

Condensed consolidated interim financial information and independent auditors' review report for the six month period ended 30 June 2015 (Unaudited)



For the six month period ended 30 June 2015

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

The Board of Directors of Independent Petroleum Group Company K.S.C.P. State of Kuwait

Introduction

We have reviewed the accompanying condensed consolidated statement of financial position of Independent Petroleum Group Company K.S.C.P. ("the Parent Company") and its subsidiaries (together the "Group") as at 30 June 2015, and the related condensed consolidated statements of income, comprehensive income, changes in equity and cash flows for the six month period then ended ("the condensed consolidated interim financial information"). Management is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with International Accounting Standard, IAS 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34 "Interim Financial Reporting".

Report on Other legal and Regulatory Requirements

Furthermore, based on our review, the condensed consolidated interim financial information is in agreement with the accounting records. We further report that nothing has come to our attention indicating any contravention during the six month period ended 30 June 2015, of the Companies Law No. 25 of 2012, as amended, or of the Parent Company's Memorandum and Articles of Association, that might have had a material effect on the Group's activities or on its consolidated financial position.

Safi A. Al-Mutawa License No. 138 - A of KPMG Safi Al-Mutawa & Partners

Member firm of KPMG International

Kuwait: 21 July 2015

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



Condensed consolidated statement of income (unaudited)

for the six month period ended 30 June 2015

		Three mor		Six mont ended 3	
		2015	2014	2015	2014
	Notes	KD '000	KD '000	KD '000	KD '000
Sales		180,269	227,463	304,460	506,528
Cost of sales		(179,341)	(226,473)	(303,320)	(504,180)
Gross profit		928	990	1,140	2,348
Net interest relating to oil marketing				•	•
operations	3	(644)	(920)	(1,370)	(1,789)
Net results of oil marketing		284	70	(230)	559
operations					
Share of results of joint venture and					
associates	7 & 8	1,420	1,640	2,632	2,926
Dividend income	6	1,115	89	1,223	1,408
General and administrative expenses		(448)	(425)	(814)	(843)
Staff costs		(927)	(907)	(1,854)	(1,883)
Depreciation		(382)	(357)	(755)	(714)
Operating profit		1,062	110	202	1,453
Unrealized (loss) / gain from					
investments at fair value through					
statement of income		(337)	1,125	565	1,364
Net other income	9	9	13	699_	2 7
Profit before provisions for					
contribution to Kuwait Foundation					
for the Advancement of Sciences					
(KFAS), National Labour Support					
Tax (NLST) and Zakat		734	1,248	1,466	2,844
Contribution to KFAS		(8)	(12)	(15)	(28)
NLST and Zakat				-	-
Profit for the period		726	1,236	1,451	2,816
Earnings per share (fils)	4	5.02.	8.54	10.03	19.47



Condensed consolidated statement of comprehensive income (unaudited) for the six month period ended 30 June 2015

	Three mon	-	Six month period ended 30 June	
	2015 KD '000	2014 KD '000	2015 KD '000	2014 KD '000
Profit for the period	726	1,236	1,451	2,816
Other comprehensive income :				
Items that may be reclassified subsequently to statement of income Changes in fair value of				
investments available for sale	(4)	2	(22)	8
Foreign currency translation adjustments	276	81	1,555	413
Movement in share of associates'			r	
hedging reserve	(1)	(6)_	(1)_	(6)
Other comprehensive income				
for the period	271	77	1,532_	415
Total comprehensive income				
for the period	997	1,313	2,983	3,231



Condensed consolidated statement of financial position (unaudited) as at 30 June 2015

	Notes	30 June 2015 KD '000	31 December 2014 KD '000 (Audited)	30 June 2014 KD '000
ASSETS				
Cash on hand and at banks	5	56,741	31,552	29,406
Investments at fair value through statement of income	6	51,727	49,592	47,679
Trade and other receivables		80,929	112,440	132,003
Inventories	_	11,566	24,255	35,947
Total current assets	-	200,963	217,839	245,035
Other loans		1,119	1,085	1,046
Investments available for sale	6	22,449	21,819	26,635
Investment in joint venture	7	3,965	4,439	3,827
Investment in associates	8	29,700	26,244	25,571
Property and equipment	10	24,339	21,994	17,696
Total non-current assets	•	81,572	75,581	74,775
Total assets		282,535	293,420	319,810
LIABILITIES AND EQUITY				
Due to banks		139,606	147,010	164,323
Directors' fees payable		157,000	80	-
Trade and other payables		56,524	59,108	65,050
Current portion of term loan		1,093	1,060	1,020
Total current liabilities	=	197,223	207,258	230,393
Total Cult Call Callicies	•	1773220	201,200	
Non-current portion of term loan		6,030	6,376	6,646
Provision for staff indemnity		2,110	1,981	1,895
Total non-current liabilities		8,140	8,357	8,541
Total liabilities		205,363	215,615	238,934
Equity				
Share capital	11	15,225	15,225	15,225
Share premium		22,587	22,587	22,587
Legal reserve		7,613	7,613	7,613
General reserve		606	606	606
Fair value reserve		19,562	19,584	24,110
Foreign currency translation adjustments		464	(1,091)	(1,582)
Share of associates' hedging reserve		(31)	(30)	(107)
Treasury shares reserve		1,429	1,429	1,429
Treasury shares	12	(2,770)	(2,770)	(2,770)
Retained earnings		12,487	14,652	13,765
Total equity		77,172	77,805	80,876
Total liabilities and equity		282,535	293,420	319,810

The accompanying notes form an integral part of this condensed consolidated interim financial information.

Khalaf Ahmad Al-Khalaf Ghazi Fahad Al-Nafisi Waleed Jaber Hadeed
Chairman Vice Chairman Chief Executive Officer



Condensed consolidated statement of changes in equity (unaudited) for the six month period ended 30 June 2015

Total KD '000	77,805	1,451	1,532	2,983	(3,616)
Retained earnings KD '000	14,652	1,451		1,451	(3,616)
Treasury shares KD '000	(2,770)	•			(2,770)
Treasury shares reserve KD '000	1,429	•	b	1	1,429
Share of associates' hedging reserve KD '000	(30)	•	(1)	(1)	(31)
Foreign currency translation adjustments KD '000	(1,091)	•	1,555	1.555	464
Fair value reserve KD '000	19,584	•	(22)	(22)	19,562
General reserve KD '000	909	ı	•	•	909
Legal reserve KD '000	7,613	,		1	7,613
Share premium KD '000	22,587	,	,	1	22,587
Share capital KD '000	15,225	ı	1	•	15,225
	Balance at 1 January 2015 Total comprehensive	(loss) / income for the period Profit for the period Other	comprehensive (loss) / income	comprehensive (loss) / income for the period Transactions with owners, recognised	directly in equity Dividends for 2014 (note 17) Balance at 30 June 2015



Condensed consolidated statement of changes in equity (unaudited) for the six month period ended 30 June 2015

Total KD '000	81,984	2,816	415	3,231	(4,339)
Retained carnings KD '000	15,288	2,816	•	2,816	(4,339)
Treasury shares KD '000	(2,770)	•	1		(2,770)
Treasury shares reserve KD '000	1,429	ı	'		1,429
Share of associates' bedging reserve	(101)	ı	(9)	(9)	(107)
Foreign currency translation adjustments KD *000	(1,995)	•	413	413	(1,582)
Fair value reserve KD '000	24,102	,	∞	∞	24,110
General reserve KD '000	909	•	1		909
Legal reserve KD '000	7,613	•	•		7,613
Share premium KD '000	22,587	•	•		22,587
Share capital KD '000	15,225	•	1	•	15,225
	Balance at 1 January 2014 Total comprehensive	income for the period Profit for the period Total other	comprehensive income / (loss)	comprehensive income / (loss) for the period Transactions with	owners, recognised directly in equity Dividends for 2013 (note 17) Balance at 30 June 2014



Condensed consolidated statement of cash flows (unaudited)

for the six month period ended 30 June 2015

		Six month period ended 30 June		
		2015	2014	
	Note	KD '000	KD '000	
OPERATING ACTIVITIES				
Profit before provisions for contribution to KFAS, NLST and				
Zakat		1,466	2,844	
Adjustments for:				
Depreciation		755	714	
Interest expense		1,430	1,823	
Dividend income		(1,223)	(1,408)	
Unrealised gain from investments at fair value through				
statement of income		(565)	(1,364)	
Share of results from joint venture and associates		(2,632)	(2,926)	
Interest income		(76)	(47)	
Provision for staff indemnity	_	132	71	
		(713)	(293)	
Changes in operating assets and liabilities:				
Trade and other receivables		31,536	(13,384)	
Inventories		12,689	8,649	
Trade and other payables		(2,459)	(22,242)	
Cash generated from / (used in) operations		41,053	(27,270)	
Interest received		51	42	
Payment to KFAS		(38)	(56)	
Payment of staff indemnity		(3)	-	
Directors' fees paid	_	(80)	(80)	
Net cash generated from / (used in) operating activities	_	40,983	(27,364)	
INVESTING ACTIVITIES				
Dividends received		1, 86 7	1,714	
Decrease in other loans		-	128	
Purchase of property and equipment	_	(2,463)	(53)	
Net cash (used in) / generated from investing activities	<u></u>	(596)	1,789	
FINANCING ACTIVITIES				
Due to banks		(7,404)	1,015	
Term loans		(313)	(516)	
Dividends paid		(3,616)	(4,339)	
Interest paid		(1,532)	(2,053)	
Net cash used in financing activities	_	(12,865)	(5,893)	
Effect of foreign currency translation		(2,340)	391	
Net increase / (decrease) in cash and cash equivalents	~	25,182	(31,077)	
Cash and cash equivalents at beginning of the period		31,331	60,271	
Cash and cash equivalents at end of the period	5	56,513	29,194	
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Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

1. Incorporation and activities

Independent Petroleum Group Company K.S.C.P. ("the Parent Company") was incorporated on 11 September 1976 as a Closed Kuwaiti Shareholding Company. The Parent Company was listed on the Kuwait Stock Exchange on 10 December 1995.

The main activities of the Parent Company and its subsidiaries (together referred to as "the Group") are the trading of crude oil and petroleum products, strategic investments and joint ventures in petroleum storage facilities, terminal and distribution facilities and other activities related to the petroleum industry and consulting services in the petroleum and petrochemicals fields, ownership of vessels, ship-chartering and other ancillary services.

The registered address of the Parent Company is P.O. Box 24027, Safat 13101, State of Kuwait.

This condensed consolidated interim financial information for the six month period ended 30 June 2015 was authorized for issue by the Chairman on behalf of the Board of Directors on 21 July 2015.

2. Basis of preparation

a) Statement of compliance

The condensed consolidated interim financial information has been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting".

The accounting policies used in the preparation of the condensed consolidated interim financial information for the period are consistent with those used in the preparation of the annual consolidated financial statements for the year ended 31 December 2014.

The condensed consolidated interim financial information do not include all of the information and footnotes required for complete financial statements prepared in accordance with International Financial Reporting Standards. In the opinion of management, all adjustments consisting of normal recurring accruals considered necessary for a fair presentation have been included. Operating results for the six month period ended 30 June 2015 are not necessarily indicative of the results that may be expected for the year ending 31 December 2015. For further information, refer to the consolidated financial statements and notes thereto for the year ended 31 December 2014.

b) Judgments and estimates

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

In preparing these condensed consolidated interim financial information, the significant judgments made by management in applying the Group's accounting policies and key source of estimation uncertainty were the same as those that applied to the annual audited consolidated financial statements for the year ended 31 December 2014.



Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

3. Net interest relating to oil marketing operations

		Three month period ended 30 June		period June
	2015 KD '000	2014 KD '000	2015 KD '000	2014 KD '000
Interest income	18	26	60	34
Interest expense	(662)	(946)	(1,430)	(1,823)
	(644)	(920)	(1,370)	(1,789)

4. Earnings per share

Earnings per share is computed by dividing the profit for the period by the weighted average number of shares outstanding during the period as follows:

	Three more ended 3		Six mont ended 3	
	2015 KD '000	2014 KD '000	2015 KD '000	2014 KD '000
Profit for the period	726	1,236	1,451	2,816
	Shares	Shares	Shares	Shares
Weighted average number of issued shares outstanding during the period Weighted average number of treasury	152,250,000	152,250,000	152,250,000	152,250,000
shares outstanding during the period Weighted average number of shares	(7,620,000)	(7,620,000)	(7,620,000)	(7,620,000)
outstanding during the period Earnings per share (fils)	144,630,000	144,630,000 8.54	144,630,000	144,630,000



Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

5.	Cash on hand and at banks			
		30 June 2015 KD '000	31 December 2014 KD '000 (Audited)	30 June 2014 KD '000
	Cash on hand and at banks	39,851	14,394	19,280
	Call accounts and time deposits	16,662	16,937	9,914
	Cash and cash equivalents	56,513	31,331	29,194
	Time deposits with maturity exceeding			
	three months	228	221_	212
		56,741	31,552	29,406
6.	Investments			
		20 7	21 10	** -
		30 June 2015 KD '000	31 December 2014 KD '000 (Audited)	30 June 2014 KD '000
	Investments at fair value through statement of income:	2015	2014 KD '000	2014
	statement of income: Held for trading:	2015 KD '000	2014 KD '000 (Audited)	2014 KD '000
	statement of income: Held for trading: Managed portfolios	2015 KD '000	2014 KD '000 (Audited)	2014 KD '000
	statement of income: Held for trading:	2015 KD '000 50,673 1,054	2014 KD '000 (Audited) 48,400 1,192	2014 KD '000 46,389 1,290
	statement of income: Held for trading: Managed portfolios Securities	2015 KD '000	2014 KD '000 (Audited)	2014 KD '000
	statement of income: Held for trading: Managed portfolios Securities Investments available for sale:	2015 KD '000 50,673 1,054 51,727	2014 KD '000 (Audited) 48,400 1,192 49,592	2014 KD '000 46,389 1,290 47,679
	statement of income: Held for trading: Managed portfolios Securities Investments available for sale: Quoted securities	2015 KD '000 50,673 1,054 51,727	2014 KD '000 (Audited) 48,400 1,192 49,592	2014 KD '000 46,389 1,290 47,679
	statement of income: Held for trading: Managed portfolios Securities Investments available for sale:	2015 KD '000 50,673 1,054 51,727	2014 KD '000 (Audited) 48,400 1,192 49,592	2014 KD '000 46,389 1,290 47,679

Investments at fair value through statement of income with a carrying amount of KD 50,673 thousands (31 December 2014: KD 48,400 thousands and 30 June 2014: KD 46,389 thousands) are pledged as collateral against amounts due to banks.

The unquoted securities include an investment of 12.5% in Asia Petroleum Ltd. carried at cost of KD 1,137 thousands (31 December 2014: KD 1,137 thousands and 30 June 2014: KD 1,137 thousands).

During the period ended 30 June 2015, the Group received a dividend of KD 993 thousands (30 June 2014: KD 1,248) from Vopak Horizon Fujairah Limited (VHFL) and KD 217 thousands (30 June 2014: KD 147 thousands) from Asia Petroleum Limited (APL).

7. Investment in joint venture

The Group has a 50% equity shareholding with equivalent voting power in Uniterminals Ltd, Lebanon. Following are the details of share of results from joint venture recorded during the period:



Notes to the condensed consolidated interim financial information (unaudited)

for the six month period ended 30 June 2015

	Three mon ended 30	-	Six month period ended 30 June	
	2015 KD '000	2014 KD '000	2015 KD '000	2014 KD '000
Share of results from				
Uniterminals Ltd, Lebanon	121_	207_	31_	352
	121	207	31	352

The Group's share in the net assets and results of joint venture included in the condensed consolidated interim financial information was based on their respective management accounts for the six month period ended 30 June 2015 (2014: six month period ended 30 June 2014).

8. Investment in associates

Following are the details of share of results from associates recorded during the period:

	Three mon ended 30	-	Six month period ended 30 June	
	2015	2014	2015	2014
	KD '000	KD '000	KD '000	KD '000
Share of results from:				
Horizon Singapore Terminals				
Private Ltd	420	505	835	969
Arab Tank Terminals L.L.C.	135	151	256	280
Inpetro SARL	272	120	498	311
Horizon Djibouti Holdings Ltd.	304	227	539	411
Horizon Tangiers Terminals				
SA.	168	430	473_	603
	1,299	1,433	2,601	2,574

The Group's share in the net assets and results of associates included in the condensed consolidated interim financial information was based on their respective management accounts for the six month period ended 30 June 2015. (2014: six month period ended 30 June 2014).

9. Net other income

	Three month period ended 30 June		Six month period ended 30 June	
	2015 KD '000	2014 KD '000	2015 KD ' 0 00	2014 KD '000
Net foreign exchange gain Interest income related to	1	5	683	14
project	8	8	16	13
	9	13	699	27



Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

10. Property and equipment

Property and equipment at 30 June 2015 include KD 15,679 thousands (31 December 2014: KD 16,239 thousands and 30 June 2014: KD 16,320 thousands) related to ships owned by one of the subsidiaries, D&K Holdings L.L.C. Term loan fully relates to the financing of these vessels which are mortgaged against the term loan.

11. Share capital

The authorised, issued and fully paid share capital consists of 152,250,000 shares of 100 fils each (31 December 2014: 152,250,000 shares of 100 fils each and 30 June 2014: 152,250,000 shares of 100 fils each).

12. Treasury shares

	30 June	31 December	30 June	
	2015	2014	2014	
Number of shares	7,620,000	7,620,000	7,620,000	
Percentage of issued shares	5%	5%	5%	
Market value (KD Million)	2.36	2.93	3.35	
Cost (KD Million)	2.77	2.77	2.77	

13. Related party transactions and balances

These represent transactions with related parties in the normal course of business. The related party transactions and balances included in the condensed consolidated interim financial information are as follows:

		Three month period ended 30 June		Six month period ended 30 June	
		2015 KD '000	2014 KD '000	2015 KD '000	2014 KD '000
a)	Revenues and expenses: Sales	30,080	25,255	65,608	99,467
	Storage expense	1,446	1,555	2,803	3,028
b)	Key management compensation Salaries and other short-				
	term benefits	169	168	331	330
	Termination benefits	16	13	31	28



Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

c)	Due fro	n / to	related	parties:
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	30 June 2015 KD '000	31 December 2014 KD '000 (Audited)	30 June 2014 KD '000
Due from related parties			
Trade and other receivables	6,457	4,884	-
Other loans	1,119	1,085	1,046
Due to related parties			
Trade and other payables	1,187	646	163

14. Segment information

The Group primarily operates on trading of crude oil and petroleum products. The trading of crude oil and petroleum products is also related to storage and distribution operations. These operations are inter-related and subject to similar risks and returns. The management has determined that the Group is considered to have a single reportable operating segment. The Group operates in different geographic locations. Information about the Group's reportable operating segment is summarised as follows:

Three month period ended 30 June

	2015		2014	
	Segment revenues KD '000	Segment results KD '000	Segment revenues KD '000	Segment results KD '000
Africa and Middle East	172,836	2,497	227,463	1,220
Asia and Far East	7,433	322	-	579
_	180,269	2,819	227,463	1,799
Unallocated corporate				
items		(1,757)		(1,689)
Operating profit		1,062	_	110

Six month period ended 30 June

_	2015		2014	
	Segment revenues KD '000	Segment results KD '000	Segment revenues KD '000	Segment results KD '000
Africa and Middle East	288,231	2,734	506,528	3,778
Asia and Far East	16,229	<u>891</u>		1,115
_	304,460	3,625	506,528	4,893
Unallocated corporate				
items		(3,423)	_	(3,440)
Operating profit	-	202	-	1,453



Notes to the condensed consolidated interim financial information (unaudited) for the six month period ended 30 June 2015

15. Contingent liabilities and commitments

Contingent liabilities

	30 June 2015 KD '000	31 December 2014 KD '000 (Audited)	30 June 2014 KD '000
Letters of guarantee and bid bonds	2,474	. 2,571	706
Letters of credit	65,278	61,023	62,362
	67,752	63,594	63,068
Commitments			
Investments in projects	8,200	8,200	10,025

16. Fair value estimation

IFRS 13 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The fair value of managed portfolios under investments at fair value through statement of income amounting to KD 50,673 thousands (31 December 2014: KD 48,400 thousands and 30 June 2014: KD 46,389 thousands) and quoted securities under available-for-sale investments amounting to KD 203 thousands (31 December 2014: KD 219 thousands and 30 June 2014: KD 219 thousands) are determined only based on Level 1 fair value measurement which is the quoted market prices prevailing at the reporting date. The fair value of securities under held for trading category is determined based on Level 2 fair value measurement inputs.

The fair value of investment in VHFL, classified as investments available for sale is determined based on Level 3 fair value measurement which is based on the Discounted Cash Flow method of valuation.

During the period ended 30 June 2015, there were no transfers between different levels of fair value measurement.

17. Annual general assembly

The Shareholders' Annual General Assembly held on 10 March 2015 approved the annual audited consolidated financial statements for the year ended 31 December 2014 and payment of a cash dividend of 25 fils per share for the year ended 31 December 2014.

The Shareholders' Annual General Assembly held on 10 March 2014 approved the annual audited consolidated financial statements for the year ended 31 December 2013 and payment of a cash dividend of 30 fils per share for the year ended 31 December 2013.