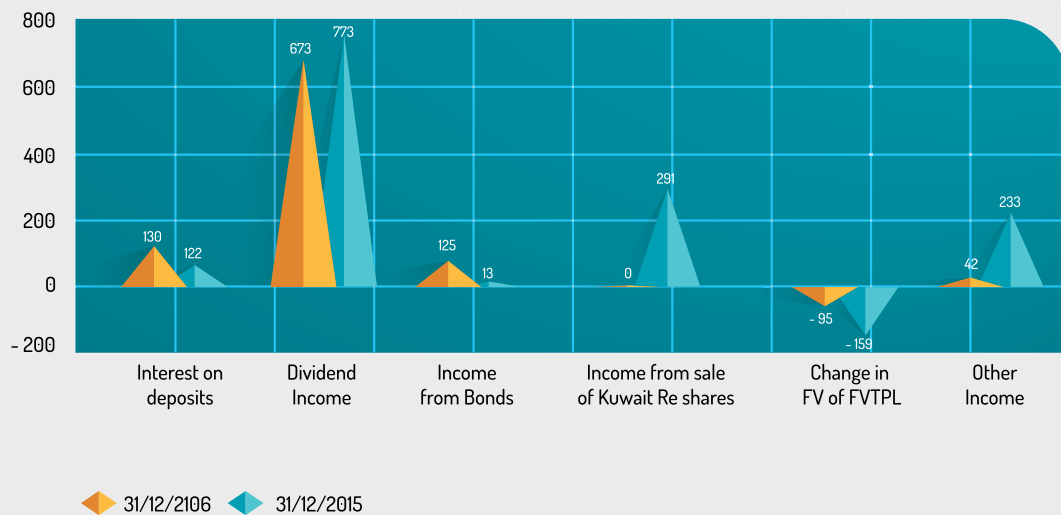
|   | 2014  | 2015  | 2016 |
|---|-------|-------|------|
| Department's Operating Profit               | 889   | 1,160 | 175  |
| Profit After Investment & Minority Interest | 1,500 | 1,638 | 321  |

Operating Profit Per Department (In 000's)



|                               | 2014       | 2015         | 2016       |
|-------------------------------|------------|--------------|------------|
| Marine & Aviation             | 197        | 141          | 27         |
| Fire                          | -294       | -421         | 116        |
| General Accident              | 408        | 492          | 379        |
| Motor                         | -22        | 222          | -891       |
| Medical                       | 333        | 764          | 623        |
| Individual Life               | -115       | -284         | -278       |
| Group Life                    | 382        | 246          | 200        |
| <b>Total Operating Profit</b> | <b>889</b> | <b>1,160</b> | <b>175</b> |

Investment Income (In 000's)



|                                      | 31/12/2016 | 31/12/2015   |
|--------------------------------------|------------|--------------|
| Interest on deposits                 | 130        | 122          |
| Dividend Income                      | 673        | 773          |
| Income from Bonds                    | 125        | 13           |
| Income from sale of Kuwait Re shares | 0          | 291          |
| Change in FV of FVTPL                | -95        | -159         |
| Other Income                         | 42         | 233          |
| <b>Total</b>                         | <b>875</b> | <b>1,273</b> |



Warba Insurance  
Board of Directors  
As of December 31, 2016



Mr. Anwar Jawad Bukhamseen  
**Chairman**



Sheikh/ Mohammad Al-Jarrah Al-Sabah  
**Vice Chairman**



Mr. Raed Jawad Bukhamseen  
**Board Member**



Mrs. Najat Hamad Al-Suweidi  
**Board Member**



Mr. Ahmed Ibrahim Al-Asfor  
**Board Member**



Mr. Saleh Naser Al-Saleh  
**Board Member**



Mr. Hazim Ali Al-Mutairi  
**Board Member**





# Chairman's Message

## Dear Shareholders,

On behalf of the Board of Directors and everyone working at Warba Insurance, I am pleased to welcome you to the Company's Annual General Meeting of Shareholders. I start this meeting by thanking God Almighty for the results achieved by our Company, and thank you for your continued support and trust in the Board and Executive Management's strategy to achieve our goals.

I would like to start out my letter to you by reiterating that the success and sustainability of Warba Insurance is the result of the continued achievements and development of the Company's strategy which aims to grab a leadership position locally, regionally and globally, an approach that we have adopted and continue to follow over the past years.

Today, we present to you the thirty-eighth annual report of Warba Insurance, in which you will find the Company's 2016 earnings and performance, as well as the consolidated financial statements, auditors' report and the internal control report for the financial year ended December 31, 2016.

I congratulate you on the achievements of your company over the past years, which demonstrate the success of the policy to which the management has committed. The policy has enabled the Company to progress significantly year after year, while registering tangible successes and ensuring the growth curve is constantly increasing. We continue to invest every effort into maintaining our level of performance, developing it in parallel to market changes and further raising the bar in part with modern dynamics.

2016 witnessed continued economic challenges driven by geopolitical developments in the Arab region, continued fluctuations in international oil prices and the decline in performance in the Kuwait Stock Exchange. Together, these factors have had a negative impact on the overall economic environment, directly impacting the insurance industry which is very closely linked to market changes.

Against this backdrop, Warba Insurance continued to expand its activity by providing new services in various segments of insurance, further improving its insurance portfolio. The Company has focused on health insurance and individual insurances, as well as on obtaining a number of commercial and industrial insurances. In addition to its offering, Warba Insurance has also enhanced the performance of its branches, increased the marketing and promotion of its products and services, targeting new segments in the market.

In global reinsurance, Warba Insurance renewed and signed agreements with reputable companies that hold a track record of strong technical capabilities. All reinsurance agreements have been renewed with better terms than in previous years.

The Company has also put on top of its priorities the preserve its leading position and assets in light of economic challenges. The Board of Directors and Executive Management have therefore developed and modernizes the infrastructure of the Company to respond to these local, regional and global economic challenges.

Reordering priorities, the Board of Directors has decided to hire one of the most experienced US-based business development companies, the Boston Consulting Group (BCG), to fully restructure the Company and develop its business through an ambitious plan stretching from 2017 to 2021. The plan covers all aspects of the Company's business lines, taking necessary initiatives and procedures to achieve the objectives, and forming committees to follow up on its implementation at all levels starting from the Board of Directors.

### Investments

The management of Warba Insurance has modified the components of the investment portfolio this year, with a focus on the sectors of investment that generate high ongoing and stable returns.

One of the Company's most significant achievements in 2016 was the raise in its credit rating to BBB+ with a stable outlook by one of the leading rating agency, Standard & Poor's. The rating reflects the Company's long-term financial solvency and viability, and is proof to the efforts made to maintain and enhance the Company's performance. Warba Insurance also maintained its Baal rating with a positive outlook given by Moody's, confirming its solid business position and solvency.

Warba Insurance was successful at obtaining the ISO 9001:2015 Quality Management certification for ninth consecutive year, however previously on the basis of the 2008 standards. The renewed certification reflects the Company's commitment to the highest quality in management and business operations, as well as in the implementation of new programs to improve operational processes, insurance services, as part of its ongoing endeavors to excellence, progress and best practices in management following the latest international standards and regulations.

Supporting its business and quality improvements, the Company has adopted an effective tool for the protection of information technology (IT). This was done in accordance with the recent updates in the global information technology sector in an aim to increase the Company's capabilities to protect data and information and strengthen its information security unit from electronic attacks.

Accordingly, the Company has successfully complied with 90% of the requirements of the ISO 27001:2013 Quality Assurance Certification, which will be completed and obtained in 2017.

The Company also continued to advance in its strategic direction towards the development and modernization of the IT unit in various sectors in order to enhance the quality of customer service and raise the efficiency in completed business.

In addition to these advancement, one of the most important achievements in 2016 was our investment in human capital and the development of skills. Through specialized training programs, Warba Insurance aimed at developing the skills of employees and employing new competencies that contribute to the growth of the Company.

Also in 2016, the Company intensified its efforts to support initiatives that benefit our local communities and contribute to the social wellbeing and charity growth.

### Future Strategy

The Board of Directors has adopted a clear policy aimed at protecting shareholders' equity and enhancing the financial position of the Company by focusing on restructuring its investment portfolio to improve operational returns and focus on safe, risk-free investments and divesting some non-performing assets, to ensure providing stable and recurrent returns to shareholders.

### Board Recommendation

The Board of Directors has recommended to not distribute dividends for the fiscal year ended December 31, 2016. Funds will be invested to further strengthen the Company's position in the coming period and weather through present and future economic challenges.

### Dear Shareholders,

Concluding my report to you, I extend our sincere gratitude on behalf of the Company and our Shareholders to His Highness the Emir, Sheikh Sabah Al Ahmad Al Jaber Al Sabah, and His Highness the Crown Prince Sheikh Nawaf Al Ahmad Al Jaber Al Sabah.

We also extend our gratitude to the Ministry of Commerce and Industry for its continued support to the specific needs of the insurance sector.

I also extend my gratitude to the management and employees of Warba Insurance whose efforts and professionalism have driven the success and advancement of our Company, as well as to our respected customers to whom we provide the highest level of service to insure and satisfy their needs.

May God bless our efforts and work that aim for the best interest of our country.

Thank you,

**Anwar Jawad Bukhamseen**  
Chairman



# CEO's Message

## Dear Shareholders,

In 2016, Warba Insurance started a journey to transform the Company into a more customer-centric business to be better able to meet our clients ever changing needs. We are today living in rapidly developing region of the world which is undergoing structural reform to meet the challenges of lower oil prices and geopolitical development in Europe and the USA. As governments and local businesses adapt to the new economic environment, Warba Insurance, as their trusted business partner, needs to develop insurance solutions to meet these emerging trends. We will therefore be continuing the realignment of our service proposition to our customers by leveraging our investment in technology and human resources.

2016 was the year when we continued to enhance our organizational structures and use of technology. We've streamlined our processes and systems to provide better services and we will remain committed to continual service improvements. We've raised the bar of quality offering to provide a service and product that satisfies the changing local and regional needs. Our objective is to realign or business structures to further bolster our customer-centric service and remain ahead of the market needs.

By year end, Warba Insurance maintained a strong balance sheet. Total assets were maintained at KD82.6 million, while total liabilities decreased marginally to KD39 million. Total equity remained strong at KD43.5 million and gross written premium remained high at KD35 million despite coming under pressure from declining premium rates and strong competition in some lines of business, while our bottom line was affected by a decrease in net underwriting income driven by higher claims and general and administration costs. We are expecting an improvement in our performance in 2017. This will be driven by a return on our investment in systems and people during 2016. Our operational performance was maintained at satisfactory levels throughout the 2016 challenges, credited to quality services and products, and a strong team capable of customizing our offering to meet the needs of our strong customer base. The breakdown of our operational performance is as shown hereunder:

|                              | Premiums (in KD)  |                   |
|------------------------------|-------------------|-------------------|
|                              | 2016              | 2015              |
| Marine and aviation          | 1,023,043         | 1,662,456         |
| Fire                         | 3,124,909         | 3,284,043         |
| General Accidents            | 16,628,735        | 17,050,787        |
| Total general risk insurance | 20,776,687        | 21,997,286        |
| Life & medical insurance     | 14,414,241        | 15,071,071        |
| <b>Gross Premium</b>         | <b>35,190,928</b> | <b>37,068,357</b> |

During the year, Warba Insurance renewed its commitment to our corporate clients, most prominently renewing its contract with Kuwait Fire Service Department to provide firefighters with a full medical insurance policy during the two-year period of the contract. At the level of individual insurance, Warba Insurance focused on customized offerings that serve an essential and growing need in comprehensive medical, life and home insurances. With changing dynamics in our market and increased awareness of the needs for insurance products from the local population, medical, life and home insurances have become an essential investment by individuals.

In addition to these offerings, the Company has continued to improve its internal processes to strengthen its client-centric systems. The Distribution Team is today at the heart of our business, ensuring that divisions complement each other and better service customers, subsequently providing a holistic service to customers and addressing their needs. We've also updated our informational technology systems to the most recent international standards. Departments are interconnected, and staff are well trained to serve customers across all lines of business, ultimately providing the customer with an integrated and individual service. The customer experience approach has also been rolled out through our call center and branches.

A key asset driving Warba Insurance's growth and success is our human capital, which we've continued to develop through intense training programs that aim at maintaining our competitiveness in the market.

We've also continued to engage with our local community, investing time and efforts in corporate social responsibility initiatives. A key social investment is our facility at Kidzania, the kid-sized metropolis, which continued to operate in an aim to contribute in building children's work skills as well as to educate them about the importance of insurance in their day-to-day dealings. Our goal is to help build a generation that is more aware of the needs of tomorrow.

Our endeavors to reach operational excellence are accompanied by a strong belief and initiatives taken to help develop the local insurance sector, for it to mature and reach its potential. We aim to service and support the sectors in Kuwait, and in turn help drive economic growth.

The number of insurance companies has increased tremendously for a relatively small population and this has increased competition in the market. This has led to an increase in the number of companies with a weak capital base and reserves, and a decrease in the overall quality products available in the market which is of concern. Without solid reserves, customers, especially corporate clients, cannot guarantee their insurance policy in the event of a major claim.



Warba Insurance is therefore proud today to say that its capital base, financial reserves exceeding KD45 million and strong international partnerships places it among the leading insurance providers that can guarantee the rights of customers and support growth in other sectors.

The insurance sector has a key role to play in driving the local economy to its next level of maturity, and together with local authorities, peers and industry partners, we can reach the objective.

In conclusion, Warba Insurance has maintained its financial strength and operational efficiency to drive its future growth and has invested in our technology, systems and people during the year. As we move forward, Warba Insurance is set to continue expanding vertically and horizontally while exceeding customers' expectations will remain a focus in the Company's operational strategy and enhance shareholders value in the years ahead.

I would like to thank our shareholders and the Board of Directors for their trust and support of the management's strategy. On behalf of the Executive Management, I thank each member of our team who has made our milestones and successes possible in 2016, setting higher standards to reach in 2017.

**Anwar Fozan Al-Sabej**  
Chief Executive Officer





# Company Overview

Warba Insurance was established in 1976, with Kuwait's heritage and values at heart. The company has since provided insurance services to individuals and companies in utmost integrity and security. With 40 years of experience, Warba Insurance continues to provide the highest standards and service quality in insurance policies that meet the needs of the segments it serves, never losing sight of the communities we serve.

Today, Warba Insurance is one of the largest insurance providers and insurance underwriters in the State of Kuwait, offering a comprehensive range of products under both life and non-life lines of business. The Company continues to deliver services with a personalized attention to clients' needs, ensuring they get the security they need every day.

As we look forward to the future, our promise to our clients is that we will always remember where we came from, and maintain our standards and integrity in all our decisions and offerings. We believe that any success is based on strong and mutually beneficial relationships that we build along the way. This is why our focus remains on being a leader in the insurance industry and to deliver the best value, service and innovative solutions to each customer throughout our journey.

### **Life Insurance for group and individuals**

Warba Insurance offers a wide range of solutions in Life Insurance to meet the needs of individuals and support their personal financial planning, as well as provide corporates and groups with personalized plans that serve their everyday business and risks.

### **Medical Insurance**

The medical insurance policies cater to both individuals and corporates, and comprise levels of coverage.

### **Marine Insurance**

Our vast knowledge and experience has enabled us to develop an array of marine insurance services that fit whatever type of vessel individuals and companies want to ensure.

### **Motor Insurance**

Warba Insurance has and remains the trusted partner when it comes to motor insurance as we continue to provide excellent customer service and quality coverage. Motor insurance covers individuals and corporates of various sizes.

### **Fire and General Accidents (FGA) Insurance**

Warba Insurance offers a range of policies in FGA insurance to companies and institutions as well as individuals. The Company provides full coverage policies for companies and institutions operating in real estate and industrial sectors, amongst others. For individuals, Warba Insurance offers a wide range of solutions that cover property, households, personal accidents, travel and more.



#### **Head Office**

Ahmad Al Jaber Street, Derwazat Abdul Razak, Opposite from the Banks Complex

Tel: 1808181 / 22914000

Fax: 22451974

From 7:30 AM to 3:00 PM

#### **Hawally Branch**

Hawally – Fadalah Complex – Ground Floor – Office No. 1

Tel: 22655084 / 22914882

Fax: 22655072

From 7:30 AM to 7:30 PM

#### **Qurain Branch**

Al-Qurain Markets – Complex 4 – Building 223 – Ground Floor – Office 9

Tel: 22914857 / 22914856

From 7:30 AM to 7:30 PM

#### **Farwniya Branch**

Farwniya – Block 38 – Qasima 8 – Habib Menawer Street – Mezzanine – Offices 1, 2, 3

Tel: 22914612 / 22914615

Fax: 24715391

From 7:30 AM to 3:00 PM



## The Support to Our Business Lines

The success and quality of our business lines are supported by various departments that contribute to our customer service excellence.

## Information Technology

At Warba Insurance, we follow dynamic methodology in the management of our operations. We apply the best global practices and standards in IT integrated solutions to measure and determine our performance indicators, and to develop a strong security infrastructure for information.

## Human Resources

We believe in the importance of developing our human resources. This is our priority. Every member of our team, no matter in which division they work, is a significant fixed asset to the Company. Our human resources department creates a rewarding work environment and training programs designed to ensure achieving the Company's vision.

## Legal Affairs

The Legal Affairs department is considered our main driver in our daily operations. It provides legal protection to our operations, and closely works as a consultant with other department before products and services are launched or signed.

## Creative and Social Networking

The Creative and Social Networking department manages the Company's corporate identity by developing its brand name and image. The marketing plan utilizes traditional media and advertising channels, as well as new popular channels available on social media platforms, in which Warba Insurance has become a leader in this field locally and regionally.

## Distribution Channel

The Distribution Channel department has established a strategy that enhances sales and close communication between departments in Warba Insurance, enabling us to provide a better and holistic service to customers, addressing all of their needs. The department focuses on complementing the services provided to a customer with other services that would respond to a need or change in social status. This is done by closely studying each case by case to cross sell in an efficient and customer-centric method. The Distribution Channel department aims to lift Warba Insurance to a market leader while remaining a customer-centric organization in every aspect of its business.

## Financial Affairs

The Financial Affairs department is centric to our business, ensuring compliance with local regulations and international standards and requirements in our financial transaction, as well as leading on investments that add value to our business each day. It also responsible of the financial planning and management to help the organization meet compliance obligations on one hand, and contribute to profit-building for the Company on the other hand.

## Administration Department

The backbone of our organization our Administration department ensures a transparent link between departments and smooth flow of information from one part to the other. The department is in charge of developing organizational standards, an office and assets management strategy as well as establish procedures that aim to control workflows and expenditures.





Corporate Governance Report  
For the year ended December 31, 2016

The ongoing fluctuations and factors impacting the global economy and in particular in Kuwait, such as the fall in oil prices, as well as their direct impact on the performance of the financial sector worldwide, have led to a need for a clear framework that protects economic entities, shareholders and stakeholders. That framework is corporate governance, which safeguards the rights of those affected by global economic challenges.

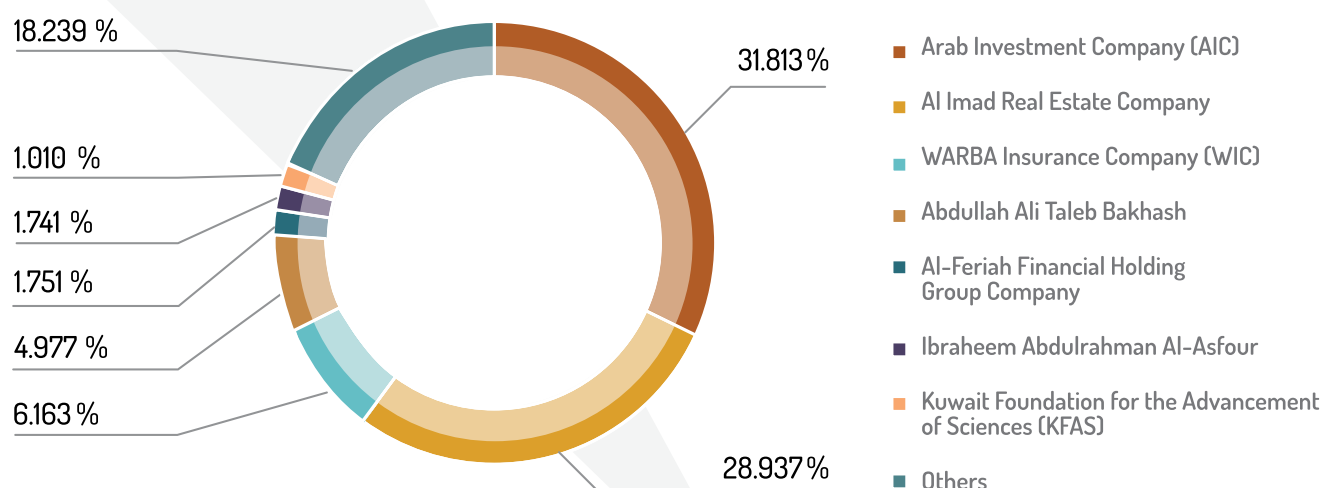
Warba Insurance was one of the first in companies in its sector in Kuwait to adopt a corporate governance framework and implement its standards. The Company believes that corporate governance enables it to reach stability and sustainability by protecting its assets and revenues.

The corporate governance framework adopted by Warba Insurance complies with the law of Commercial Companies number (1) of the year 2016, as well as the regulations outlined in the Executive Bylaws issued by the Capital Markets Authority (CMA) by decision number (72) of the year 2015 in corporate governance book number 15.



## SHAREHOLDERS INFORMATION AS OF DECEMBER 31, 2016

| SHAREHOLDER   | Number of shares | Percentage |
|---|------------------|------------|
| The Arab Investment Company                                 | 53,877,860       | 31.813 %   |
| Al Imad Real Estate Company                                 | 50,000,000       | 28.937 %   |
| Warba Insurance Company                                     | 10,698,171       | 6.163 %    |
| Al-Fraih Financial Services Holding Group                   | 8,600,000        | 4.977 %    |
| Abdulrasool Hussein Mohammed Al-Ali                         | 3,026,000        | 1.751 %    |
| Ibrahim Abdulrahman Al-Asfoor                               | 3,009,054        | 1.741 %    |
| The Kuwait Foundation for the Advancement of Science (KFAS) | 1,744,383        | 1.010 %    |
| Others  | 41,833,272       | 18.239 %   |

## MAJOR SHARE HOLDERS AS OF 31 DECEMBER 2016



## CREDIT RATING

| Credit Agency  | Credit Agency       | Rating | Rating by SandP | Outlook |
|--|---------------------|--------|-----------------|---------|
|  STANDARD & POOR'S RATINGS SERVICES | Standard and Poor's | BBB+   | BBB+            | Stable  |
|  MOODY'S                            | Moody's             | Baa1   | BBB+            | Stable  |

## THE BOARD OF DIRECTORS

The Board of Warba Insurance Company comprises seven Directors whom hold a long and exhaustive experience in economics, insurance and finance, as well as locally regionally and internationally. The diversity in their experience and skills helps the Company reach stability and wisdom in taking decisions that affect the interest of the Company as a whole.

The Board of Directors has adopted strategic objectives and action plans that would benefit the Company first and foremost. In turn, the approach benefits shareholders and stakeholders, and enhances the Company's long-standing strong position in the Kuwaiti economy.

The seven Directors are non-executive, while one is an independent Director. The Board of Directors of Warba Insurance is appointed by shareholders through an election held at the Ordinary General Assembly, and the tenure of each Director is limited to three years as per the Memorandum of Association, Articles of Association and in compliance with regulations issued by the CMA.

## THE DIRECTORS:

|                                  |                                    |               |
|----------------------------------|------------------------------------|---------------|
| Mr. Anwar Jawad Bukhamseen       | Chairman                           | Non-Executive |
| Sheikh Mohammed Aljarrah Alsabah | Vice Chairman / Independent Member | Non-Executive |
| Mr. Raed Jawad Bukhamseen        | Board Member                       | Non-Executive |
| Mr. Hazem Ali Almutairi          | Board Member                       | Non-Executive |
| Ms. Najat Hamad Al-Suwaidi       | Board Member                       | Non-Executive |
| Mr. Ahmed Ibrahim Al-Asfour      | Board Member                       | Non-Executive |
| Mr. Saleh Nasser Al-Saleh        | Board Member                       | Non-Executive |

## 2016 BOARD MEETINGS:

| Meeting Reference Number | Meeting Date | Number of Attendees |
|--------------------------|--------------|---------------------|
| (1/2016)                 | 04/02/2016   | 5                   |
| (2/2016)                 | 22/03/2016   | 5                   |
| (3/2016)                 | 15/05/2016   | 5                   |
| (4/2016)                 | 14/08/2016   | 5                   |
| (5/2016)                 | 15/11/2016   | 6                   |
| (6/2016)                 | 22/11/2016   | 7                   |

## RESPONSIBILITIES OF THE BOARD OF DIRECTORS:

- Responsibilities of the Board of Directors:
  - Review and guide the company's strategy and action plans.
  - An ideal capital structure for the company and its financial objectives.
  - A set policy to distribute cash and non-cash dividend to benefit shareholders and the company.
  - Set performance indicators and evaluate the execution and overall performance of the company.
  - Form the organizational structure of the company and evaluate, develop, and identify the tasks and responsibilities.
- Adopt annual estimated budgets and interim and annual financial statements.
- Oversee major capital expenditures for the company and the ownership and disposal of assets.
- Ensure the company complies with policies, procedures and internal control systems relating to the company.
- Verify the accuracy and credibility of the financial statements of the company and of its business results to safeguard the rights of the shareholders.
- Identify communication channels to allow shareholders to review the company's activities and milestones periodically.
- Implement a corporate governance system for the company – which does not conflict with these rules – and perform general supervision and monitoring over the degree of its effectiveness and amend it when needed.
- Supervise the performance of each Director and the Executive Management based on set key performance indicators (KPIs).
- Prepare the annual report and financial statements of the company annually, and include the company's compliance with corporate governance regulations. The report should show regulations complied with, and those that were not complied with, as well as show reasons for not complying.
- Form committees; establish their work programs; determine their powers, duties, and responsibilities and delegate decision-making powers, defining the authority level to sign on behalf of the company, as well as evaluate the performance of each committee and their main members.
- Ensure that policies and the structure of the company is transparent and clear, which would allow for a process of decision making and achieving the principles of sound corporate governance and the segregation of powers and authorities between the Board of Directors and the Executive Management. The Board should be responsible of the following:
  - Supervise the development, implementation, and evaluation of work programs and procedures and verify their adequacy and appropriateness in view of the size and complexity of the operation.
  - Adopt a delegation of authority policy for the tasks entrusted to the Executive Management.
- Define the authorities that have been delegated to the Executive Management and the procedures of decision making and the duration of such delegation. The Board also defines the areas that it retains the authority to decide upon. The Executive Management is required to report on the authorities delegated to it on a periodical basis.
- Monitor and supervise the performance of Executive Management and ensure that they perform the roles entrusted to them, ensuring that the Executive Management is operating as follows:
  - Ensure that the Executive Management is operating according to the policies and regulations approved by the Board of Directors.
  - Hold periodical meetings with Executive Management to discuss the course of action and any challenges or issues, review and discuss important information related to the company's activity.
  - Set performance standards for the Executive Management in line with the company's objectives and strategy.
- Identify the remunerations that will be provided to the employees, such as fixed remunerations, performance and long-term risk-based remunerations as well as stock dividend remuneration.
- Appoint or dismiss any member of the Executive Management, including the Chief Executive Officer or anyone under him.
- Implement a policy organizing the relationship with stakeholders in order to protect their rights.
- Implement a mechanism to organize dealing with related parties, in order to limit and address any conflict of interest.
- Ensure, on a periodical basis, the effectiveness and adequacy of internal control systems applicable

in the company and the subsidiaries, as follows:

- Verify the accuracy and credibility of the financial statements of the company and of its business results to safeguard the rights of the shareholders.
- Ensure that proper internal control systems are being implemented to evaluate and mitigate risks. This is done by identify risks, setting an environment that limits risks at the company level, and communicating transparently with stakeholders and parties related to the company.

## RESPONSIBILITIES OF THE EXECUTIVE MANAGEMENT:

- Executing the various policies, regulations and the internal control procedures of the company approved by the Board of Directors.
- Executing strategies and annual plans approved by the Board of Directors.
- Preparing periodical reports (financial and non-financial) regarding the progress of the company's activity in light of the strategic plans and goals of the company and presenting these reports to the Board of Directors.
- Implementing a complete accounting system that maintains ledgers, registers and accounts that presents accurately and in details the financial data and profit and loss accounts, which allows maintaining the company's assets and preparing financial statements according to the international accounting standards approved by the Capital Markets Authority.
- Managing day to day activities of the business, as well as managing the company's resources optimally and working on increasing profits and reducing expenditures in accordance to the objectives and strategies of the company.
- Effective contribution in the establishment and development of ethical standards in the company.
- Implementing internal control and risk management systems and ensuring its effectiveness and adequacy, while taking into account and complying with the company's risk appetite that is approved by the Board of Directors.

## BOARD COMMITTEES

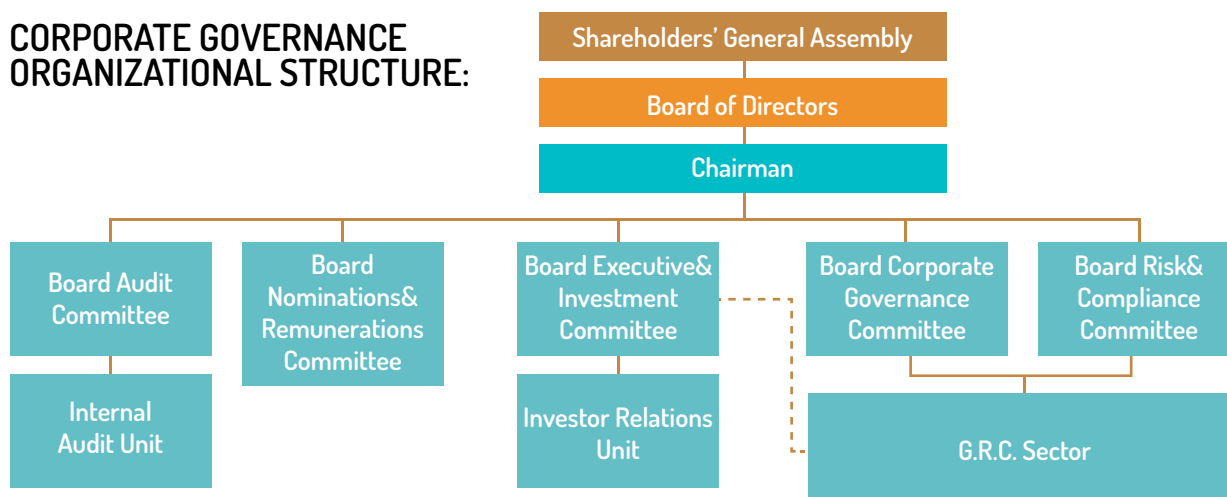
The Board Committees are considered direct links between the Board of Directors and the Executive Management of the company. These Committees support the Board in supervising the operations of the company and to give recommendations to be reviewed by the Board. The Board has laid down the detailed terms of reference for these committees laying down the composition, the voting rights, frequency of meetings, the duties, power and authorities and reporting responsibilities among others.

The Committees were formed based on the requirements outlined by the CMA. The Committees cover the managerial and technical operations of the company to give the Board a full reporting on developments and enable the Board to take studied decisions, implement strategies and action plans that achieve the objectives of the company.

The Board also forms temporary Committees that serve specific responsibilities periodically. These Committees are closed ones the responsibility is completed.

| Committee                               | Formation | Approval |
|---|-----------|----------|
| Executive and Investment Committee      | √         | √        |
| Audit Committee                         | √         | √        |
| Risks and Compliance Committee          | √         | √        |
| Nominations and Remunerations Committee | √         | √        |
| Corporate Governance Committee          | √         | √        |

## CORPORATE GOVERNANCE ORGANIZATIONAL STRUCTURE:



## EXECUTIVE AND INVESTMENT COMMITTEE

### FORMATION:

| Member                           | Position       | Number of Meetings |
|----------------------------------|----------------|--------------------|
| Mr. Anwar Jawad Bukhamseen       | Committee Head | 4                  |
| Sheikh Mohammed Aljarrah Alsabah | Deputy Head    | 4                  |
| Mr. Raed Jawad Bukhamseen        | Member         | 4                  |

### RESPONSIBILITIES

- Ensure that the company's policies and procedures are updated and implemented properly in alignment with the company's goals and objectives.
- Develop and recommend strategic plans in line with the company's long-term objectives and priorities.
- Adopt, monitor and assess investment policies, as well as evaluate investment transactions.
- Supervise the company's compliance with its estimated budget, compare the real performance indicator with the targeted performance indicator, and resolve discrepancies if any.
- Develop action plans in line with the objective of the Board of Directors, and recommend systems to implement them.
- Monitor organizational structure and internal regulations.
- Review investment opportunities.
- Evaluate current investments and the company's investment portfolio.

## CORPORATE GOVERNANCE COMMITTEE

### FORMATION:

| Member                           | Position       |
|----------------------------------|----------------|
| Mr. Anwar Jawad Bukhamseen       | Committee Head |
| Sheikh Mohammed Aljarrah Alsabah | Deputy Head    |
| Ms. Najat Hamad Al-Suwaidi       | Member         |

## RESPONSIBILITIES

- Conduct quarterly reviews to ensure compliance with corporate governance guidelines, laws, rules, and regulations of various statutory authorities and regulatory bodies.
- Prepare reports and recommendations on the company's compliance with corporate governance, laws, and regulations.
- Ensure the company implements decisions, laws and regulations issued by regulatory bodies, and place recommendations to develop and implement the new standards and practices.
- Supervise and monitor the implementation of principles and frameworks of corporate governance adopted by the Board.
- Review and amend the corporate governance manual in line with regulatory requirements.
- Review internal reports on sound governance principles adopted by the company.

## RISKS AND COMPLIANCE COMMITTEE

### FORMATION

| Member                           | Position       | Number of Meetings |
|----------------------------------|----------------|--------------------|
| Ms. Najat Hamad Al-Suwaidi       | Committee Head | 10                 |
| Sheikh Mohammed Aljarrah Alsabah | Deputy Head    | 10                 |
| Mr. Saleh Nasser Al-Saleh        | Member         | 10                 |

### RESPONSIBILITIES

- Supervise the implementation of a single vision to mitigate risks at the corporate level, in order to ensure a consistent and efficient management of any risk facing the company.
- Prepare and review the strategies and policies of risk management before it is approved by the Board of Directors, and ensure that the same is consistent with the complexity, nature and size of the company's activity. Ensure independency of the Board from the Executive Management.
- Ensure the development and implementation of strategic plans and policies that serve the long-term objective and priorities of the company.
- Assist the Board of Directors in identifying and assessing the acceptable level of the risks, to ensure that the company does not breach this level of the risk after approval from the Board of Directors.
- Monitor the efficiency and quality of investment operations and returns from these operations in adequacy with the plans and objectives of the company.
- Evaluate and review risks assessment reports of the company and the procedures undertaken to limit or mitigate risks at acceptable rates.
- Review and pre-approve risks management manuals and procedures.

## AUDIT COMMITTEE

### FORMATION

| Member                           | Position       | Number of Meetings |
|----------------------------------|----------------|--------------------|
| Mr. Ahmed Ibrahim Al-Asfour      | Committee Head | 4                  |
| Sheikh Mohammed Aljarrah Alsabah | Deputy Head    | 4                  |
| Mr. Hazem Ali Almutairi          | Member         | 4                  |

## RESPONSIBILITIES

- Review the financial statements before submitting to the Board of Directors along with its recommendations in this regard to the Board of Directors.
- Ensure transparency and fairness in the financial reports.
- Submit recommendations to the Board regarding appointment and reappointment of external auditor.
- Review periodically factors that could affect the company's financial solvency.
- Ensure international auditing standards and their amendments are implemented.
- Evaluate the adequacy of the company's auditing and other operational procedures policies.
- Evaluate the adequacy of the internal audit in the company.
- Evaluate the adequacy of the internal control systems in the company and prepare a report including the opinion and recommendation of the committee in this regard.
- Recommend appointing a manager for the internal auditing unit, transferring him or dismissing him, and evaluating his performance and the performance of the unit.
- Review and approve the internal auditing proposed plans and give feedback.

## NOMINATIONS AND REMUNERATIONS COMMITTEE

### FORMATION

| Member                           | Position       | Number of Meetings |
|----------------------------------|----------------|--------------------|
| Mr. Raed Jawad Bukhamseen        | Committee Head | 3                  |
| Sheikh Mohammed Aljarrah Alsabab | Deputy Head    | 3                  |
| Mr. Ahmed Ibrahim Al-Asfour      | Member         | 3                  |
| Mr. Hazem Ali Almutairi          | Member         | 3                  |

## RESPONSIBILITIES

- Ensure that the most qualified, experienced and skilled staff are trained to exercise the functions assigned to any vacancy in accordance with the standards of competencies and integrity.
- Determine the company's needs for qualified staff at the level of senior management on the basis of transparency and efficiency.
- Nominate candidates to be elected at the Annual General Meeting of Shareholders for the role of Director or member of a committee based on the regulations of transparency and efficiency, including independent members.
- Determine the company's needs for qualified staff at the level of executive management.
- Formulate and review annually the policy on job scales, granting remuneration, benefits, incentives and salaries to employees of the company.
- Implement policies and procedures for remunerations and rewards.
- Prepare the policy for remunerations allocated to the Board of Directors and their committees.
- Prepare an annual report on rewards granted to the Board of Directors and the Executive Management, and present it for approval to the Annual General Meeting of Shareholders.



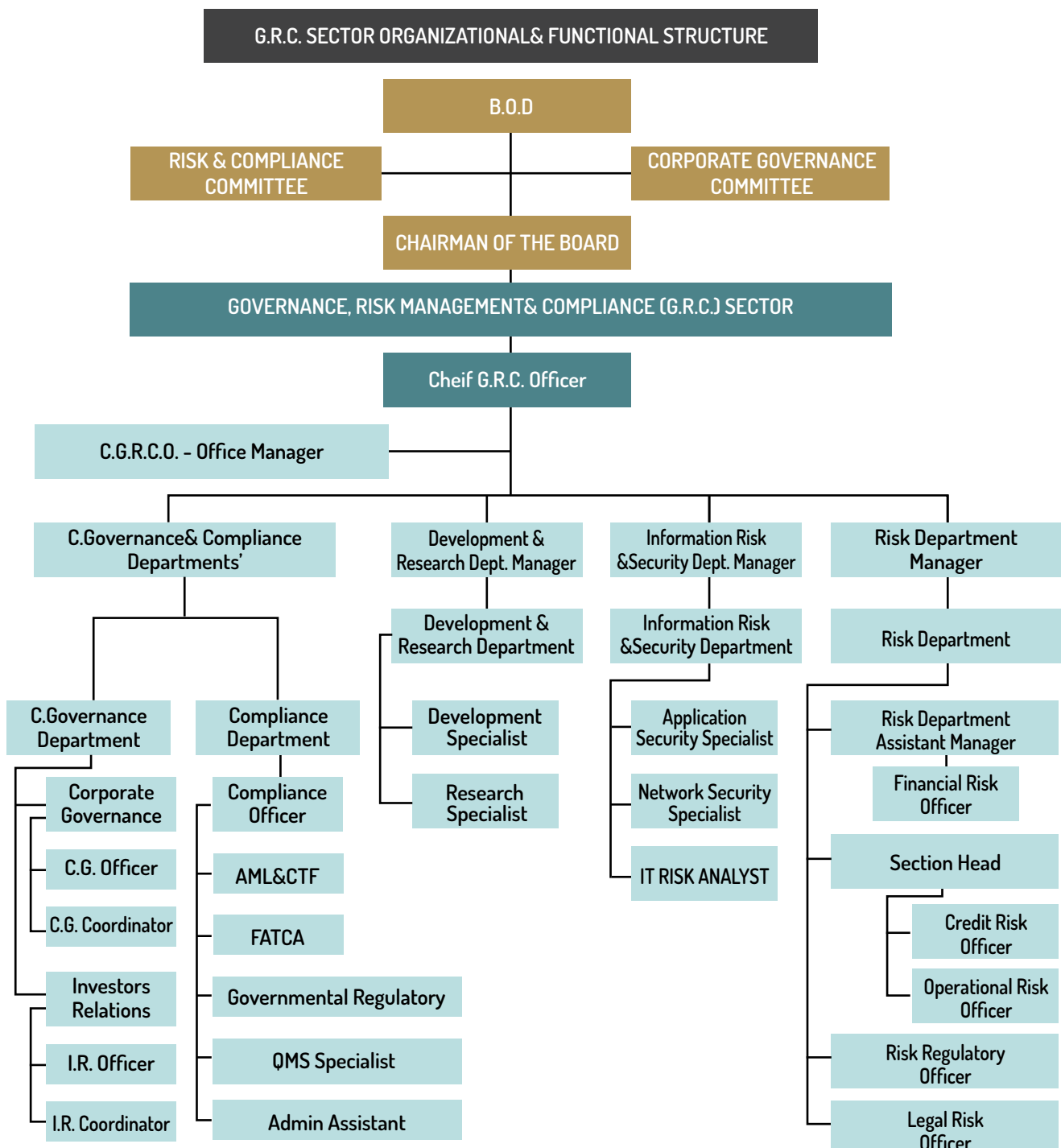
## THE GOVERNANCE, RISK MANAGEMENT AND COMPLIANCE (G.R.C) SECTOR:

One of the most important indicators, if not the most important one, in a company is the internal control it adopts. The internal control unit supervises the company's operations to avoid and mitigate current and future institutional risks, whether administrative, technical or financial. It also develops the company's business in accordance with the best international practices through long-term strategic plans (administrative, technical and financial), policies and procedures needed by the company, and oversees the application of various policies and procedures to best use the resources available at the Company, while applying the mandatory requirements by regulatory bodies.

The Board of Directors has prioritized internal control and has supported the role exercised by this department.

The department reports directly to the Board and its committees, to avoid conflict of interests in the control role it exercises.

## THE ORGANIZATIONAL STRUCTURE OF THE G.R.C DEPARTMENT AND ITS RESPONSIBILITIES:



## **RESPONSIBILITIES OF THE G.R.C DEPARTMENT:**

### **RISK MANAGEMENT DEPARTMENT**

- Supervise the implementation of a single vision to mitigate risks at the corporate level, in order to ensure a consistent and efficient management of any risk facing the company.
- Provide strategic guidance and adopt strategic risk initiatives.
- Development strategic plans in adequacy with the long-term objectives and priorities of the company.
- Supervise the implementation of strategies and policies approved by the Board of Directors.
- Monitor financial and operational results and compare them with plans and objectives set as well as the estimated budget.
- Monitor the efficiency and quality of investment operations and returns from these operations in adequacy with the plans and objectives of the company.
- Submit periodic reports on the exposure to risk and procedures to avoided and mitigate risks.
- Set and measure the adequacy and efficiency of evaluation methodologies and risk assessment in the company.
- Ensure the adequacy of liquidity and funding and the strength of the financial solvency of the company.
- Evaluate and follow-up on the company's investment and market risks.
- Evaluate and follow-up on technical risks within the company.
- Evaluate and follow-up on operational risks facing the company.
- Provide and deliver information to credit rating agencies.

### **CORPORATE GOVERNANCE AND COMPLIANCE DEPARTMENT:**

- Ensure the company's commitment to work through the legal framework in conformity with the principles of corporate governance in accordance to the policies and procedures necessary for the development.
- Organize Board and committees' work.
- Organize the Annual General Meeting of Shareholders agenda.
- Ensure the company complies with legal and regulatory obligations as required by regulatory authorities.
- Review operations and develop policies and procedures relating to money laundering and terrorist financing.
- Follow-up on regulations relating to the Foreign Account Tax Compliance Act (FATCA) and develop of policies and procedures to its implementation.
- Supervise the implementation of ISO 9001: 2008 quality standards in all operations.

### **INFORMATION SECURITY UNIT:**

- Manage information security programs in information centers and website.
- Develop IT security policies in accordance with international standards.
- Develop specifications and standards for technologies and programs used in order to protect information sent by departments and units of the company.
- Develop policies to manage issues relating to information security in order to resolve the issue in the shortest time when they occur.
- Spread awareness and a culture of information security to employees.
- Conduct quality control assessments to ensure the network and systems are protected.
- Stay up-to-date with the latest development to identify technologies and programs required to improve the working environment and security.
- Review and evaluate the security policy.

- Ensure protection tools are installed on hardware and software in all information centers.
- Ensure all computers are equipped with effective protection programs.
- Prepare reports on the situation of security information and present them to officials.
- Monitor the efficiency and effectiveness of security systems used.

#### **DEVELOPMENT AND RESEARCH UNIT:**

- Prepare frameworks, indicators and models on company plans.
- Provide technical advice and help necessary to departments preparing their plans.
- Prepare a draft action plan for the company.
- Prepare studies and market research.
- Prepare strategic goals of the action plans.
- Develop and update policies and procedures for the company's various departments.
- Prepare field studies to create new jobs.
- Prepare reports on the progress of work and the application of internal policies and procedures within the company.
- Prepare future financial studies.
- Study foreign markets and their attractiveness for investment.

#### **INVESTOR RELATIONS UNIT:**

- Make information and reports needed available to current and potential investors.
- Enhance open dialogue channels and encourage the exchange of information to enable investors and financial analysts to gain insights into the company's strengths and future prospects.
- Provide a vision based on the highest standards of transparency and reliability and provide access to the latest information.
- Provide comprehensive information on financial performance, including quarterly reports, disclosures, profit statements and presentations to the business and investment community.

#### **QUALITY MANAGEMENT SYSTEM:**

##### **QUALITY MANAGEMENT (ISO 9001):**

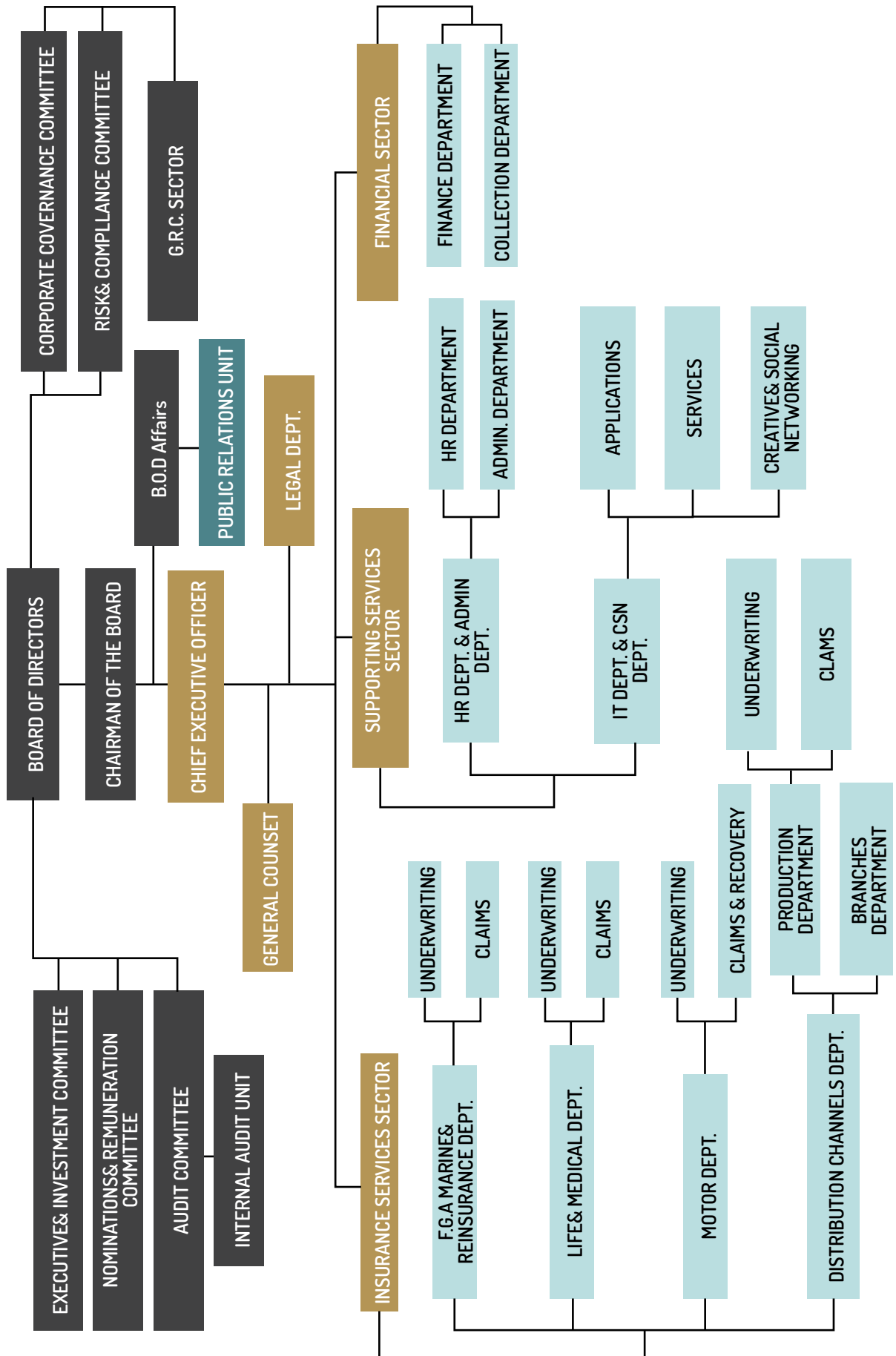
Warba Insurance maintained the highest administrative quality in all of its business and committed to the international standards for quality management systems "ISO 9001" and its keen on high performance and quality levels in accordance with those standards to provide high quality services to its customers.

Warba Insurance earned the quality management systems certification ISO 9001: 2008 over the past nine years, ultimately earning the ISO 9001:2015 based on the most recent international standards. The company received the certification thanks to the support provided by the Board of Directors, its committees and Executive Management, whom ensure business quality management system continuity within the company, which is reflected on the services provided to its customers, and maintaining Warba's pioneering position and leadership in the Kuwaiti insurance market, in which it is the first insurance company to have received such an international recognition, and one of the first companies in Kuwait to join the Standardization Organization for the Gulf cooperation Council.

##### **INFORMATION SECURITY QUALITY (ISO 27001):**

In order to maintain its leadership and excellence, the company has completed 90% of the requirements for obtaining the ISO 27001:2013 certification, renewing its commitment to customers and the quality of services provided to our partners in success.

# THE ORGANIZATIONAL STRUCTURE:



## BOARD REPORT ON INTERNAL CONTROL SYSTEM:

The Board of Directors of Warba Insurance are liable of the efficiency of the internal control system to ensure efficiency of operations, quality of internal and external reporting, as well as to comply with laws and regulations. The higher management is responsible for implementing the internal control system, and to maintain it in order to manage risks that could hinder the company's objectives. The internal control system provides balanced guarantees to avoid risks that could generate serious losses to the company.

The Board of Directors has adopted an organizational structure in line with the company structure and systems. It has also adopted job descriptions outlined roles and responsibilities, policies and regulations for tasks and operating procedures. These policies and regulations identifies the duties and responsibilities, the authorities and the reporting system for each department, so as to achieve a dual control and tasks divisions that avoid duplicating roles.

The Board of Directors consistently reviews policies and the internal control system in cooperation with the higher management and internal control employees (which include the internal auditing unit, and the governance, risks and compliance departments). The review allows room for improvements, and evaluates risks and challenges. The Board of Directors also ensures that internal control jobs are well positioned in the company, are well staffed and have sufficient resources to fulfill their responsibilities independently and efficiently.

The higher management has also taken the necessary step to implement the new regulations of corporate governance issued by the CMA. These regulations include an update on authorities outlined in the corporate governance list, preparing new documents and procedures necessary to implement these regulations before the set deadline on June 30, 2016.

The efficiency of the internal control system is periodically reviewed by the Board of Directors and its committees. The Board and committees review reports prepared by the governance, risks and compliance department and the internal auditing unit in the company.

The higher management reviewed the internal control system on December 31, 2016, confirming that it is coherent and provides balanced guarantees in order to achieve the company's goals.



Consolidated Financial Statement  
For the year ended December 31, 2016



Warba Insurance Company K.S.C.P  
Kuwait

Consolidated Annual Financial Statements  
And Independent Auditors' Report

31 December 2016

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Consolidated Statement of Changes in Equity

Consolidated Statement of Cash Flows

Notes to the Consolidated Financial Statements





## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF WARBA INSURANCE COMPANY K.S.C.P.

### Report on the Audit of the Consolidated Financial Statements

#### Qualified Opinion

We have audited the consolidated financial statements of Warba Insurance Company K.S.C.P. ("the Parent Company") and its subsidiary (together "the Group"), which comprise the consolidated statement of financial position as at 31 December 2016, and the consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion, except for the effects and the possible effects of the matters described in the first paragraph and the second and third paragraphs respectively of the Basis for Qualified Opinion section of our report, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2016, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

#### Basis for Qualified Opinion

As disclosed in note 36, in 2016 the Group has voluntarily changed its accounting policy to defer commission expense and to recognize it as an intangible asset. The change was accounted prospectively from the start of the current year though under IFRS it must be applied retrospectively. As a result, the profits for the years 2016 and 2015 are overstated by KD 772,000 and KD 89,000 respectively and opening retained earnings as of 1 January 2015 understated by KD 861,000.

Insurance contract liabilities as at 31 December 2016 includes an estimate of KD 3.44 million as actuarial reserve for life and medical claims based on an independent actuarial valuation report. We were unable to obtain sufficient appropriate audit evidence about the adequacy of the carrying amount of the above reserve as at 31 December 2016 because we were not able to assess the reasonableness of the key inputs and assumptions used in that report. Consequently we were unable to determine whether any adjustments to the above amount was necessary.

The Group's assets as at 31 December 2016 includes investments available for sale carried at KD 2.73 million net of a fair value decline of KD 0.9 million recognized in fair value reserve. We were unable to obtain sufficient appropriate audit evidence about whether there is any impairment losses to be recognized on the above investments available for sale as at 31 December 2016 as the Group has not assessed their fair value. Consequently we were unable to determine whether any adjustments to the above amounts were necessary.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the

Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the State of Kuwait, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis for Qualified Opinion section, we have determined the matters described below to be the key audit matters to be communicated in our report.

### *Insurance contract liabilities*

Insurance contract liabilities include outstanding claim reserve and unearned premium of non-life insurance contract liabilities. As at 31 December 2016, the insurance contract liabilities are significant to the Group's total liabilities. We considered this area to be a key audit matter due to the significant degree of judgement involved to determine the best estimate ultimate cost of all claims incurred, whether reported or not and the materiality of the amount. The Group's policy on estimating insurance contract liabilities is disclosed in note 2.13

In assessing the outstanding insurance liabilities, our audit procedures included the following:

- Evaluating the design, implementation and operating effectiveness of key controls over the underwriting and claims estimation processes including that related to management's assessment of the reserve for claims and for updating it as more information becomes available;
- Recalculating on a sample basis the amount of individual claim reserves by comparing the estimated amount to appropriate underlying documentation, such as loss estimate reports from independent and experienced loss adjusters and validating the reasonableness of the liability adequacy test.

We also evaluated the adequacy of disclosures relating to insurance contract liabilities in note 14 to the consolidated financial statements.

### *Recoverability of receivables arising from insurance and reinsurance contracts*

The receivables arising from insurance and reinsurance contracts are significant to the Group's consolidated financial statements as at 31 December 2016. The determination of the recoverable amount of a receivable involves significant management judgement. In making that determination management considers various factors including the age of a balance, existence of disputes, recent payment history and information concerning the creditworthiness of counterparties. Management uses this information

to determine whether a provision for impairment is required. The basis of the impairment provision policy is disclosed in the accounting policies and disclosures related to credit risk are in note 33 to the consolidated financial statements.

We determined this to be a key audit matter because of the significant level of management judgement involved and due to the materiality of the amount involved.

Our audit procedures included evaluating the basis management used to check that there were no indicators of impairment. This included evaluating the ageing analysis, payments received subsequent to the year end, reviewing historical payment patterns and any correspondence with customers. We also considered management's policy for recognizing provisions on the doubtful receivables and if it was appropriate.

We selected a sample of receivable balances to evaluate if a provision for impairment was required and when required, if that had been recognized and the reasonableness of that amount. In order to evaluate the appropriateness of the judgements used, we verified whether balances were overdue, the customer's historical payments patterns and whether any post year end payments had been received up to the date of completing our audit procedures. We also obtained corroborative evidence including correspondence supporting any disputes between the parties involved, attempts by management to recover the amounts outstanding and on the credit status of significant counterparties where available.

We also evaluated the adequacy of the disclosures relating to the receivables arising from insurance and reinsurance contracts given in Notes 6 and 7 to the consolidated financial statements.

## **Other Information**

Management is responsible for the other information. The other information comprises all information included in the annual report other than the consolidated financial statements and our auditors' report thereon. We obtained the report of the Company's Board of Directors, prior to the date of our auditor's report, and we expect to obtain the remaining sections of the annual report after the date of our auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, on the other information we obtained prior to the date of this auditors' report, we conclude there is a material misstatement of this other information, we are required to report that fact. As described in the Basis for Qualified Opinion section above, the net profit for the year is overstated due to prospective application of a voluntary change in accounting policy and we were unable to obtain sufficient appropriate evidence about the carrying amounts of

the Group's actuarial reserve liability for life and medical claims and of investments available for sale as at 31 December 2016. Accordingly, the net profit for the year ended 31 December 2016 in the other information is overstated by KD 772,000 and we are unable to conclude whether or not the other information is materially misstated with respect to the other two matters.

## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on other Legal and Regulatory Requirements**

Furthermore, in our opinion, proper books of account have been kept by the Parent Company and the consolidated financial statements, together with the contents of the report of the Parent Company's Board of Directors relating to these consolidated financial statements, are in accordance therewith. We further report that except for the matters described in the second and third paragraph of the Basis for our qualified opinion section above, we obtained all the information and explanations that we required for the purpose of our audit and that the consolidated financial statements incorporate all information that is required by the Companies Law No. 1 of 2016, and its Executive Regulations and by

the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no material violation of Companies Law No. 1 of 2016, and its Executive Regulations or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2016 that might have had a material effect on the business of the Parent Company or on its consolidated financial position.



**Bader A. Al-Wazzan**  
**Licence No. 62A**  
**Deloitte & Touche**  
**Al-Wazzan & Co.**



**Nayef M. Al-Bazie**  
**Licence No. -91A**  
**RSM Albazie & Co.**

Kuwait  
19 March 2017



الكويت في 2017/03/19

## إقرار وتعهد

### (سلامة ونزاهة البيانات المالية)

نقر ونتعهد نحن رئيس وأعضاء مجلس إدارة شركة وربة للتأمين (ش.م.ك.ع)، بدقة وسلامة البيانات المالية التي تم تزويد المدققين الخارجيين بها، وبأن جميع التقارير المالية للشركة قد تم عرضها بالصورة العادلة والصحيحة وتشمل كافة الجوانب المالية للشركة من بيانات ونتائج تشغيلية، وتم إعدادها وفقاً لمعايير المحاسبة الدولية المطبقة في دولة الكويت والمعتمدة من قبل هيئة أسواق المال، وأن تلك البيانات تعبر بدقة عن المركز المالي للشركة كما في نهاية العام المالي المنتهي في 31 ديسمبر 2016، وذلك بناءً على ما تم تقديمه لمجلس إدارة الشركة من معلومات وتقارير من قبل الإدارة التنفيذية ومدققي الحسابات وبذل العناية الواجبة للتحقق والتأكد من سلامة وصحة هذه التقارير.

| اسم العضو                    | المنصب                 | التوقيع   |
|------------------------------|------------------------|---|
| السيد / أنور جواد بوخمسين    | رئيس مجلس الإدارة      |  |
| الشيخ / محمد جراح الصباح     | نائب رئيس مجلس الإدارة |  |
| السيد / رائد جواد بوخمسين    | عضو مجلس الإدارة       |  |
| السيد / أحمد إبراهيم العصفور | عضو مجلس الإدارة       |  |
| السيدة / نجاة حمد السويدي    | عضو مجلس الإدارة       |  |
| السيد / صالح ناصر الصالح     | عضو مجلس الإدارة       |  |
| السيد / حازم علي المطيري     | عضو مجلس الإدارة       |  |



رأس المال المصرح به والمدفوع كاملاً K.D. 17,278,874

شركة مساهمة كويتية خاضعة لأحكام قانون شركات ووكلاء التأمين رقم (34) لسنة 1961 - إجازة التأمين رقم 4  
Insurance licence No. 4 - Registered in Accordance with the Insurance Companies & Agents Law No. 24 for 1961

WARBA Tower - Ahmad Al Jaber St. - Sharq - POBox: 24282 Safat, 13103 Kuwait C.R.24982 سجل تجاري  
Tel: 1 80 81 81 - Fax: 22451974 - warba@warbaonline.com - www.warba.insure



CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2016

|   | Note | Kuwaiti Dinars    |                   |
|---|------|-------------------|-------------------|
|   |      | 2016              | 2015              |
| <b>ASSETS</b>   |      |                   |                   |
| Cash and cash equivalents                                 | 3    | 4,693,584         | 4,505,901         |
| Fixed deposits  | 4    | 6,865,250         | 6,007,000         |
| Investments at fair value through profit or loss          | 5    | 2,749,293         | 5,072,144         |
| Insurance and reinsurance receivables                     | 6    | 14,449,231        | 16,861,959        |
| Other receivables   | 7    | 4,131,031         | 2,189,389         |
| Loans secured by life insurance policies                  |      | 38,505            | 23,903            |
| Reinsurance share in reserve for outstanding claims       | 14   | 16,671,463        | 18,146,184        |
| Investments available for sale                            | 8    | 19,280,706        | 18,330,927        |
| Investment in associates                                  | 10   | 5,743,791         | 5,529,104         |
| Goodwill  |      | 62,240            | 62,240            |
| Property and equipment                                    | 11   | 7,896,389         | 8,129,091         |
| Total assets  |      | <b>82,581,483</b> | <b>84,857,842</b> |
| <b>LIABILITIES AND EQUITY</b>                             |      |                   |                   |
| <b>Liabilities</b>  |      |                   |                   |
| Bank overdraft  | 12   | 2,053,723         | -                 |
| Accounts payable  | 13   | 4,839,713         | 4,022,763         |
| Insurance contract liabilities                            | 14   | 24,814,635        | 25,765,072        |
| Insurance and reinsurance payables                        | 15   | 3,758,032         | 6,097,647         |
| Other payables  | 16   | 3,579,584         | 3,657,216         |
| Total liabilities   |      | <b>39,045,687</b> | <b>39,542,698</b> |
| <b>Equity</b>   |      |                   |                   |
| Share capital   | 17   | 17,278,874        | 17,278,874        |
| Treasury shares   | 18   | (1,275,970)       | (1,270,570)       |
| Treasury shares reserve                                   |      | 164,760           | 164,760           |
| Statutory reserve   | 19   | 8,781,109         | 8,781,109         |
| Voluntary reserve   | 20   | 9,206,054         | 9,206,054         |
| General reserve   |      | 4,000,000         | 4,000,000         |
| Cumulative changes in fair value                          |      | 3,530,094         | 3,972,815         |
| Share of other comprehensive income of associate          |      | 43,540            | 30,098            |
| Retained earnings   |      | 1,549,175         | 2,848,907         |
| Equity attributable to shareholders of the Parent Company |      | <b>43,277,636</b> | <b>45,012,047</b> |
| Non-controlling interest                                  | 9    | 258,160           | 303,097           |
| Total equity  |      | <b>43,535,796</b> | <b>45,315,144</b> |
| Total liabilities and equity                              |      | <b>82,581,483</b> | <b>84,857,842</b> |

The accompanying notes 1 to 36 form an integral part of these consolidated financial statements.

Anwar Jawad Bu-Khamseen  
Chairman

Sheikh Mohammed Jarah Sabah Al-Sabah  
Vice Chairman

Kuwaiti Dinars



CONSOLIDATED STATEMENT OF PROFIT OR LOSS - YEAR ENDED 31 DECEMBER 2016

|  | Note | 2016                | 2015         |
|--|------|---------------------|--------------|
| <b>Revenue</b>   |      |                     |              |
| Gross premiums written   |      | <b>35,190,928</b>   | 37,068,357   |
| Premium ceded to reinsurers  |      | <b>(17,219,992)</b> | (18,822,808) |
| Net premiums written   |      | <b>17,970,936</b>   | 18,245,549   |
| Movement in unearned premium reserve                                 |      | <b>228,911</b>      | (1,465)      |
| Movement in life actuarial reserve                                   |      | <b>(425,289)</b>    | (363,413)    |
| Net premiums earned  |      | <b>17,774,558</b>   | 17,880,671   |
| Commission received on ceded reinsurance                             |      | <b>1,233,240</b>    | 1,670,721    |
| Policy Issuance fees   |      | <b>219,021</b>      | 229,615      |
| Net investment income from life insurance                            | 21   | <b>97,622</b>       | 75,656       |
|  |      | <b>19,324,441</b>   | 19,856,663   |
| <b>Expenses</b>  |      |                     |              |
| Net claims incurred  |      | <b>(11,804,786)</b> | (10,875,033) |
| Commission and discounts   |      | <b>(1,857,076)</b>  | (3,111,923)  |
| General and administrative expenses                                  | 22   | <b>(5,487,198)</b>  | (4,709,964)  |
|  |      | <b>(19,149,060)</b> | (18,696,920) |
| <b>Net underwriting income</b>                                       |      |                     |              |
|  |      | <b>175,381</b>      | 1,159,743    |
| Net investment income from non-life insurance                        | 21   | <b>719,214</b>      | 987,099      |
| Group's share of results from associates                             | 10   | <b>201,245</b>      | 73,461       |
| Insurance services income  |      | <b>773,886</b>      | 914,737      |
| Other income   |      | <b>79,304</b>       | 82,952       |
| niag/[ssol] egnahcxe ngieroF   |      | <b>(21,270)</b>     | 127,291      |
|  |      | <b>1,927,760</b>    | 3,345,283    |
| <b>Other expenses</b>  |      |                     |              |
| Insurance services expense   | 23   | <b>(871,369)</b>    | (804,950)    |
| Unallocated general and administrative expenses                      | 22   | <b>(763,667)</b>    | (735,505)    |
|  |      | <b>(1,635,036)</b>  | (1,540,455)  |
| Profit for the year before contribution to Kuwait Foundation for the |      |                     |              |
| Advancement of Science (KFAS), National Labor Support Tax (NLST),    |      |                     |              |
| Zakat and Board of Directors' remuneration                           |      |                     |              |
| Contribution to KFAS   | 24   | <b>(2,570)</b>      | (16,815)     |
| NLST   | 25   | <b>(10,517)</b>     | (47,442)     |
| Zakat  | 26   | <b>(3,400)</b>      | (17,520)     |
| Directors' fees  |      | -                   | (35,000)     |
| Profit for the year  |      | <b>276,237</b>      | 1,688,051    |
| Attributable to:   |      |                     |              |
| Shareholders of the Parent Company                                   |      | <b>321,174</b>      | 1,638,204    |
| Non-controlling interest   | 9    | <b>(44,937)</b>     | 49,847       |
|  |      | <b>276,237</b>      | 1,688,051    |
| Earnings per share (fils)  | 27   | <b>1.98</b>         | 10.10        |

The accompanying notes 1 to 36 form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME - YEAR ENDED  
31 DECEMBER 2016

|  | Note | Kuwaiti Dinars   |             |
|--|------|------------------|-------------|
|  |      | 2016             | 2015        |
| Profit for the year  |      | <b>276,237</b>   | 1,688,051   |
| <b>Other comprehensive income:</b>   |      |                  |             |
| <b>Items that may be reclassified subsequently to profit or loss</b>                   |      |                  |             |
| Changes in fair value of investments available for sale                                | 8    | <b>(442,721)</b> | (1,032,571) |
| Transfer to statement of profit or loss on sale of financial assets available for sale |      | -                | (291,077)   |
| Share of other comprehensive income/(loss) from associates                             | 10   | <b>13,442</b>    | (15,927)    |
| Other comprehensive loss for the year  |      | <b>(429,279)</b> | (1,339,575) |
| Total comprehensive (loss)/income for the year   |      | <b>(153,042)</b> | 348,476     |
| Attributable to:   |      |                  |             |
| Shareholders of the Parent Company   |      | <b>(108,105)</b> | 298,629     |
| Non-controlling interest   |      | <b>(44,937)</b>  | 49,847      |
| Total comprehensive (loss)/income for the year   |      | <b>(153,042)</b> | 348,476     |

The accompanying notes 1 to 36 form an integral part of these consolidated financial statements.



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY - YEAR ENDED 31 DECEMBER 2016

Kuwaiti Dinars

Equity attributable to shareholders of the Parent Company

|  | Share capital | Treasury shares | Treasury shares reserve | Statutory reserve | Voluntary reserve | General reserve | Cumulative changes in fair value | Share of other comprehensive income of associate | Retained earnings | Total       | Non-controlling interest | Total equity |
|--|---------------|-----------------|-------------------------|-------------------|-------------------|-----------------|----------------------------------|--|-------------------|-------------|--------------------------|--------------|
| <b>Balance at 31 December 2014</b>             | 17,278,874    | (1,255,986)     | 164,760                 | 8,781,109         | 9,206,054         | 4,000,000       | 5,296,463                        | 46,025   | 2,833,436         | 46,350,735  | 253,250                  | 46,603,985   |
| Profit for the year                            | -             | -               | -                       | -                 | -                 | -               | -                                | -  | 1,638,204         | 1,638,204   | 49,847                   | 1,688,051    |
| Other comprehensive loss for the year          | -             | -               | -                       | -                 | -                 | -               | (1,323,648)                      | (15,927)   | -                 | (1,339,575) | -                        | (1,339,575)  |
| Total comprehensive (loss)/income for the year | -             | -               | -                       | -                 | -                 | -               | (1,323,648)                      | (15,927)   | 1,638,204         | 298,629     | 49,847                   | 348,476      |
| Cash dividend (Note 28)                        | -             | -               | -                       | -                 | -                 | -               | -                                | -  | (1,622,733)       | (1,622,733) | -                        | (1,622,733)  |
| Purchase of treasury shares                    | -             | (14,584)        | -                       | -                 | -                 | -               | -                                | -  | -                 | (14,584)    | -                        | (14,584)     |
| <b>Balance at 31 December 2015</b>             | 17,278,874    | (1,270,570)     | 164,760                 | 8,781,109         | 9,206,054         | 4,000,000       | 3,972,815                        | 30,098   | 2,848,907         | 45,012,047  | 303,097                  | 45,315,144   |
| Profit for the year                            | -             | -               | -                       | -                 | -                 | -               | -                                | -  | 321,174           | 321,174     | (44,937)                 | 276,237      |
| emomi/(ssol) evinshepmpoc reh10                | -             | -               | -                       | -                 | -                 | -               | (442,721)                        | 13,442   | -                 | (429,279)   | -                        | (429,279)    |
| Total comprehensive (loss)/income for the year | -             | -               | -                       | -                 | -                 | -               | (442,721)                        | 13,442   | 321,174           | (108,105)   | (44,937)                 | (153,042)    |
| Cash dividend (Note 28)                        | -             | -               | -                       | -                 | -                 | -               | -                                | -  | (1,620,906)       | (1,620,906) | -                        | (1,620,906)  |
| Purchase of treasury shares                    | -             | (5,400)         | -                       | -                 | -                 | -               | -                                | -  | -                 | (5,400)     | -                        | (5,400)      |
| <b>Balance at 31 December 2016</b>             | 17,278,874    | (1,275,970)     | 164,760                 | 8,781,109         | 9,206,054         | 4,000,000       | 3,530,094                        | 43,540   | 1,549,175         | 43,277,636  | 258,160                  | 43,535,796   |

The accompanying notes 1 to 36 form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS – YEAR ENDED 31 DECEMBER 2016

|   | Note | Kuwaiti Dinars     |             |
|---|------|--------------------|-------------|
|   |      | 2016               | 2015        |
| <b>Cash flows from operating activities</b>                               |      |                    |             |
|   |      | <b>292,724</b>     | 1,804,828   |
| Profit for the year before KFAS, NLST, Zakat and Directors' fees          |      |                    |             |
| Adjustments:  |      |                    |             |
| Net investment income   | 21   | <b>(816,836)</b>   | (1,062,755) |
| Group's share of results from associates                                  | 10   | <b>(201,245)</b>   | (73,461)    |
| Depreciation  | 11   | <b>313,807</b>     | 324,233     |
|   |      | <b>(411,550)</b>   | 992,845     |
| Changes in operating assets and liabilities:                              |      |                    |             |
| Insurance and reinsurance receivables                                     |      | <b>2,412,728</b>   | 1,648,656   |
| Other receivables   |      | <b>(1,915,677)</b> | 274,168     |
| Reinsurance share in reserve for outstanding claims                       |      | <b>1,474,721</b>   | (2,864,111) |
| Insurance contract liabilities  |      | <b>(950,437)</b>   | 1,904,429   |
| Accounts payable  |      | <b>816,950</b>     | 420,807     |
| Insurance and reinsurance payable   |      | <b>(2,339,615)</b> | (746,406)   |
| Other payables  |      | <b>(109,657)</b>   | (5,504)     |
| Net cash (used in)/from operating activities                              |      | <b>(1,022,537)</b> | 1,624,884   |
| <b>Cash flows from investing activities</b>                               |      |                    |             |
| Net movement in fixed deposits  |      | <b>(858,250)</b>   | 4,076,500   |
| Payments for purchase of investments at fair value through profit or loss |      | <b>(1,835,071)</b> | (6,039,613) |
|   |      | <b>4,056,325</b>   | 3,077,470   |
| Proceeds from sale of investments at fair value through profit or loss    |      | <b>(14,602)</b>    | (3,754)     |
| Movements in loans secured by life insurance policies                     |      | <b>(1,418,000)</b> | (2,000,000) |
| Payments for purchase of investments available for sale                   |      | -                  | 1,125,016   |
| Proceeds from sale of investments available for sale                      |      |                    |             |
| Payments for purchase of property and equipment                           | 11   | <b>(81,105)</b>    | (84,786)    |
| Dividends received  | 21   | <b>680,398</b>     | 770,920     |
| Rental income received  | 21   | <b>8,400</b>       | 8,400       |
| Interest income received  |      | <b>229,170</b>     | 118,852     |
| Net cash from investing activities  |      | <b>767,265</b>     | 1,049,005   |
| <b>Cash flows from financing activities</b>                               |      |                    |             |
| Bank overdraft  |      | <b>2,053,723</b>   | (790,533)   |
| Dividend paid to shareholders   |      | <b>(1,605,368)</b> | (1,560,145) |
| Purchase of treasury shares   |      | <b>(5,400)</b>     | (14,584)    |
| Net cash from/(used in) financing activities                              |      | <b>442,955</b>     | (2,365,262) |
| Net increase in cash and cash equivalents                                 |      | <b>187,683</b>     | 308,627     |
| Cash and cash equivalents at beginning of year                            |      | <b>4,505,901</b>   | 4,197,274   |
| Cash and cash equivalents at end of year                                  | 3    | <b>4,693,584</b>   | 4,505,901   |

The accompanying notes 1 to 36 form an integral part of these consolidated financial statements.

## 1. Corporate information

Warba Insurance Company K.S.C.P. (the Parent Company) was incorporated as a Public Kuwaiti Shareholding Company in the State of Kuwait in accordance with the Amiri Decree of 24 October 1976. Its shares are listed on the Kuwait Stock Exchange.

The consolidated financial statements incorporate the financial statements of Warba Insurance Company K.S.C.P. and its subsidiary WAPMED TPA Services Company K.S.C.C. in which it has an equity interest of 54.57% (31 December 2015: 54.57%).

The objects of the Parent Company and its subsidiary (together "the Group") are to underwrite life and non-life insurance risks such as fire, general accidents, marine and aviation and others; lend funds against life insurance policies; and to invest in permitted securities and investment properties.

The address of the Parent Company's registered office is P.O. Box 24282 Safat, 13103 - State of Kuwait.

The new Companies Law No. 1 Of 2016 was issued on 24 January 2016 and was published in the Official Gazette on 1 February 2016 which cancelled the Companies Law No. 25 of 2012, and its amendments. According to article No. 5, The new Law will be effective retrospectively from 26 November 2012. The new Executive Regulations of Law No. 1 Of 2016 was issued on July 12, 2016 and was published in the Official Gazette on July 17, 2016 which cancelled the Executive Regulations of Law No. 25 Of 2012. The adoption of the new Companies Law and its executive regulations is not expected to have any effect on the reporting entity.

The consolidated financial statements of the Group for the year ended 31 December 2016 were authorized for issue in accordance with a resolution of the Parent Company's Board of Directors on 19 March 2017. The Parent Company's Annual General Assembly has the power to amend these consolidated financial statements after issuance.

## 2. Basis of preparation and significant accounting policies

### 2.1 Basis of preparation

These consolidated financial statements have been prepared in conformity with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC). These consolidated financial statements are prepared under the historical cost basis of measurement as modified by the revaluation at fair value of financial assets held as "at fair value through profit or loss" and "available for sale".

The consolidated financial statements are presented in Kuwaiti Dinars (KD) which is the functional and reporting currency.

The preparation of the consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that may affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.23.

## 2.2 New and revised accounting standards

The accounting policies used in the preparation of these consolidated financial statements are consistent with those used in the previous financial year, except for

A) the adoption of the amendments to the existing standards relevant to the Group, effective from 1 January 2016, which did not result in any material impact on the accounting policies, financial position or performance of the Group; and

B) the voluntary change in accounting policy for deferral of commission expenses as disclosed in note 2.8.

Management is of the view that deferring commission expense provides more relevant and reliable information about the Company's financial performance and financial position to the economic decisions of the users of the financial statements. This change in accounting policy has been applied prospectively and the effect of this change is disclosed in note 36.

### Standards and Interpretations issued but not yet adopted

The following IFRS and interpretations have been issued but are not yet effective and have not been early adopted by the group. The group intends to adopt them when they become effective.

*IFRS 9 financial instruments (effective for financial years beginning on or after 1 January 2018)*

On 24 July 2014, the international accounting standards board (IASB) issued the final version of IFRS 9 incorporating a new expected loss impairment model and introducing limited amendments to the classification and measurement requirements for financial assets. This version supersedes all previous versions and is mandatorily effective for periods beginning on or after 1 January 2018 with early adoption permitted and will replace IAS39 financial instruments: recognition and measurement. The group is currently evaluating its impact.

The group anticipates that the application of IFRS 9 may have a material impact on the amounts reported in respect of the group's financial assets and financial liabilities. However, it is not practicable to provide a reasonable estimate of the effect of IFRS 9 until the group undertakes a detailed review.

*IFRS 15 revenue from contracts with customers (effective for financial years beginning on or after 1 January 2018)*

IFRS 15 specifies how and when an entity will recognize revenue as well as requires the entity to provide users of financial statements with more informative, relevant disclosures. The standard provides a single, principle based five-step model to be applied to all contracts with customers. The group is currently evaluating its impact.

*IFRS 16 leases (effective for financial years beginning on or after 1 January 2019)*

The IASB issued the new standard for accounting for leases - IFRS 16 leases in January 2016. The new standard does not significantly change the accounting for leases for lessors. However, it does require lessees to recognise most leases on their balance sheets as lease liabilities, with the corresponding right of use assets. Lessees must apply a single model for all recognised leases, but will have the option not to recognise 'short-term' leases and leases of 'low-value' assets. Generally, the profit or loss recognition pattern for recognised leases will be similar to today's finance lease accounting, with profit and depreciation

expense recognised separately in the statement of profit or loss. IFRS 16 is effective for annual periods beginning on or after 1 January 2019. Early application is permitted provided the new revenue standard, IFRS 15, is applied on the same date. Lessees must adopt IFRS 16 using either a full retrospective or a modified retrospective approach. The group does not anticipate early adopting IFRS 16 and is currently evaluating its impact.

*IAS7 disclosure initiative - amendments to IAS7 (effective for financial years beginning on or after 1 January 2017)*

In January 2016, the IASB issued amendments to IAS7 statement of cash flows with the intention to improve disclosures of financing activities and help users to better understand the reporting entities' liquidity positions. Under the new requirements, entities will need to disclose changes in their financial liabilities as a result of financing activities such as changes from cash flows and non-cash items (e.g., Gains and losses due to foreign currency movements). The amendment is effective from 1 January 2017. The group is currently evaluating the impact.

## 2.3 Business combinations

A business combination is the bringing together of separate entities or businesses into one reporting entity as a result of one entity, the acquirer, obtaining control of one or more other businesses. The acquisition method of accounting is used to account for business combinations. The consideration transferred for the acquisition is measured as the fair values of the assets given, equity interests issued and liabilities incurred or assumed at the date of the exchange. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. The acquisition related costs are expensed when incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination (net assets acquired in a business combination) are measured initially at their fair values at the acquisition date. Non-controlling interest in the subsidiary acquired is recognized at the non-controlling interest's proportionate share of the acquiree's net assets.

When a business combination is achieved in stages, the previously held equity interest in the acquiree is re-measured at its acquisition-date fair value and the resulting gain or loss is recognized in the consolidated statement of profit or loss. The fair value of the equity of the acquiree at the acquisition date is determined using valuation techniques and considering the outcome of recent transactions for similar assets in the same industry in the same geographical region.

The group separately recognizes contingent liabilities assumed in a business combination if it is a present obligation that arises from past events and its fair value can be measured reliably.

An indemnification received from the seller in a business combination for the outcome of a contingency or uncertainty related to all or part of a specific asset or liability that is recognized at the acquisition date at its acquisition-date fair value is recognized as an indemnification asset at the acquisition date at its acquisition-date fair value.

The group uses provisional values for the initial accounting of a business combination and recognizes any adjustment to these provisional values within the measurement period which is twelve months from the acquisition date.

## 2.4 Basis of consolidation

The group consolidates the financial statements of the Parent Company and Subsidiaries (i.e. investees that it controls) and investees controlled by its subsidiaries

The group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

When the group has less than a majority of the voting or similar rights of an investee, the group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The group's voting rights and potential voting rights;

The financial statements of subsidiaries are included in the consolidated financial statements on a line-by-line basis, from the date on which control is transferred to the group until the date that control ceases.

Non-controlling interest in an acquiree is stated at the non-controlling interest's proportionate share in the recognized amounts of the acquiree's identifiable net assets at the acquisition date and the non-controlling interest's share of changes in the equity since the date of the combination. Total comprehensive income is attributed to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Changes in the group's ownership interest in a subsidiary that do not result in loss of control are accounted for as equity transactions. The carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interest in the subsidiary and any difference between the amount by which the non-controlling interests is adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the parent company's shareholders. Non-controlling interest is presented separately in the consolidated statements of financial position and profit or loss. The non-controlling interests are classified as a financial liability to the extent there is an obligation to deliver cash or another financial asset to settle the non-controlling interest.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances based on latest audited financial statements of subsidiaries. Intra group balances, transactions, income, expenses and dividends are eliminated in full. Profits and losses resulting from intra group transactions that are recognized in assets are eliminated in full.

When the group loses control of a subsidiary, it derecognizes the assets (including any goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost as well as related non-controlling interests. Any investment retained is recognized at fair value at the date when control is lost. Any resulting difference along with amounts previously directly recognized in equity is transferred to the consolidated statement of profit or loss.



## 2.5 Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents includes, cash in hand, call deposits and time deposits with groups whose original maturities do not exceed a period of three months.

## 2.6 Financial instruments

### Classification

In the normal course of business the group uses financial instruments, principally cash, deposits, receivables, investments, payables and due to banks. The group classifies financial assets as "at fair value through profit or loss", "loans and receivables" or "available for sale". All financial liabilities are classified as "other than at fair value through profit or loss".

### Recognition/derecognition

A financial asset or a financial liability is recognized when the group becomes a party to the contractual provisions of the instrument. A financial asset (in whole or in part) is derecognized when the contractual rights to receive cash flows from the financial asset has expired or the group has transferred substantially all risks and rewards of ownership and has not retained control. If the group has retained control, it continues to recognize the financial asset to the extent of its continuing involvement in the financial asset.

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and recognition of a new liability.

All regular way purchase and sale of financial assets are recognized using settlement date accounting. Changes in fair value between the trade date and settlement date are recognized in the consolidated statement of profit or loss or in the consolidated statement of comprehensive income in accordance with the policy applicable to the related instrument. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulations or conventions in the market place.

### Measurement

#### *Financial instruments*

All financial assets or financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue are added except for those financial instruments classified as "at fair value through profit or loss"

#### *Financial assets at fair value through profit or loss*

Financial assets classified as "at fair value through profit or loss" are divided into two sub categories: financial assets held for trading, and those designated at fair value through statement of profit or loss at inception. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if they are managed and their performance is evaluated and reported internally on a fair value basis in accordance with a documented risk management or investment strategy. Derivatives

are classified as “held for trading” unless they are designated as hedges and are effective hedging instruments.

#### *Loans and receivables*

These are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These are subsequently measured and carried at amortised cost using the effective yield method.

#### *Available for sale*

These are non-derivative financial assets not included in any of the above classifications and principally acquired to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, exchange rates or equity prices. These are subsequently measured and carried at fair value and any resultant gains or losses are recognized in the consolidated statement of comprehensive income. When the “available for sale” asset is disposed of or impaired, the related accumulated fair value adjustments are transferred to the consolidated statement of profit or loss as gains or losses.

#### *Financial liabilities/equity*

Financial liabilities “other than at fair value through profit or loss” are subsequently measured and carried at amortized cost using the effective yield method. Equity interests are classified as financial liabilities if there is a contractual obligation to deliver cash or another financial asset.

### **Impairment and uncollectability of financial assets**

An assessment is made at each reporting date to determine whether there is objective evidence that a specific financial asset or a group of similar financial assets may be impaired as a result of one or more events that occurred after the initial recognition of those assets and that event has an impact on the estimated future cash flows of the financial asset or group of financial assets, that can be reliably measured. If such evidence exists, any impairment loss is recognised in the consolidated statement of profit or loss.

Impairment is determined as follows:

- A. For financial assets carried at amortised cost, impairment is the difference between the carrying value and the present value of the estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the original effective profit rate.
- B. For financial assets carried at fair value, impairment is the difference between cost and fair value.
- C. For financial assets carried at cost, impairment is the difference between the carrying value and present value of future cash flows discounted at the current market rate of return for a similar financial asset.

Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased and the decrease can be related objectively to an event occurring after the impairment loss was recognised. Except for equity instruments classified as available for sale, reversal of impairment losses are recognised in the consolidated statement of profit or loss to the extent the carrying value of the asset does not exceed its amortised cost at the reversal date. For available for sale equity investments, reversals of impairment losses are recorded as increases through consolidated statement of profit or loss and comprehensive income.

Financial assets are written off when there is no realistic prospect of recovery.

## Offsetting

Financial assets and financial liabilities are only offset and the net amount reported in the consolidated statement of financial position when there is a legally enforceable right to set off the recognised amounts and the group intends to settle on a net basis.

## 2.7 Investment in associates

Associate are those entities over which the group exerts significant influence. Investment in associates is accounted for under the equity method of accounting. Where an associate is acquired and held exclusively for resale, it is accounted for as a non-current asset held for resale under IFRS 5.

Under the equity method, the investment in associate is initially recognised at cost and adjusted thereafter for the post-acquisition change in the group's share of the associate's net assets. Goodwill relating to an associate is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment. The group recognises in the consolidated statement of profit or loss its share of the total recognised profit or loss of the associate from the date that influence or ownership effectively commenced until the date that it effectively ceases. Distributions received from the associate reduce the carrying amount of the investment. Adjustments to the carrying amount may also be necessary for changes in group's share in the associate arising from changes in the associate's equity that have not been recognised in the associate's income statement. The group's share of those changes is recognised in the consolidated statement of profit or loss and comprehensive income.

Unrealised gains on transactions with associates are eliminated to the extent of the group's share in the associate. Unrealised losses are also eliminated unless the transaction provides evidence of impairment in the asset transferred. An assessment for impairment of investments in associates is performed when there is an indication that the asset has been impaired, or that impairment losses recognised in prior years no longer exist. If such indication exists, the group estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss.

The associate's financial statements are prepared either to the group's reporting date or to a date not earlier than three months of the group's reporting date using consistent accounting policies. Where practicable, adjustments are made for the effects of significant transactions or other events that occur between the reporting date of the associates and the group's reporting date.

## 2.8 Deferred policy acquisition costs

Commission expense that varies with and are related to securing new contracts and renewing existing contracts are treated as deferred acquisition costs and capitalized as an intangible asset. This is computed as a proportion of the net premium earned on the same basis as the unexpired premium reserve. All other costs are recognized as expenses when incurred.

## 2.9 Goodwill

Goodwill arising in a business combination is computed as the excess of the aggregate of: the consideration transferred; the non-controlling interests proportionate share of the acquiree's net identifiable assets, if any; and in a business combination achieved in stages the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree, over the net of the acquisition-date fair values of the identifiable assets acquired and liabilities assumed. Any deficit is a gain from a bargain purchase and is recognized directly in the consolidated statement of profit or loss.

Goodwill is allocated to each of the cash generating units for the purpose of impairment testing. Gains and losses on disposal of an entity or a part of the entity include the carrying amount of goodwill relating to the entity or the portion sold.

Goodwill is tested at least annually for impairment and carried at cost less accumulated impairment losses.

Assets are grouped at the lowest levels for which there are separately identifiable cash flows, known as cash generating units for the purpose of assessing impairment of goodwill. If the recoverable amount of the cash generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata, on the basis of the carrying amount of each asset in the unit. That relating to goodwill cannot be reversed in a subsequent period. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the asset for which the estimates of future cash flows have not been adjusted. The group prepares formal five year plans for its businesses. These plans are used for the value in use calculation. Long range growth rates are used for cash flows into perpetuity beyond the five year period. Fair value less costs to sell is determined using valuation techniques and considering the outcome of recent transactions for similar assets in the same industry in the same geographical region.

## 2.10 Property and equipment

The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditures incurred after the property and equipment have been put into operation, such as repairs and maintenance and overhaul costs, are normally charged to consolidated statement of profit or loss in the period in which the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as an additional cost of property and equipment.

Property and equipment are stated at cost less accumulated depreciation and impairment losses. When assets are sold or retired, their cost and accumulated depreciation are eliminated from the accounts and any gain or loss resulting from their disposal is included in the consolidated statement of profit or loss.

Land is not depreciated. Depreciation is computed on a straight-line basis over the estimated useful lives of other property and equipment as follows:

|                         | Years |
|-------------------------|-------|
| Buildings               | 35    |
| Furniture and equipment | 4     |
| Computers               | 4 – 7 |

The useful life and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

Property and equipment are reviewed periodically for any impairment. If there is an indication that the carrying value of the asset is greater than its recoverable amount, the asset is written down to its recoverable amount and the resultant impairment loss is taken to the consolidated statement of profit or loss.

## 2.11 Fair value measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 - inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability either directly or indirectly; and
- Level 3 - inputs are unobservable inputs for the asset or liability.

For financial instruments quoted in an active market, fair value is determined by reference to quoted market prices. Bid prices are used for assets and offer prices are used for liabilities. The fair value of

investments in mutual funds, unit trusts or similar investment vehicles are based on the last published net assets value.

For unquoted financial instruments fair value is determined by reference to the market value of a similar investment, discounted cash flows, other appropriate valuation models or brokers' quotes.

For financial instruments carried at amortised cost, the fair value is estimated by discounting future cash flows at the current market rate of return for similar financial instruments.

For investments in equity instruments, where a reasonable estimate of fair value cannot be determined, the investment is carried at cost.

The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## 2.12 Impairment of non-financial assets

The group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the group estimates the asset's recoverable amount. An asset's or cash-generating unit's (CGU) recoverable amount is the higher of its fair value less costs to sell and its value in use. Where the carrying amount of an asset or cash generating unit (GUC) exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For non-financial assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceeds the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss.

## 2.13 Insurance contract liabilities – recognition and measurement

This comprises of provisions for outstanding claims, unexpired risks and claims incurred but not reported.

### *Reserve for outstanding claims*

This represents the group's estimate of its liability for reported claims, which are unpaid on the consolidated statement of financial position date based on the policy disclosed in note. 2.17. Although the group's management believes that the amount of reserve is adequate, the ultimate cost of claims cannot be known with certainty at the consolidated statement of financial position date.

### *Reserve for unexpired risks*

#### *General insurance*

At the end of each year, a proportion of net retained premiums of general insurance are provided to cover portions of risks which have not expired at the consolidated statement of financial position date.

The reserve is calculated on annual premiums earned net of reinsurance at 30% for fire and general accident insurance and 15% for marine and aviation insurance.

#### *Life insurance*

Reserve for life insurance liabilities are recognised based on independent actuarial valuation.

### **Liability adequacy test**

At each reporting date the group assesses whether its recognized insurance liabilities are adequate using current estimates of future cash flows under its insurance contracts. If that assessment shows that the carrying amount of its insurance liabilities (less related deferred policy acquisition costs) is inadequate in light of estimated future cash flows, the entire deficiency is immediately recognized in the consolidated statement of profit or loss and an unexpired risk provision is created.

### **Reinsurance contracts held**

In order to minimize financial exposure from large claims the group enters into agreements with other parties for reinsurance purposes. Claims receivable from reinsurers are estimated in a manner consistent with the claim liability and in accordance with the reinsurance contract. These amounts are shown as "reinsurance recoverable on outstanding claims" in the consolidated statement of financial position until the claim is paid by the group. Once the claim is paid the amount due from the reinsurers in connection with the paid claim is transferred to "receivables arising from insurance contracts".

Premiums on reinsurance assumed are recognised as revenue in the same manner as they would be if the reinsurance were considered direct business.

At each reporting date, the group assesses whether there is any indication that a reinsurance asset may be impaired. Where an indicator of impairment exists, the Group makes a formal estimate of recoverable amount. Where the carrying amount of a reinsurance asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Ceded reinsurance arrangements do not relieve the group from its obligations to policyholders.

The group also assumes reinsurance risk in the normal course of business for life insurance and non-life



insurance contracts when applicable. Premiums and claims on assumed reinsurance are recognized as income and expenses in the same manner as they would be if the reinsurance were considered direct business, taking into account the product classification of the reinsured business. Reinsurance liabilities represent balances due to reinsurance companies. Amounts payable are estimated in a manner consistent with the associated reinsurance contract.

Premiums and claims are presented on a gross basis for both ceded and assumed reinsurance.

Reinsurance assets or liabilities are derecognized when the contractual rights are extinguished or expire or when the contract is transferred to another party.

## 2.14 End of service indemnity

Provision is made for amounts payable to employees under the Kuwaiti Labor Law in the private sector and employees' contracts. This liability, which is unfunded, represents the amount payable to each employee as a result of involuntary termination on the consolidated statement of financial position date, and approximates the present value of the final obligation.

## 2.15 Treasury shares

Treasury shares consist of the Parent Company's own shares that have been issued, subsequently reacquired by the Parent Company and not yet reissued or canceled. The treasury shares are accounted for using the cost method. Under the cost method, the weighted average cost of the shares reacquired is charged to a contra equity account. When the treasury shares are reissued, gains are credited to a separate account in shareholders' equity (treasury shares reserve) which is not distributable. Any realized losses are charged to the same account to the extent of the credit balance on that account. Any excess losses are charged to retained earnings then reserves.

Gains realized subsequently on the sale of treasury shares are first used to offset any recorded losses in the order of reserves, retained earnings and the treasury shares reserve account. No cash dividends are paid on these shares. The issue of bonus shares increases the number of treasury shares proportionately and reduces the average cost per share without affecting the total cost of treasury shares.

Where any group company purchases the Parent Company's equity shares (treasury shares), the consideration paid, including any directly attributable incremental costs is deducted from equity attributable to the Parent Company's equity holders until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs is included in equity attributable to the Parent Company's equity holders.

## 2.16 Revenue Recognition

### *Gross premium*

Gross premium comprises the total premiums receivable for the whole period of cover provided by contracts entered into during the accounting period. They are recognized on the date on which the policy commences. Premiums include any adjustments arising in the accounting period for premium receivable in respect of business written in prior accounting periods. Rebates that form part of the premium rate, such as no-claim rebates, are deducted from gross premium; others are recognized as an expense. Premiums are recognized as revenue annually and over the period of the cover. The portion of premiums that relates to unexpired risks at the consolidated statement of financial position date is reported as



reserve for unexpired risks or as unearned premium.

#### *Reinsurance premium*

Gross reinsurance premiums written comprise the total premiums payable for the whole cover provided by the contracts entered into during the period and are recognized on the date on which the policy incepts. Reinsurance premiums also include any adjustments arising in the accounting period for premium receivable in respect of business written in prior accounting periods. Unearned reinsurance premium are those proportion of premium written in a year that relates to periods of risk after the reporting date.

#### *Commission earned*

Commission earned are recognized at the time policies are underwritten for reinsurance business.

#### *Policy issuance fees*

Insurance and investment contract policyholders are charged for policy administration services, investments management services, surrenders and other contract fees. These fees are recognized as revenue over the period in which the related services are performed.

#### *Dividend income*

Dividend income is recognised when the right to receive payment is established.

#### *Interest income*

Interests on fixed deposits are recognised on time proportion basis using effective yield method.

#### *Realised gains and losses*

Realised gains and losses recorded in the statement of profit or loss include gain and loss on financial assets. Gains and losses on sale of investments are measured as the difference between the sale proceeds and the carrying amount of the investment at the date of disposal, and are recognized at the time of the sale.

#### *Insurance service income*

Income from insurance services is recognized on business incepted during the year.

## **2.17 Claims**

Claims, comprising amount payable to contract holders and third parties and related loss adjustment expenses, net of salvage and other recoveries, are charged to consolidated statement of profit or loss as incurred. Claims comprises the estimated amount payable, in respect of claims reported to the group and those not reported at the reporting date.

The group generally estimates its claim based on previous experience. Independent loss adjusters normally estimates property claim. In addition, a provision based on management's judgment and the group's prior experience is maintained for the cost of settling claims incurred but not reported at the reporting date. Any difference between the provisions at the reporting date and settlements and provisions for the following year is included in the underwriting account of that year.

## 2.18 Provisions for liabilities

Provisions are recognised when, as a result of past events, it is probable that an outflow of economic resources will be required to settle a present, legal or constructive obligation and the amount can be reliably estimated.

## 2.19 Contingencies

Contingent assets are not recognised in the consolidated financial statements, but are disclosed when an inflow of economic benefit is probable.

Contingent liabilities are not recognised in the consolidated financial statements, but are disclosed unless the possibility of an outflow of resources embodying economic benefit is remote.

## 2.20 Accounting for Operating leases

*Where group is a lessor*

*Operating leases*

Real estate property owned by the group and leased under operating leases for rental income is included in investment property in the consolidated statement of financial position.

Operating lease income is recognized, when earned, on a straight line basis over the lease period.

*Where group is a lessee*

Leases of assets under which all the risks and benefits of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the consolidated statement of profit or loss on a straight-line basis over the period of the lease or over the expected time pattern of user's benefit.

## 2.21 Foreign currency

The group's consolidated financial statements are presented in Kuwait dinars, which is also the Parent Company functional currency. Foreign currency transactions are recorded at rates of exchange ruling at the date of the transactions. Monetary assets and liabilities in foreign currencies outstanding at the year-end are translated into Kuwaiti dinars at rates of exchange ruling at the reporting date. Any resultant gains or losses are taken to the consolidated statement of profit or loss.

Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Translation difference on non-monetary items classified as "at fair value through profit or loss" are reported as part of the fair value gain or loss in the consolidated statement of profit or loss whereas, those on non-monetary items classified as "available for sale" financial assets are included in consolidated statement of profit or loss and comprehensive income.

## 2.22 Segment reporting

A segment is a distinguishable component of the group that engages in business activities from which it earns revenues and incurs costs. The operating segments are used by the management of the group to allocate resources and assess performance. Operating segments exhibiting similar economic characteristics, product and services and class of customers are appropriately aggregated and reported as reportable segments.

## 2.23 Significant accounting judgments, estimates and assumptions

The preparation of the group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

### Judgements

In the process of applying the group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognised in the consolidated financial statements:

#### *Revenue recognition*

Revenue is recognized to the extent it is probable that the economic benefits will flow to the group and the revenue can be reliably measured. The determination of whether the revenue recognition criteria as specified under IAS18 are met requires significant judgment.

#### *Provision for doubtful debts*

The determination of the recoverability of the amount due from customers and the factors determining the impairment of the receivable involve significant judgment.

#### *Classification of investments*

On acquisition of an investment, the group decides whether it should be classified as «financial assets at fair value through profit or loss» or «financial assets available for sale».

The group classifies investments as 'financial assets at fair value through profit or loss' if they are acquired primarily for the purpose of short term profit making or if they are managed and their performance is evaluated on a reliable fair value basis in accordance with a documented investment strategy. All other investments are classified as «available for sale».

#### *Impairment of financial assets available for sale*

The group treats «financial assets available for sale» equity investments as impaired when there has been a significant or prolonged decline in their fair value below their cost. The determination of what is «significant» or «prolonged» requires significant judgment. In addition, the group also evaluates among other factors, normal volatility in the share price for quoted equities and the future cash flows and the discount factors for unquoted equities. Impairment may be considered appropriate when there is evidence of deterioration in the financial position of the investee, industry and sector performance; changes in technology and operational and financing cash flows.

### Estimation uncertainty and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

*Fair value of unquoted equity investments*

If the market for a financial asset is not active or not available, the group establishes fair value by using valuation techniques which include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models refined to reflect the issuer's specific circumstances. This valuation requires the group to make estimates about expected future cash flows and discount rates that are subject to uncertainty.

*Provision for doubtful debts*

The extent of provision for doubtful debts involves estimation process. Provision for doubtful debts is made when there is objective evidence that the group will not be able to collect the debts. Bad debts are written off when identified. The provisions and write-down of accounts receivable are subject to management approval.

*Sources of uncertainty in the estimation of outstanding claims*

Non life

Claims are payable on a claims-occurrence basis. The group is liable for all insured events that occur during the term of the contract, even if the loss is discovered after the end of the contract term. Liabilities for unpaid claims are estimated using the inputs on individual cases reported to the group and management estimation for the claims incurred but not reported. These mainly relate to the inherent risks of the business activities carried out by individual contract holders and the risk management procedures they adopted.

The estimated cost of claims includes direct expenses to be incurred in settling claims, net of the expected subrogation value and other recoveries. The group 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 liabilities for these contracts on the date of consolidated statement of financial position comprise a provision for claims incurred but not reported (IBNR), a provision for reported claims not yet paid and a provision for unexpired risks.

In reporting net incurred claims and estimating the liability for the cost of reported claims and not yet paid, the group considers any 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.

Life

Uncertainty is the estimation of future benefit payments and premiums receipts for life insurance contracts arises from the unpredictability of overall levels of mortality, health and the variability in contract holder behavior.

Reinsurance

The group is exposed to disputes with, and possibility of defaults by, its reinsurers. The group monitors on a quarterly basis the evolution of disputes with and the strength of its reinsurers.

### 3. Cash and cash equivalents

|                           | KUWAITI DINARS   |                  |
|---------------------------|------------------|------------------|
|                           | 2016             | 2015             |
| CASH ON HAND AND AT BANKS | 361,1409         | 3,468,305        |
| CASH IN PORTFOLIOS        | 3,284,223        | 1,037,596        |
|                           | <b>4,693,584</b> | <b>4,505,901</b> |

Cash and cash equivalent are denominated in the following currencies:

|               | KUWAITI DINARS   |                  |
|---------------|------------------|------------------|
|               | 2016             | 2015             |
| KUWAITI DINAR | 1,333,319        | 2,611,538        |
| US DOLLAR     | 3,360,265        | 1,894,363        |
|               | <b>4,693,584</b> | <b>4,505,901</b> |

### 4. Fixed deposits

Fixed deposits represent deposits at banks whose maturity period exceeds three months but not more than one year from the date of placement.

Fixed deposits are denominated in the following currencies:

|               | KUWAITI DINARS   |                  |
|---------------|------------------|------------------|
|               | 2016             | 2015             |
| KUWAITI DINAR | 250,6324         | 5,469,000        |
| US DOLLAR     | 459,000          | 456,000          |
| UAE DHS       | 82,000           | 82,000           |
|               | <b>6,865,250</b> | <b>6,007,000</b> |

The Insurance Companies and Agent Law No. 24 Of 1961 as amended, requires the Parent Company to deposit in a Kuwaiti bank or in a Kuwaiti branch of a foreign bank, a deposit amounting to KD 500,000 for general insurance and KD 500,000 for life insurance (2015 - KD 500,000 for general insurance and KD 500,000 for life insurance business).

Additionally, a minimum 15% of premiums collected on marine insurance contracts and 30% of premiums collected on non-marine insurance contracts except for life insurance contracts are to be retained in Kuwait. A minimum 40% of the amounts retained are to be in the form of deposits in a bank operating in Kuwait.

Accordingly, fixed deposits amounting to KD 4,674,250 (2015 - KD 4,169,000) are under lien to the Ministry of Commerce to comply with local insurance regulations. The Parent Company cannot utilize any of these deposits unless they are replaced with an equal financial instrument within the limits prescribed in the law.

The effective interest rate on fixed deposits was 1% to 2.9% Per annum (2015 - 0.875% To 1.813%).

## 5. Investments at fair value through profit or loss

|                      | KUWAITI DINARS          |                  |
|----------------------|-------------------------|------------------|
|                      | 2016                    | 2015             |
| HELD FOR TRADING     |                         |                  |
| QUOTED SHARES        | <b>1,577,097</b>        | 1,824,493        |
| INVESTMENTS IN FUND  | <b>118,717</b>          | 2,236,302        |
| INVESTMENTS IN BONDS | <b>1,053,479</b>        | 1,011,349        |
|                      | <b><u>2,749,293</u></b> | <u>5,072,144</u> |

The movement during the year is as follows:

|   | KUWAITI DINARS          |                  |
|---|-------------------------|------------------|
|   | 2016                    | 2015             |
| BALANCE AT THE BEGINNING OF THE YEAR                | <b>5,072,144</b>        | 2,253,984        |
| ADDITIONS   | <b>1,835,071</b>        | 6,039,613        |
| DISPOSALS   | <b>(3,957,385)</b>      | (3,062,484)      |
| UNREALIZED LOSS ON CHANGE IN FAIR VALUE (NOTE - 21) | <b>(200,537)</b>        | (158,969)        |
| BALANCE AT THE END OF THE YEAR                      | <b><u>2,749,293</u></b> | <u>5,072,144</u> |

## 6. Insurance and reinsurance receivables

|                                       | KUWAITI DINARS           |                   |
|---------------------------------------|--------------------------|-------------------|
|                                       | 2016                     | 2015              |
| OUTSTANDING PREMIUM                   | <b>12,594,646</b>        | 14,557,514        |
| INSURANCE AND REINSURANCE COMPANIES   | <b>1,815,526</b>         | 1,644,366         |
|                                       | <b>14,410,172</b>        | 16,201,880        |
| LESS: PROVISION FOR DOUBTFUL ACCOUNTS | <b>(1,755,304)</b>       | (1,627,467)       |
|                                       | <b>12,654,868</b>        | 14,574,413        |
| ADVANCE INSURANCE PREMIUM             | <b>1,794,363</b>         | 2,287,546         |
|                                       | <b><u>14,449,231</u></b> | <u>16,861,959</u> |

Outstanding premium

As of 31 December 2016, premium receivables amounting to KD 1,657,304 (2015 - KD 1,627,467) were impaired and fully provided for and KD 5,240,038 (2015 - KD 4,889,536) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these account receivables is as follows:

|                    | KUWAITI DINARS           |                   |
|--------------------|--------------------------|-------------------|
|                    | 2016                     | 2015              |
| LESS THAN 3 MONTHS | <b>5,697,304</b>         | 8,040,511         |
| 3 TO 6 MONTHS      | <b>1,640,647</b>         | 1,437,259         |
| MORE THAN 6 MONTHS | <b>3,599,391</b>         | 3,452,277         |
| IMPAIRED           | <b>1,657,304</b>         | 1,627,467         |
|                    | <b><u>12,594,646</u></b> | <u>14,557,514</u> |

Insurance and reinsurance companies

As of 31 December 2016, receivable from insurance and reinsurance companies amounting to KD 98,000 (2015: nil) were impaired.

The movement of provision for doubtful debts is as follows:

|                                  | Kuwaiti Dinars   |                  |
|----------------------------------|------------------|------------------|
|                                  | 2016             | 2015             |
| Balance at beginning of the year | 1,627,467        | 1,402,467        |
| Charge for the year (Note 22)    | 350,000          | 225,000          |
| Written off during the year      | (222,163)        | -                |
| Balance at the end of the year   | <u>1,755,304</u> | <u>1,627,467</u> |

The Group does not hold any collateral as security.

## 7. Other receivables

|                           | Kuwaiti Dinars   |                  |
|---------------------------|------------------|------------------|
|                           | 2016             | 2015             |
| Due from related parties  | 2,655,461        | 1,965,054        |
| Deferred acquisition cost | 587,956          | -                |
| Accrued income            | 176,504          | 159,789          |
| Prepaid expenses          | 441,693          | 25,964           |
| Refundable Deposit        | 242,903          | 16,835           |
| Other                     | 26,514           | 21,747           |
|                           | <u>4,131,031</u> | <u>2,189,389</u> |

Other receivables do not contain impaired assets.

## 8. Investments available for sale

|                     | Kuwaiti Dinars    |                   |
|---------------------|-------------------|-------------------|
|                     | 2016              | 2015              |
| Quoted securities   | 11,273,162        | 11,799,182        |
| Unquoted securities | 4,589,544         | 4,531,745         |
| Investment in Bonds | 3,418,000         | 2,000,000         |
|                     | <u>19,280,706</u> | <u>18,330,927</u> |

Bonds classified as investments available for sale carry interest rate ranging from 4.75% To 6.5% Per annum (2015: 4.75%) and mature in 10 years.

Movement during the year is as follows:

|                                      | Kuwaiti Dinars    |             |
|--------------------------------------|-------------------|-------------|
|                                      | 2016              | 2015        |
| Balance at the beginning of the year | <b>18,330,927</b> | 18,488,514  |
| Additions                            | <b>1,418,000</b>  | 2,000,000   |
| Disposals                            | -                 | (1,125,016) |
| Impairment loss (Note - 21)          | <b>(25,500)</b>   | -           |
| Change in fair value                 | <b>(442,721)</b>  | (1,032,571) |
| Balance at the end of the year       | <b>19,280,706</b> | 18,330,927  |

Investments available for sale are denominated in the following currencies:

|               | Kuwaiti Dinars    |            |
|---------------|-------------------|------------|
|               | 2016              | 2015       |
| Kuwaiti Dinar | <b>17,837,507</b> | 17,795,432 |
| US Dollar     | <b>940,702</b>    | 32,998     |
| Others        | <b>502,497</b>    | 502,497    |
|               | <b>19,280,706</b> | 18,330,927 |

Quoted shares with a fair value of KD 1,854,000 (2015 - KD 2,016,000) are under lien to the Ministry of Commerce and Industry.

Unquoted equity securities amounting KD 844,105 (2015 - KD 964,805) are carried at cost less impairment loss since their fair values cannot be reliably determined.

## 9. Subsidiary

The subsidiary WAPMED TPA Services Company - K.S.C.C is a closed Kuwaiti shareholding company incorporated in the State of Kuwait. The principal activity of the subsidiary is providing administrative and technical services to insurance companies and to manage and organize health insurance, evaluating the therapeutic services provided by the medical centers for the insured and issuing special cards for the policy holders. The Parent Company holds 54.57% (2015 - 54.57%) Of its equity interest.

The summarised financial information of subsidiary is set out below before intragroup eliminations.



|  | Kuwaiti Dinars |           |
|--|----------------|-----------|
|  | 2016           | 2015      |
| Current assets   | 987,381        | 764,284   |
| Non- current assets  | 113,306        | 121,929   |
| Current liabilities  | (376,585)      | (113,269) |
| Non- current liabilities                                   | (155,843)      | (105,771) |
| Equity   | 568,259        | 667,173   |
| Equity attributable to the Parent Company                  | 310,099        | 364,076   |
| Non-controlling interest                                   | 258,160        | 303,097   |
|  | 568,259        | 667,173   |
| Revenue  | 773,886        | 914,737   |
| (Loss)/profit for the year                                 | (98,914)       | 109,370   |
| (Loss)/profit attributable to the Parent Company           | (53,977)       | 59,523    |
| (Loss)/profit attributable to the non-controlling interest | (44,937)       | 49,847    |
|  | (98,914)       | 109,370   |
| Other comprehensive income for the year                    | -              | -         |
| Total comprehensive income for the year                    | (98,914)       | 109,370   |
| Net cash from/(used in) operating activities               | 217,883        | (21,895)  |
| Net cash (used in)/from investing activities               | (154,684)      | 40,822    |
| Net increase in cash and cash equivalents                  | 63,199         | 18,927    |

## 10. Investment in associates

Investment in associates consists of the following:

| NAME OF THE ASSOCIATES                     | PRINCIPAL ACTIVITY | COUNTRY OF INCORPORATION | OWNERSHIP PERCENTAGE |      |
|--|--------------------|--------------------------|----------------------|------|
|  |                    |                          | 2016                 | 2015 |
| RITAJ TAKAFUL INSURANCE COMPANY - K.S.C.C. | TAKAFUL INSURANCE  | KUWAIT                   | 25.1                 | 25.1 |
| PARTNERS REAL ESTATE COMPANY - WLL         | REAL ESTATE        | KUWAIT                   | 40.5                 | 40.5 |

Summarized financial information in respect of each of the Group's associates is set out below. The summarized financial information below represents amounts shown in the associate's financial statements prepared in accordance with IFRS (adjusted by the Group for equity accounting purposes)

**Ritaj takaful insurance company KSCC**

|  | Kuwaiti Dinars    |             |
|--|-------------------|-------------|
|  | 2016              | 2015        |
| Current assets                                 | <b>6,266,216</b>  | 4,133,118   |
| Non- current assets                            | <b>6,930,730</b>  | 9,674,371   |
| Current liabilities                            | <b>(474,931)</b>  | (1,460,461) |
| Equity   | <b>12,722,015</b> | 12,347,028  |
| Revenue  | <b>465,988</b>    | 491,393     |
| Profit for the year                            | <b>321,431</b>    | 292,674     |
| Other comprehensive income/(loss) for the year | <b>53,556</b>     | (63,455)    |
| Total comprehensive income for the year        | <b>374,987</b>    | 229,219     |

Reconciliation of the above summarized financial information to the carrying amount of the interest in ritaj takaful insurance company KSCC recognized in the consolidated financial statements.

|  | Kuwaiti Dinars    |            |
|--|-------------------|------------|
|  | 2016              | 2015       |
| Net assets of the associate                  | <b>12,722,015</b> | 12,347,028 |
| Proportion of the Group's ownership interest | <b>25.1%</b>      | 25.1%      |
| Carrying amount of the Group's interest      | <b>3,193,225</b>  | 3,099,104  |

**Partners real estate company - wll**

|                     | Kuwaiti Dinars   |           |
|---------------------|------------------|-----------|
|                     | 2016             | 2015      |
| Current assets      | <b>11,452</b>    | 1,177,196 |
| Non- current assets | <b>6,372,345</b> | 4,822,804 |
| Current liabilities | <b>(86,103)</b>  | -         |
| Equity              | <b>6,297,694</b> | 6,000,000 |
| Revenue             | <b>324,041</b>   | -         |
| Profit for the year | <b>297,694</b>   | -         |

Reconciliation of the above summarized financial information to the carrying amount of the interest in partners real estate company wll recognized in the consolidated financial statements.

|  | Kuwaiti Dinars   |           |
|--|------------------|-----------|
|  | 2016             | 2015      |
| Net assets of the associate                  | <b>6,297,694</b> | 6,000,000 |
| Proportion of the Group's ownership interest | <b>40.5%</b>     | 40.5%     |
| Carrying amount of the Group's interest      | <b>2,550,566</b> | 2,430,000 |

The movement during the year is as follows:

|   | <u>2016</u>             | <u>2015</u>      |
|---|-------------------------|------------------|
| Balance at the beginning of the year                            | <b>5,529,104</b>        | 5,471,570        |
| Group share of result of associates                             | <b>201,245</b>          | 73,461           |
| Group share of other comprehensive income/(loss) from associate | <b>13,442</b>           | (15,927)         |
| Balance at the end of the year                                  | <b><u>5,743,791</u></b> | <u>5,529,104</u> |

## 11. Property and equipment

|                          | Kuwaiti Dinars          |                         |                         |                          |
|--------------------------|-------------------------|-------------------------|-------------------------|--------------------------|
|                          | Land and buildings      | Furniture and equipment | Computer                | Total                    |
| Cost                     |                         |                         |                         |                          |
| At 31 December 2014      | 8,625,006               | 563,484                 | 1,562,910               | 10,751,400               |
| Additions                | -                       | 18,984                  | 65,802                  | 84,786                   |
| At 31 December 2015      | 8,625,006               | 582,468                 | 1,628,712               | 10,836,186               |
| Additions                | -                       | 24,183                  | 56,922                  | 81,105                   |
| At 31 December 2016      | <b><u>8,625,006</u></b> | <b><u>606,651</u></b>   | <b><u>1,685,634</u></b> | <b><u>10,917,291</u></b> |
| Accumulated depreciation |                         |                         |                         |                          |
| At 31 December 2014      | 935,051                 | 403,136                 | 1,044,675               | 2,382,862                |
| Charge for the year      | 141,409                 | 50,655                  | 132,169                 | 324,233                  |
| At 31 December 2015      | 1,076,460               | 453,791                 | 1,176,844               | 2,707,095                |
| Charge for the year      | 141,384                 | 47,274                  | 125,149                 | 313,807                  |
| At 31 December 2016      | <b><u>1,217,844</u></b> | <b><u>501,065</u></b>   | <b><u>1,301,993</u></b> | <b><u>3,020,902</u></b>  |
| Net book value           |                         |                         |                         |                          |
| At 31 December 2016      | <b><u>7,407,162</u></b> | <b><u>105,586</u></b>   | <b><u>383,641</u></b>   | <b><u>7,896,389</u></b>  |
| At 31 December 2015      | <u>7,548,546</u>        | <u>128,677</u>          | <u>451,868</u>          | <u>8,129,091</u>         |

The head office building and related land are under lien to the Ministry of Commerce and Industry for an amount of KD 2,955,780 (2015 - KD 2,955,780), to comply with local insurance regulations.

## 12. Bank overdraft

During the year the Group obtained unsecured overdraft facilities from a local bank at an effective interest rate of 3.75% Per annum.

## 13. Accounts payable

|                        | Kuwaiti Dinars          |                  |
|------------------------|-------------------------|------------------|
|                        | <u>2016</u>             | <u>2015</u>      |
| Trade payable          | <b>4,732,285</b>        | 3,918,040        |
| Due to related parties | <b>107,428</b>          | 104,723          |
|                        | <b><u>4,839,713</u></b> | <u>4,022,763</u> |

#### 14. Insurance contract liabilities

|                                 | Kuwaiti Dinars    |                   |
|---------------------------------|-------------------|-------------------|
|                                 | 2016              | 2015              |
| Reserve for outstanding claims  | <b>19,269,819</b> | 20,416,634        |
| Reserve for unexpired risks     | <b>3,757,853</b>  | 3,872,800         |
| Reserve for life insurance fund | <b>1,786,963</b>  | 1,475,638         |
|                                 | <b>24,814,635</b> | <b>25,765,072</b> |

The reserve for outstanding claims comprises of:

|   | Marine and aviation | Fire           | General accident | Life and medical | Total            |
|---|---------------------|----------------|------------------|------------------|------------------|
| <b>2016</b>                                 |                     |                |                  |                  |                  |
| Reserve for outstanding claims:             |                     |                |                  |                  |                  |
| Gross balance at beginning of the year      | 1,144,830           | 4,015,811      | 10,316,479       | 4,939,514        | 20,416,634       |
| Reinsurance share                           | (833,577)           | (3,452,842)    | (9,409,070)      | (4,450,695)      | (18,146,184)     |
| Net balance at beginning of the year        | 311,253             | 562,969        | 907,409          | 488,819          | 2,270,450        |
| Incurred during the year - net              | 290,413             | 100,668        | 4,441,122        | 6,972,583        | 11,804,786       |
| Paid during the year - net                  | (306,269)           | (149,938)      | (4,161,719)      | (6,858,954)      | (11,476,880)     |
| Net balance at end of the year              | <u>295,397</u>      | <u>513,699</u> | <u>1,186,812</u> | <u>602,448</u>   | <u>2,598,356</u> |
| Represented by:                             |                     |                |                  |                  |                  |
| Gross outstanding claims at end of the year | 1,181,689           | 3,619,537      | 9,619,604        | 4,848,989        | 19,269,819       |
| Reinsurance share                           | (886,292)           | (3,105,838)    | (8,432,792)      | (4,246,541)      | (16,671,463)     |
|   | <u>295,397</u>      | <u>513,699</u> | <u>1,186,812</u> | <u>602,448</u>   | <u>2,598,356</u> |
| Reserve for unexpired risks                 | <u>71,845</u>       | <u>182,048</u> | <u>1,853,953</u> | <u>1,650,007</u> | <u>3,757,853</u> |
| <b>2015</b>                                 |                     |                |                  |                  |                  |
| Reserve for outstanding claims:             |                     |                |                  |                  |                  |
| Gross balance at beginning of the year      | 1,320,793           | 3,811,622      | 9,313,716        | 4,430,951        | 18,877,082       |
| Reinsurance share                           | (971,321)           | (3,198,983)    | (6,996,338)      | (4,115,431)      | (15,282,073)     |
| Net balance at beginning of the year        | 349,472             | 612,639        | 2,317,378        | 315,520          | 3,595,009        |
| Incurred during the year - net              | 252,462             | 633,581        | 3,817,875        | 6,171,115        | 10,875,033       |
| Paid during the year - net                  | (290,681)           | (683,251)      | (5,227,844)      | (5,997,816)      | (12,199,592)     |
| Net balance at end of the year              | <u>311,253</u>      | <u>562,969</u> | <u>907,409</u>   | <u>488,819</u>   | <u>2,270,450</u> |
| Represented by:                             |                     |                |                  |                  |                  |
| Gross outstanding claims at end of the year | 1,144,830           | 4,015,811      | 10,316,479       | 4,939,514        | 20,416,634       |
| Reinsurance share                           | (833,577)           | (3,452,842)    | (9,409,070)      | (4,450,695)      | (18,146,184)     |
|   | <u>311,253</u>      | <u>562,969</u> | <u>907,409</u>   | <u>488,819</u>   | <u>2,270,450</u> |
| Reserve for unexpired risks                 | <u>102,803</u>      | <u>162,337</u> | <u>2,071,617</u> | <u>1,536,043</u> | <u>3,872,800</u> |

**15. Insurance and reinsurance payables**

|  | Kuwaiti Dinars          |                  |
|--|-------------------------|------------------|
|  | 2016                    | 2015             |
| Unearned premiums                      | <b>2,124,979</b>        | 2,693,619        |
| Insurance and reinsurance companies    | <b>1,146,440</b>        | 2,908,082        |
| Reserve for life insurance department  | <b>241,858</b>          | 242,076          |
| Reserve for reinsurance premiums ceded | <b>33,139</b>           | 42,544           |
| Provision for supervision fees         | <b>211,616</b>          | 211,326          |
|  | <b><u>3,758,032</u></b> | <u>6,097,647</u> |

**16. Other payables**

|   | Kuwaiti Dinars          |                  |
|---|-------------------------|------------------|
|   | 2016                    | 2015             |
| Provision for end of service indemnity                          | <b>1,674,735</b>        | 1,598,062        |
| Dividends payable   | <b>1,121,971</b>        | 1,106,433        |
| Accrued staff leave   | <b>499,170</b>          | 395,847          |
| Accrued expenses  | <b>262,321</b>          | 440,097          |
| Kuwait Foundation for the Advancement of Science (KFAS) Payable | <b>2,570</b>            | 16,815           |
| National labor support tax payable                              | <b>10,517</b>           | 47,442           |
| Zakat payable   | <b>8,300</b>            | 17,520           |
| Board of Directors' remuneration payable                        | -                       | 35,000           |
|   | <b><u>3,579,584</u></b> | <u>3,657,216</u> |

**17. Share capital**

The authorized, issued, and fully paid-up share capital comprises of 172,788,740 shares of 100 fils each (2015 - 172,788,740 shares of 100 fils each) fully paid up in cash.

**18. Treasury shares**

|                                  | 2016              | 2015       |
|----------------------------------|-------------------|------------|
| Number of shares                 | <b>10,698,171</b> | 10,648,171 |
| Percentage to paid-up shares (%) | <b>6.19%</b>      | 6.16%      |
| Market value (KD)                | <b>1,059,119</b>  | 1,086,113  |
| Cost (KD)                        | <b>1,275,970</b>  | 1,270,570  |

The parent company's management has allotted an amount equal to treasury shares balance from the voluntary reserve as of the consolidated financial statement date. Such amount will not be available for distribution during the treasury shares holding period. Treasury shares are not pledged.

**19. Statutory reserve**

As required by the companies law and the parent company's articles of association, 10% of the profit for the year before contribution to Kuwait foundation for the advancement of sciences (KFAS), national labour support tax (NLST), Zakat and Board of Directors' remuneration has been transferred to statutory

reserve. The parent company may resolve to discontinue such annual transfers when the reserve equals 50% of the capital. Since the reserve has reached 50% of the capital, the Board of Directors have resolved to discontinue transfer to statutory reserve and was approved by the Parent Company Annual General Assembly on 26 March 2012. This reserve is not available for distribution except in cases stipulated by law and the parent company's articles of association.

## 20. Voluntary reserve

As required by the parent company's articles of association, 10% of the profit for the year attributable to the shareholders of the parent company before contribution to KFAS, NLST, Zakat and Board of Directors' remuneration is transferred to the voluntary reserve. Such annual transfers may be discontinued by a resolution of the Shareholders' Annual General Assembly meeting upon recommendation by the Board of Directors. The parent company's general assembly held on May 19, 2015 resolved to discontinue transfer to voluntary reserve.

## 21. Net investment income

|  | Kuwaiti Dinars |                  |
|--|----------------|------------------|
|  | 2016           | 2015             |
| Interest income  | 255,135        | 136,341          |
| Dividend income from available for sale investments                                  | 502,830        | 599,988          |
| Dividend income from fair value through profit or loss investments                   | 177,568        | 170,932          |
| Realised gain from available for sale investments                                    | -              | 291,077          |
| Realised gain from fair value through profit or loss investments                     | 98,940         | 14,986           |
| Rental income  | 8,400          | 8,400            |
| Unrealised gain/(loss) from fair value through profit or loss investments (Note - 5) | (200,537)      | (158,969)        |
| Impairment loss on available for sale investments (Note - 8)                         | (25,500)       | -                |
| Total  | <b>816,836</b> | <b>1,062,755</b> |
| Disclosed in the consolidated statement of profit or loss as follows:                |                |                  |
| Net investment income from non-life  | <b>719,214</b> | 987,099          |
| Net investment income from life insurance  | <b>97,622</b>  | 75,656           |
|  | <b>816,836</b> | <b>755,1,062</b> |

**22. General and administrative expenses**

|   | Kuwaiti Dinars   |           |
|---|------------------|-----------|
|   | 2016             | 2015      |
| Staff cost  | <b>3,708,272</b> | 3,406,279 |
| Depreciation  | <b>298,455</b>   | 308,833   |
| Provision for doubtful debts (Note 6)                                 | <b>350,000</b>   | 225,000   |
| Other expenses  | <b>1,894,138</b> | 1,505,357 |
|   | <b>6,250,865</b> | 5,445,469 |
| Disclosed in the consolidated statement of profit or loss as follows: |                  |           |
| General and administrative expenses                                   | <b>5,487,198</b> | 4,709,964 |
| Unallocated general and administrative expenses                       | <b>763,667</b>   | 735,505   |
|   | <b>6,250,865</b> | 5,445,469 |

**23. Insurance service expenses**

|                | Kuwaiti Dinars |         |
|----------------|----------------|---------|
|                | 2016           | 2015    |
| Staff cost     | <b>530,433</b> | 502,188 |
| Depreciation   | <b>15,352</b>  | 15,400  |
| Other expenses | <b>325,584</b> | 287,362 |
|                | <b>871,369</b> | 804,950 |

**24. Contribution to Kuwait foundation for the advancement of sciences (KFAS)**

Contribution to Kuwait foundation for the advancement of sciences is calculated at 1% of the profit of the parent company before contribution to Kuwait Foundation for the advancement of science (KFAS), national labor support tax (NLST), Zakat and Board of Directors' remuneration and after deducting its share of income from shareholding subsidiary and associates and transfer to statutory reserve.

**25. National labour support tax**

National labor support tax is calculated at 2.5% Of the profit of the parent company for the year before contribution to Kuwait foundation for the advancement of science (KFAS), national labor support tax (NLST), Zakat and Board of Directors' remuneration and after deducting dividends from Kuwaiti listed shareholding companies.

**26. Zakat**

Contribution to Zakat is calculated at 1% of the profit of parent company for the year before contribution to Kuwait foundation for the advancement of science (KFAS), national labor support tax (NLST), Zakat and Board of Directors' remuneration and after deducting its share of profit from shareholding subsidiaries and associates and cash dividends from Kuwaiti listed shareholding companies in accordance with ministry of finance resolution No. 58/ 2007.

## 27. Earnings per share

There are no potential dilutive ordinary shares. Earnings per share are calculated by dividing the profit for the year by the weighted average number of ordinary shares outstanding during the year (excluding treasury shares) as follows:

|   | Kuwaiti Dinars |              |
|---|----------------|--------------|
|   | 2016           | 2015         |
| Profit for the year attributable to the Parent Company's shareholders | 321,174        | 1,638,204    |
| Number of shares outstanding:   |                |              |
| Number of issued shares at beginning of the year                      | 172,788,740    | 172,788,740  |
| Less: Weighted average number of treasury shares                      | (10,691,614)   | (10,537,292) |
| Weighted average number of outstanding shares                         | 162,097,126    | 162,251,448  |
| Earnings per share (Fils)   | 1.98           | 10.10        |

## 28. Dividends

The Board of Directors' meeting held on 19 March 2017 recommended not to distribute cash dividends or bonus shares and no directors' remuneration be paid for the year ended 31 December 2016. This recommendation is subject to the approval of the Parent Company's Annual General Assembly.

The parent company's shareholders at their general assembly meeting held on 22 March 2016 approved the consolidated financial statements for the year ended 31 December 2015 and cash dividend of 10 fils per share (2014: 10 fils per share), for the year ended 31 December 2015 to all the registered shareholders as of the date of the meeting.

## 29. Segment information

The Group has four principal business segments:

- Marine and aviation

Insurance against the risks related to goods transportation and different types of marine and aviation vessels.

- Fire

Insurance against fire for different types of buildings, stores, industrial risks and oil and gas industry.

- General accident

Insurance against risks of contractors, machine and computer damages and cessation of work; insurance for cash, fidelity bonds, professional risks, work accidents, civil responsibility and cars.

- Life and medical insurance

Providing various life insurance cover for individuals and companies.



Kuwaiti Dinars

Year ended 31 December 2015

|   | Marine & aviation | Fire        | General accidents | Total general risk insurance | Life and medical | Total        |
|---|-------------------|-------------|-------------------|------------------------------|------------------|--------------|
| Revenue:  |                   |             |                   |                              |                  |              |
| Premiums written                                | 1,023,043         | 3,124,909   | 16,628,735        | 20,776,687                   | 14,414,241       | 35,190,928   |
| Reinsurance share                               | (544,077)         | (2,518,084) | (10,448,894)      | (13,511,055)                 | (3,708,937)      | (17,219,992) |
| Net premiums written                            | 478,966           | 606,825     | 6,179,841         | 7,265,632                    | 10,705,304       | 17,970,936   |
| Movements in reserve for unexpired risks        | 30,958            | (19,711)    | 217,664           | 228,911                      | -                | 228,911      |
| Movements in reserve for life insurance fund    | -                 | -           | -                 | -                            | (425,289)        | (425,289)    |
| Net premiums earned                             | 509,924           | 587,114     | 6,397,505         | 7,494,543                    | 10,280,015       | 17,774,558   |
| Commission income on ceded business             | 134,470           | 204,130     | 462,961           | 801,561                      | 431,679          | 1,233,240    |
| Issue fees                                      | 5,004             | 431         | 211,060           | 216,495                      | 2,526            | 219,021      |
| Net investment income from life                 | -                 | -           | -                 | -                            | 97,622           | 97,622       |
| Total revenue                                   | 649,398           | 791,675     | 7,071,526         | 8,512,599                    | 10,811,842       | 19,324,441   |
| Expenses:                                       |                   |             |                   |                              |                  |              |
| Net incurred claims                             | (290,413)         | (100,668)   | (4,441,122)       | (4,832,203)                  | (6,972,583)      | (11,804,786) |
| Commission and discounts                        | (92,128)          | (80,043)    | (619,204)         | (791,375)                    | (1,065,701)      | (1,857,076)  |
| General and administrative expenses             | (239,538)         | (494,588)   | (2,523,812)       | (3,257,938)                  | (2,229,260)      | (5,487,198)  |
| Total expenses                                  | (622,079)         | (675,299)   | (7,584,138)       | (8,881,516)                  | (10,267,544)     | (19,149,060) |
| Net underwriting income                         | 27,319            | 116,376     | (512,612)         | (368,917)                    | 544,298          | 175,381      |
| Net investment income from non-life             |                   |             |                   | 719,214                      | -                | 719,214      |
| Group's share of result from associates         |                   |             |                   | 201,245                      | -                | 201,245      |
| Insurance service income                        |                   |             |                   | 773,886                      | -                | 773,886      |
| Other income                                    |                   |             |                   | 79,166                       | 138              | 79,304       |
| Foreign exchange gain                           |                   |             |                   | (9,669)                      | (11,601)         | (21,270)     |
| Insurance service expenses                      |                   |             |                   | 1,394,925                    | 532,835          | 1,927,760    |
| Unallocated general and administrative expenses |                   |             |                   | (871,369)                    | -                | (871,369)    |
| Net investment income                           |                   |             |                   | (763,667)                    | -                | (763,667)    |
| Net underwriting income                         |                   |             |                   | (240,111)                    | 532,835          | 292,724      |
| Assets  |                   |             |                   | 66,708,444                   | 15,873,039       | 82,581,483   |
| Liabilities                                     |                   |             |                   | 26,214,883                   | 12,830,804       | 39,045,687   |
| Non-cash expenses                               |                   |             |                   | 1,089,579                    | 74,814           | 1,164,393    |
| Capital expenditure                             |                   |             |                   | 68,930                       | 12,175           | 81,105       |

Kuwaiti Dinars

Year ended 31 December 2016

|   | Marine & aviation | Fire        | General accidents | Total general risk insurance | Life and medical | Total        |
|---|-------------------|-------------|-------------------|------------------------------|------------------|--------------|
| Revenue:  |                   |             |                   |                              |                  |              |
| Premiums written                                | 1,662,456         | 3,284,043   | 17,050,787        | 21,997,286                   | 15,071,071       | 37,068,357   |
| Reinsurance share                               | (977,100)         | (2,742,921) | (10,145,395)      | (13,865,416)                 | (4,957,392)      | (18,822,808) |
| Net premiums written                            | 685,356           | 541,122     | 6,905,392         | 8,131,870                    | 10,113,679       | 18,245,549   |
| Movements in reserve for unexpired risks        | 7,298             | (12,739)    | 3,976             | (1,465)                      | -                | (1,465)      |
| Movements in reserve for life insurance fund    | -                 | -           | -                 | -                            | (363,413)        | (363,413)    |
| Net premiums earned                             | 692,654           | 528,383     | 6,909,368         | 8,130,405                    | 9,750,266        | 17,880,671   |
| Commission income on ceded business             | 186,801           | 377,330     | 528,635           | 1,092,766                    | 577,955          | 1,670,721    |
| Issue fees                                      | 6,162             | 440         | 220,606           | 227,208                      | 2,407            | 229,615      |
| Net investment income from life                 | -                 | -           | -                 | -                            | 75,656           | 75,656       |
| Total revenue                                   | 885,617           | 906,153     | 7,658,609         | 9,450,379                    | 10,406,284       | 19,856,663   |
| Expenses:                                       |                   |             |                   |                              |                  |              |
| Net incurred claims                             | (252,462)         | (633,581)   | (3,817,875)       | (4,703,918)                  | (6,171,115)      | (10,875,033) |
| Commission and discounts                        | (124,233)         | (231,394)   | (1,064,368)       | (1,419,995)                  | (1,691,928)      | (3,111,923)  |
| General and administrative expenses             | (368,078)         | (461,813)   | (2,062,476)       | (2,892,367)                  | (1,817,597)      | (4,709,964)  |
| Total expenses                                  | (744,773)         | (1,326,788) | (6,944,719)       | (9,016,280)                  | (9,680,640)      | (18,696,920) |
| Net underwriting income                         | 140,844           | (420,635)   | 713,890           | 434,099                      | 725,644          | 1,159,743    |
| Net investment income from non-life             |                   |             |                   | 987,099                      | -                | 987,099      |
| Group's share of result from associates         |                   |             |                   | 73,461                       | -                | 73,461       |
| Insurance service income                        |                   |             |                   | 914,737                      | -                | 914,737      |
| Other income                                    |                   |             |                   | 82,877                       | 75               | 82,952       |
| Foreign exchange gain                           |                   |             |                   | 53,760                       | 73,531           | 127,291      |
| Insurance service expenses                      |                   |             |                   | 2,546,033                    | 799,250          | 3,345,283    |
| Unallocated general and administrative expenses |                   |             |                   | (804,950)                    | -                | (804,950)    |
| ray eht rof tfiorP                              |                   |             |                   | (735,505)                    | -                | (735,505)    |
| Assets  |                   |             |                   | 1,005,578                    | 799,250          | 1,804,828    |
| Liabilities                                     |                   |             |                   | 70,108,030                   | 14,749,812       | 84,857,842   |
| Non-cash expenses                               |                   |             |                   | 26,371,084                   | 13,171,614       | 39,542,698   |
| Capital expenditure                             |                   |             |                   | 745,184                      | 121,130          | 866,314      |
|   |                   |             |                   | 79,161                       | 5,625            | 84,786       |

## Statement of financial position for life insurance segment

|   | Kuwaiti Dinars    |                   |
|---|-------------------|-------------------|
|   | 2016              | 2015              |
| <b>ASSETS</b>                                       |                   |                   |
| Cash and cash equivalents                           | 2,717,889         | 828,397           |
| Fixed deposits                                      | 1,189,000         | 1,189,000         |
| Investments at fair value through profit or loss    | -                 | 1,061,158         |
| Insurance and reinsurance receivables               | 7,114,226         | 6,996,058         |
| Other receivables                                   | 552,291           | 193,244           |
| Loans secured by life insurance policies            | 38,505            | 23,903            |
| Reinsurance share in reserve for outstanding claims | 4,246,541         | 4,450,695         |
| Property and Equipment                              | 14,587            | 7,357             |
| <b>Total assets</b>                                 | <b>15,873,039</b> | <b>14,749,812</b> |
| <b>Liabilities and head office current account</b>  |                   |                   |
| Insurance contract liabilities                      |                   |                   |
| Reserve for outstanding claim                       | 4,848,989         | 4,939,514         |
| Reserve for unexpired risk                          | 1,650,007         | 1,536,043         |
| Reserve for life insurance fund                     | 1,786,963         | 1,475,638         |
| <b>Total insurance contract liabilities</b>         | <b>8,285,959</b>  | <b>7,951,195</b>  |
| Accounts payable                                    | 2,090,903         | 2,054,477         |
| Insurance and reinsurance payables                  | 2,210,216         | 2,909,091         |
| Other payables                                      | 243,726           | 256,851           |
| <b>Total liabilities</b>                            | <b>12,830,804</b> | <b>13,171,614</b> |
| Head office current account                         | 3,042,235         | 1,578,198         |
| <b>Total liabilities and H.O current account</b>    | <b>15,873,039</b> | <b>14,749,812</b> |

**30. Related party disclosures**

The Group has entered into various transactions with related parties, i.e. shareholders, Board of Directors, key management personnel, associates and other related parties in the normal course of its business concerning financing and other related services. Prices and terms of payment are approved by the Group's management. Significant related party transactions and balances are as follows:

**Balances included in the consolidated statement of financial position:**

|  | Kuwaiti Dinars |           |
|--|----------------|-----------|
|  | 2016           | 2015      |
| Insurance activities                             |                |           |
| Insurance services receivable                    | 2,655,461      | 1,965,054 |
| Other receivables                                | 200,000        | -         |
| Insurance services payable                       | 107,428        | 104,723   |
| Investment activities                            |                |           |
| Investments at fair value through profit or loss | 14,420         | 15,680    |
| Investments available for sale                   | 8,363,193      | 8,944,226 |
| Deposits and bank balances                       | 5,330,565      | 6,685,415 |

**Transactions included in the consolidated statement of profit or loss:**

|   | Kuwaiti Dinars |                |
|---|----------------|----------------|
|   | 2016           | 2015           |
| Premiums written                                | 302,653        | 402,227        |
| Dividend income                                 | 274,377        | 273,747        |
| <i>Compensation to key management personnel</i> |                |                |
| Short term employee benefits                    | 292,548        | 302,625        |
| Post-employment benefits                        | 35,014         | 9,727          |
| Board of Director's remuneration                | -              | 35,000         |
|   | <b>327,562</b> | <b>347,352</b> |

**31. Capital commitments and contingent liabilities**

|                                | Kuwaiti Dinars |           |
|--------------------------------|----------------|-----------|
|                                | 2016           | 2015      |
| Letter of guarantee for others | 1,504,000      | 1,002,000 |
| Capital commitments            | 536,868        | 984,769   |

**32. Insurance risk management**

***Insurance risk***

The principal risk that the Group faces under insurance contracts is that the actual claims and benefit payments or the timing thereof may differ from expectations. This is influenced by the frequency of claims, severity of claims, actual benefits paid and subsequent development of long-term claims. Therefore, the objective of the Group is to ensure that sufficient reserves are available to cover these liabilities.

The Group manages the insurance risk through the careful selection and implementation of its underwriting strategy guidelines together with the adequate reinsurance arrangements and proactive claims handling.

The Group principally issues life insurance contracts which constitute life and medical risk and general insurance contracts, which constitute mainly marine & aviation and fire & general risks.

The Group, in the normal course of business, in order to minimize financial exposure arising from large claims, enters into contracts with other parties for reinsurance purposes. Such reinsurance arrangements provide for greater diversification of business, allow management to control exposure to potential losses arising from large risks, and provide additional capacity for growth. A significant portion of the reinsurance is affected under treaty, facultative and excess-of-loss reinsurance contracts.

Amounts recoverable from reinsurers are estimated in a manner consistent with the outstanding claims provision and are in accordance with the reinsurance contracts.

To minimize its exposure to significant losses from reinsure insolvencies, the Group evaluates the financial condition of its reinsures and monitors concentrations of credit risk arising from similar geographic regions, activities or economic characteristics of the reinsures. The Group only deals with reinsurers approved by the Parent Company Board of Directors.

Although the Group has reinsurance arrangements, it is not relieved of its direct obligations to policy holders and thus a credit exposure exists with respect to ceded insurance, to the extent that any reinsurer is unable to meet its obligations assumed under such reinsurance agreements. The Group's placement of reinsurance is diversified such that it is neither dependent on a single reinsurer nor are the operations of the Group substantially dependent on any single reinsurance contract.

#### *Sensitivities*

The insurance claims provisions are sensitive to the key assumptions as disclosed in note 2.17. It has not been possible to quantify the sensitivity of certain assumptions such as legislative changes or uncertainty in the estimation process.

At 31 December 2016, if the key assumptions for insurance claims had been 10% higher/lower with all other assumptions held constant, profit for the year would be lower/ higher by KD 1,180,478 (31 December 2015: KD 1,087,503).

### **33. Financial risk management**

The Group is exposed to a variety of financial risks, through its financial assets, financial liabilities, reinsurance assets and insurance liabilities. The most important components of this financial risk are credit risk, market risk and liquidity risk. In particular, the key financial risk is that the Group's investment proceeds may not be sufficient to fund the obligation arising from its underwriting.

#### *Governance framework*

The Parent Company has established Risk management functions with clear terms of reference from the Parent Company's Board of Directors, its committees and the associated executive management committees. This is supplemented with a clear organizational structure with documented delegated

authorities and responsibilities from the Parent Company's Board of Directors to executive management committees and senior managers.

*Asset liability management (ALM) framework*

The Parent Company manages financial risks within an alm framework that has been developed to achieve long term investment returns in excess of its obligations under insurance contracts. The Parent Company's ALM forms an integral part of the insurance risk management policy, to ensure in each period sufficient cash flow is available to meet liabilities arising from insurance contracts.

*Financial risk*

The various risks that the Group is exposed to and the processes in place to manage those risks are described below.

(A) Market risk

Market risk, comprising of currency risk, interest rate risk and other price risk arises due to movements in foreign currency rates, interest rates and market prices of assets.

(I) Foreign exchange risk

Foreign currency risk is the risk that change in currency exchange rates will adversely affect the Group's cash flows or the value of assets and liabilities in foreign currencies. The Group is exposed to foreign currency risk primarily from its foreign currency denominated investments and its dues from re insurance counterparties. The Group seeks to mitigate this risk by dealing in stable currencies such as US Dollars and monitoring its currency position on a regular basis.

The impact arising from a 5% weakening/ strengthening of the functional currency against the us dollar to which the Group is exposed is given below:

|             | Kuwaiti Dinars   |   |
|-------------|--|---|
|             | Impact on the consolidated statement of profit or loss | Impact on the consolidated statement of profit or loss and other comprehensive income |
| <b>Year</b> |  |   |
| <b>2016</b> | ± 261,905  | ± 47,035  |
| US Dollar   |  |   |
| <b>2015</b> |  |   |
| US Dollar   | ± 344,182  | ± 1,650   |

*(li) Interest rate risk*

Interest rate risk arises from the risk that future cash flows or fair values of a financial instrument will fluctuate because of changes in market interest rates. The Group does not have significant exposures to interest rate risk as its interest earning assets are on fixed rate of interest and its exposure to interest bearing liabilities is not significant.

*(lii) Equity price risk*

Equity price risk is the risk that the value of the financial instrument will fluctuate as a result of changes in equity market prices, whether caused by factors specific to an individual investment, issuer or all factors affecting all financial instruments traded in the market.

To manage its price risk arising from investments in equity securities, the Group invests in a diversified portfolio of securities. Diversification of the portfolio is done in accordance with the limits set by the Group. The Board of Directors constantly monitors the exposures and provides directions to manage risks and maximize profits.

As at 31 December 2016, if the Kuwait Stock Exchange index had increased/ decreased by 5%, the profit for the year of the Group would have increased/ decreased by KD 78,855 (2015 – KD 91,225) and comprehensive income would have increased/ decreased by KD 329,910 (2015 – KD 356,522) and in addition if the Bahrain Stock Exchange index had increased/ decreased by 5% comprehensive income would have increased/ decreased by KD 232,613 (2015 – KD 231,786).

*(B) Credit risk*

Credit risk 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. Financial assets, other than investments in equities are exposed to credit risk. The Group seeks to mitigate this risk by dealing with credit worthy parties including banks, financial institutions, insurance and reinsurance companies and non-concentration of its assets with one counter party.

The maximum exposure to credit risk as of the date of consolidated statement of financial position is given below.

|  | Kuwaiti Dinars    |            |
|--|-------------------|------------|
|  | 2016              | 2015       |
| Cash equivalents   | <b>4,693,584</b>  | 4,505,901  |
| Fixed deposits with banks                                | <b>6,865,250</b>  | 6,007,000  |
| Investments at fair value through profit or loss – Bonds | <b>1,053,479</b>  | 1,011,349  |
| Insurance and other receivables                          | <b>14,449,231</b> | 16,861,959 |
| Other receivables  | <b>3,101,382</b>  | 2,163,425  |
| Loans secured by life insurance policies                 | <b>38,505</b>     | 23,903     |
| Reinsurance share in reserve for outstanding claims      | <b>16,671,463</b> | 18,146,184 |
| Investments available for sale – Bonds                   | <b>3,440,702</b>  | 2,000,000  |
|  | <b>50,313,596</b> | 50,719,721 |

Cash equivalents and fixed deposits with banks are placed with local commercial banks and are considered as high grade. These deposits mature within a maximum period of one year from the date of these financial statements.

Reinsurance contract assets represent amounts receivable from reinsurance claims which have not been settled. These are due from local and international companies of repute which have a track record of settling debts.

Insurance and other receivables primarily represent amounts due against premiums for policies underwritten by the Group. These are generally due for payment within a period of one month from the date of issue of the policy. The Group is selective in extending credit facilities to its customers and has a good track record of collecting its debts. Furthermore, credit risk with respect to receivables is limited due to dispersion across large number of customers.

(C) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its funding requirements. Liquidity risk management includes maintaining sufficient cash, the availability of funding from an adequate amount of committed credit facilities and the ability to close out market positions. To manage liquidity risk, the Group maintains sufficient cash, adequate amount of credit facilities and investing in securities which can be easily closed out. The Group also has the option to raise additional capital to meet funding requirements.

Maturity table for financial liabilities:

|                                    | Kuwaiti Dinars   |                  |                   |
|------------------------------------|------------------|------------------|-------------------|
|                                    | 3 - 12 Months    | 1 - 5 Years      | Total             |
| <b>2016</b>                        |                  |                  |                   |
| Bank overdraft                     | 2,053,723        | -                | 2,053,723         |
| Accounts payable                   | 1,693,900        | 3,145,813        | 4,839,713         |
| Insurance and reinsurance payables | 1,895,203        | 1,862,829        | 3,758,032         |
| Other credit balances              | 584,649          | 2,994,935        | 3,579,584         |
|                                    | <u>6,227,475</u> | <u>8,003,577</u> | <u>14,231,052</u> |
| <b>2015</b>                        |                  |                  |                   |
| Accounts payable                   | 1,407,967        | 2,614,796        | 4,022,763         |
| Insurance and reinsurance payables | 3,273,245        | 2,824,402        | 6,097,647         |
| Other credit balances              | 833,321          | 2,823,895        | 3,657,216         |
|                                    | <u>5,514,533</u> | <u>8,263,093</u> | <u>13,777,626</u> |



### 34. Capital Risk Management

The Group's objectives when managing capital are:

- To ensure adequate funds are available to underwrite risks and maintain investor, creditor and market conditions;
- To make available funds for future development of the business;
- To safeguard the Group's ability to continue as a going concern so that it can continue to operate;
- To provide adequate return to shareholders and benefits to its other shareholders.

The Parent Company's Board of Directors constantly monitors the capital structure of the Parent Company with a view to ensuring that a balance is maintained between returns and risk. The Group management ensures that the Parent Company is not geared beyond acceptable limits. For this purpose, the Parent Company may adjust the amount of dividend payable to its shareholders, issue new shares or sell assets to reduce debt.

Furthermore in order to protect against the impact of large claims and catastrophes, the Parent Company is required under law to maintain technical reserves depending on the exposure to various types of underwriting exposures. The details of this reserve are given in note 14.

Under local regulations, the Parent Company places some of its bank deposits, investments securities and property under lien to the regulator. The amount of securities and deposits to be placed under lien is determined as a percentage of direct premiums, received during the year for all the segments other than life insurance segment.

#### Regulatory framework

Regulators are primarily interested in protecting the rights of the policyholders and monitor them closely to ensure that the Parent Company is satisfactorily managing affairs for their benefit. At the same time, the regulators are also interested in ensuring that the Group maintains an appropriate solvency position to meet unforeseen liabilities arising from economic shocks or natural disaster.

Law No. 24 Of 1961 as amended, and the rules and regulations issued by the Ministry of Commerce provide the regulatory framework for the insurance industry in Kuwait. All insurance companies operating in Kuwait are required to follow these rules and regulations.

The following are the key regulations governing the operation of the Group:

- For marine insurance contracts, at least 15% of the premiums collected in the previous year are to be retained in Kuwait.
- For all other types of insurance, at least 30% of the premiums collected in the previous year are to be retained in Kuwait.

The funds retained in Kuwait should be invested as follows:

- A minimum of 40% of the funds are to be in the form of cash deposits in a bank operating in Kuwait
- A maximum of 25% may be invested in foreign securities

- A maximum of 30% may be invested in Kuwaiti companies' shares or bonds
- A maximum of 15% may be invested in a current account with a bank operating in Kuwait

The residual amount maybe invested in bonds issued or guaranteed by the government of Kuwait, properties based in Kuwait or loans secured by first mortgage of properties based in Kuwait.

### 35. Fair value measurement

#### Fair value

As at 31 December 2016, the Group held the following financial instruments measured at fair value.

|  | Kuwaiti Dinars    |                  |                  |                   |
|--|-------------------|------------------|------------------|-------------------|
|  | Level 1           | Level 2          | Level 3          | Total             |
| <b>2016</b>                                    |                   |                  |                  |                   |
| Investment at fair value though profit or loss | 2,749,293         | -                | -                | 2,749,293         |
| Investment available for sale                  | 11,250,460        | 3,440,702        | 3,745,440        | 18,436,602        |
| <b>Total</b>                                   | <b>13,999,753</b> | <b>3,440,702</b> | <b>3,745,440</b> | <b>21,185,895</b> |
|  |                   |                  |                  |                   |
|  | Level 1           | Level 2          | Level 3          | Total             |
| <b>2015</b>                                    |                   |                  |                  |                   |
| Investment at fair value though profit or loss | 5,072,144         | -                | -                | 5,072,144         |
| Investment available for sale                  | 11,766,185        | 2,032,997        | 3,566,940        | 17,366,122        |
| <b>Total</b>                                   | <b>16,838,329</b> | <b>2,032,997</b> | <b>3,566,940</b> | <b>22,438,266</b> |

Fair values of the financial instruments carried at amortized cost approximate their carrying value. This is based on level 3 inputs, with the discount rate that reflects the credit risk of counterparties, being the most significant input.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

During the years 2016 and 2015 there were no transfers between Level 1, Level 2 and Level 3.

### **36. Change in accounting policy**

As disclosed in note 2.2.B, the Group has voluntarily changed its accounting policy for commission expense by treating as a deferred acquisition cost and recognizing it as an intangible asset as disclosed in note 2.8. The Group has recognized the resultant amount of KD 588,000 in assets as deferred acquisition costs. The Group has applied this change prospectively from the start of the current year. Had the Group accounted for it retrospectively, the profits for the years 2016 and 2015 would be lower by KD 772,000 and KD 89,000 respectively and opening retained earnings as of 1 January 2015 higher by KD 861,000.