

## CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

30 JUNE 2014



## **CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS** As at and for six months ended 30 June 2014

CONTENTS	Page (s)
Independent auditors' review report	1
Condensed consolidated interim financial statements	
Condensed consolidated statement of profit or loss	2
Condensed consolidated statement of comprehensive income	3
Condensed consolidated statement of financial position	4 - 5
Condensed consolidated statement of cash flows	6 - 7
Condensed consolidated statement of changes in equity	8 - 9
Notes to the condensed consolidated interim financial statements	10 - 26



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Independent auditors' report on review of condensed consolidated interim financial statements to the Board of Directors of Ooredoo Q.S.C.

#### Introduction

We have reviewed the accompanying 30 June 2014 condensed consolidated interim financial statements of Ooredoo Q.S.C. ("the Company") and its subsidiaries (together referred to as "the Group"), which comprises:

- the condensed consolidated statement of profit or loss for the six months period ended 30 June 2014;
- the condensed consolidated statement of comprehensive income for the six months period ended 30 June 2014;
- the condensed consolidated statement of financial position as at 30 June 2014;
- the condensed consolidated statement of changes in equity for the six months period ended 30 June 2014;
- the condensed consolidated statement of cash flows for the six months period ended 30 June 2014; and
- notes to the condensed consolidated interim financial statements

The Board of Directors of the Company is responsible for the preparation and presentation of these condensed consolidated interim financial statements in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial statements based on our review.

#### **Scope of Review**

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

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 30 June 2014 condensed consolidated interim financial statements is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'

#### **Emphasis of matter**

Without qualifying our conclusion, we draw attention to note 17(b) of the condensed consolidated interim financial statements, which describes the nature of an ongoing lawsuit relating to a subsidiary of the Group. Legal proceedings related to the lawsuit are in progress and the ultimate outcome of the matter cannot presently be determined.

23 July 2014 Doha State of Qatar

Gopal Balasubramaniam

KPMG Qatar Auditors Registration No. 251



## CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS For the six months ended 30 June 2014

		For the thr end 30 J	led	For the si. end 30 J	led
		2014	2013	2014	2013
		(Revie	/	(Revie	/
	Note	QR'000	QR'000	QR'000	QR '000
Continuing operations					
Revenue		8,400,916	8,642,165	16,503,551	17,025,825
Operating expenses		(2,865,609)	(2,798,852)	(5,632,479)	(5,528,647)
Selling, general and administrative expenses		(2,072,451)	(1,942,679)	(4,049,195)	(3,922,761)
Depreciation and amortisation		(1,856,799)	(1,915,614)	(3,656,168)	(3,850,042)
Net finance costs		(520,615)	(507,888)	(1,061,154)	(991,344)
Impairment of financial assets		-	-	-	(39,913)
Other income – net	5	75,290	(22,174)	471,093	72,358
Share of results of associates – net of tax	10	29,039	21,369	47,882	37,805
Royalties and fees	6	(100,179)	(89,257)	(192,018)	(174,304)
Profit before income taxes		1,089,592	1,387,070	2,431,512	2,628,977
Income tax	12	(116,432)	(199,654)	(324,173)	(376,897)
Profit from continuing operations		973,160	1,187,416	2,107,339	2,252,080
<b>Discontinued operation</b> Profit from discontinued operation – net of tax	21		6,115	46,725	13,886
Profit for the period		973,160	1,193,531	2,154,064	2,265,966
r tont for the period		975,100	1,195,551	2,154,004	2,203,900
Profit attributable to:					
Shareholders of the parent		817,387	922,962	1,704,030	1,731,392
Non-controlling interests		155,773	270,569	450,034	534,574
		973,160	1,193,531	2,154,064	2,265,966
Basic and diluted earnings per share	_		• • • •		<b>.</b>
(Attributable to shareholders of the parent) (Expressed in QR per share)	7	2.55	2.88	5.32	5.41



### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME For the six months ended 30 June 2014

		For the thre end 30 Ji	ed	en	ix months ded June
		2014	2013	2014	2013
		(Revie			iewed)
	Note	QR'000	QR'000	QR'000	QR'000
Profit for the period		973,160	1,193,531	2,154,064	2,265,966
<b>Other comprehensive income</b> <i>Items that may be reclassified</i> <i>subsequently to profit or loss</i>					
Net changes in fair value of available-for- sale investments Effective portion of changes in fair value of	15	(271,053)	6,070	(265,093)	60,927
cash flow hedges Net changes in fair value of employee benefit	15	(667)	1,668	(656)	1,738
reserve Share of other comprehensive income of	15	(1,863)	-	3,552	-
associates	15	(1,460)	5,740	(736)	5,740
Foreign currency translation differences	15	(873,200)	(498,031)	33,119	(1,098,423)
Other comprehensive income – net of tax		(1,148,243)	(484,553)	(229,814)	(1,030,018)
Total comprehensive income for the period		(175,083)	708,978	1,924,250	1,235,948
Total comprehensive income attributable to: Shareholders of the parent Non-controlling interests		(161,915) (13,168)	498,136 210,842	1,518,968 405,282	814,985 420,963
		(175,083)	708,978	1,924,250	1,235,948



## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 30 June 2014

ASSETS	Note	30 June 2014 (Reviewed) QR'000	31 December 2013 (Audited) QR'000
Non-montessate			
<b>Non-current assets</b> Property, plant and equipment	8	33,505,256	32,315,832
Intangible assets and goodwill	9	34,499,380	31,473,769
Investment property	,	57,759	60,363
Investment in associates	10	1,891,986	1,752,172
Available-for-sale investments	10	2,034,840	2,704,493
Other non-current assets		827,391	697,244
Deferred tax assets		48,638	50,703
Total non-current assets		72,865,250	69,054,576
Current assets			
Inventories		603,489	537,311
Trade and other receivables		7,671,009	6,855,131
Bank balances and cash		15,601,215	20,304,571
Assets held for distribution			375,136
Total current assets		23,875,713	28,072,149
TOTAL ASSETS		96,740,963	97,126,725
EQUITY			
Share capital		3,203,200	3,203,200
Legal reserve		12,434,282	12,434,282
Fair value reserve		1,103,444	1,326,369
Employment benefit reserve		45,473	43,165
Translation reserve		(1,629,677)	(1,665,232)
Other statutory reserves		980,788	980,788
Retained earnings		9,068,062	8,645,312
Equity attributable to shareholders of the parent		25,205,572	24,967,884
Non-controlling interests		7,257,381	7,459,448
Total equity		32,462,953	32,427,332

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## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED) At 30 June 2014

		30 June 2014 (Reviewed)	31 December 2013 (Audited)
	Note	QR'000	QR'000
LIABILITIES			
Non-current liabilities			
Loans and borrowings	14	38,614,525	37,254,452
Employees benefits		710,622	696,964
Deferred tax liabilities		864,743	879,216
Other non-current liabilities		3,444,564	2,625,857
Total non-current liabilities		43,634,454	41,456,489
Current liabilities			
Loans and borrowings	14	4,147,229	8,057,873
Trade and other payables		14,131,825	12,384,273
Deferred income		1,643,748	1,739,333
Income tax payable		720,754	561,122
Liabilities held for distribution			500,303
Total current liabilities		20,643,556	23,242,904
Total liabilities		64,278,010	64,699,393
TOTAL EQUITY AND LIABILITIES		96,740,963	97,126,725
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Abdullah Bin Mohamed Bin Saud Al-Thani Chairman

...... Ali Shareef Al-Emadi Deputy Chairman



## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS For the six months ended 30 June 2014

		For the six m 30 J	une
	Note	<i>2014</i>	2013
			ewed)
		QR'000	QR'000
<b>OPERATING ACTIVITIES</b>			
Profit before income taxes		2,431,512	2,628,977
Profit – discontinued operation		46,725	13,886
Adjustments for:			
Depreciation and amortization		3,663,451	3,893,444
Dividend income		(54,834)	(28,488)
Impairment of financial assets		-	39,913
Gain on disposal of available-for-sale investments		(350,206)	(83,553)
Gain on disposal of property, plant and equipment		(17,984)	(52,703)
(Profit)/loss on disposal of a subsidiary		(46,438)	1,071
Net finance costs		1,061,147	991,512
Provision for employees' benefits		140,931	154,120
Provision for trade receivables		95,568	111,081
Share of results of associates – net of tax		(47,882)	(37,805)
Operating profit before working capital changes		6,921,990	7,631,455
Working capital changes:			
Changes in inventories		(66,178)	(7,211)
Changes in trade and other receivables		(982,751)	(601,646)
Changes in trade and other payables		552,137	760,747
Cash from operations		6,425,198	7,783,345
Finance costs paid		(1,161,714)	(983,763)
Employees' benefits paid		(140,171)	(99,371)
Income tax paid		(200,722)	(269,140)
Net cash from operating activities		4,922,591	6,431,071
INVESTING ACTIVITIES			
Acquisition of property, plant and equipment	8	(3,951,527)	(3,739,146)
Acquisition of intangible assets		(1,927,897)	(86,383)
Acquisition of available-for-sale investments		-	(18,744)
Proceeds from disposal of property, plant and equipment		135,847	138,688
Proceeds from disposal of available-for-sale investments		757,903	146,749
Proceeds from disposal of a subsidiary		(77,881)	510
Movement in restricted deposits		191,999	(80,435)
Movement in other non-current assets		(125,460)	(55,633)
Dividend received from an associate		-	26,372
Dividend received		54,834	28,488
Interest received		136,570	163,189
Net cash used in investing activities		(4,805,612)	(3,476,345)

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### CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED) For the six months ended 30 June 2014

		For the six months ended 30 June		
		2014	2013	
		Revie	ewed	
	Note	QR'000	QR'000	
FINANCING ACTIVITIES				
Proceeds from loans and borrowings		6,999,341	9,487,423	
Repayment of loans and borrowings		(9,672,054)	(6,954,227)	
Acquisition of non-controlling interest		-	(2,185,257)	
Additions to deferred financing costs		(27,288)	(128,856)	
Dividend paid to shareholders of the parent		(1,281,280)	(1,601,600)	
Dividend paid to non-controlling interests		(607,349)	(1,160,762)	
Movement in other non-current liabilities		(100,772)	(135,087)	
Net cash used in financing activities		(4,689,402)	(2,678,366)	
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS		(4,572,423)	276,360	
Effect of exchange rate fluctuations		(138,595)	175,443	
Cash and cash equivalents at 1 January		20,203,819	14,801,082	
CASH AND CASH EQUIVALENTS AT 30 JUNE	11	15,492,801	15,252,885	



## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2014

						Attributab	ole to shareho	lders of the par	rent		
	Note	Share Capital QR'000	Legal reserve QR'000	Fair value reserve QR'000	Employee benefit reserve QR'000	Translation reserve QR'000	Other statutory reserves QR'000	Retained earnings QR'000	Total QR'000	Non – controlling interests QR'000	Total equity QR'000
At 1 January 2014		3,203,200	12,434,282	1,326,369	43,165	(1,665,232)	980,788	8,645,312	24,967,884	7,459,448	32,427,332
Profit for the period Other comprehensive income		-	-	(222,925)	2,308	35,555	-	1,704,030	1,704,030 (185,062)	450,034 (44,752)	2,154,064 (229,814)
Total comprehensive income for the period <i>Transactions with shareholders of</i> <i>the Parent, recognised directly in</i>		-	-	(222,925)	2,308	35,555	-	1,704,030	1,518,968	405,282	1,924,250
equity Dividend paid Transactions with non-controlling interest, recognised directly in equity	13	-	-	-	-	-	-	(1,281,280)	(1,281,280)	-	(1,281,280)
Dividend paid										(607,349)	(607,349)
At 30 June 2014 (Reviewed)	-	3,203,200	12,434,282	1,103,444	45,473	(1,629,677)	980,788	9,068,062	25,205,572	7,257,381	32,462,953

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The attached notes 1 to 22 form part of these condensed consolidated interim financial statements

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## OOREDOO Q.S.C.

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

For the six months ended 30 June 2014

						Attribut	able to shareh	olders of the po	arent		
	Note	Share Capital	Legal reserve	Fair value reserve	Employee benefit reserve	Translation reserve	Other statutory reserves	Retained earnings	Total	Non – controlling interests	Total equity
	-	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000
At 1 January 2013 (Restated)		3,203,200	12,434,282	1,084,494	(110,958)	757,096	825,245	9,596,491	27,789,850	8,941,786	36,731,636
Profit for the period Other comprehensive income	-	-	- -	83,434	-	- (999,841)	-	1,731,392	1,731,392 (916,407)	534,574 (113,611)	2,265,966 (1,030,018)
Total comprehensive income for the period Transactions with shareholders of the		-	-	83,434	-	(999,841)	-	1,731,392	814,985	420,963	1,235,948
Parent, recognised directly in equity Dividend paid Transactions with non-controlling interest, recognised directly in equity	13	-	-	-	-	-	-	(1,601,600)	(1,601,600)	-	(1,601,600)
Acquisition of non-controlling interests Acquisition of non-controlling interests	4.1	-	-	-	-	-	-	(1,590,459) (3,385)	(1,590,459) (3,385)	(592,669) 1,256	(2,183,128) (2,129)
Dividend paid Other movements	-	-	- 	-						(1,160,762) (12,408)	(1,160,762) (12,408)
At 30 June 2013 (Reviewed)	=	3,203,200	12,434,282	1,167,928	(110,958)	(242,745)	825,245	8,132,439	25,409,391	7,598,166	33,007,557

The attached notes 1 to 22 form part of these condensed consolidated interim financial statements



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### **1 REPORTING ENTITY**

Qatar Public Telecommunications Corporation (the "Corporation") was formed on 29 June 1987 domiciled in the State of Qatar by Law No. 13 of 1987 to provide domestic and international telecommunication services within the State of Qatar. The Company's registered office is located at 100 Westbay Tower, Doha, State of Qatar.

The Corporation was transformed into a Qatari Shareholding Company under the name of Qatar Telecom (Qtel) Q.S.C. (the "Company") on 25 November 1998, pursuant to Law No. 21 of 1998.

In June 2013, the legal name of the Company was changed to Ooredoo Q.S.C. This change had been duly approved by the shareholders at the Company's extraordinary general assembly meeting held on 31 March 2013 and the required legal and regulatory approvals was obtained in 2013.

The Company is the telecommunications service provider licensed by the Supreme Council of Information and Communication Technology (ictQATAR) to provide both fixed and mobile telecommunications services in the state of Qatar. As a licensed service provider, the conduct and activities of the Company are regulated by ictQATAR pursuant to Law No. 34 of 2006 (Telecommunications Law) and the Applicable Regulatory Framework.

The Company and its subsidiaries (together referred to as the "Group") provides domestic and international telecommunication services in Qatar and elsewhere in the Asia and MENA region. Qatar Holding L.L.C is the ultimate Parent Company of the Group.

#### 2 BASIS OF PREPARATION

The condensed consolidated interim financial statements for the six months ended 30 June 2014 have been prepared in accordance with International Financial Reporting Standard IAS 34 Interim Financial Reporting ("IAS 34").

The condensed consolidated interim financial statements of the Group for the six months ended 30 June 2014 were authorised for issue by the Chairman and the Deputy Chairman of the Company on 23 July 2014.

The condensed consolidated interim financial statements are prepared in Qatari Riyals, which is the Company's functional and presentation currency and all values are rounded to the nearest thousands (QR'000) except when otherwise indicated.

The condensed consolidated interim financial statements do not include all information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2013. In addition, results for the six months ended 30 June 2014 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2014.

#### Risk management, judgements and estimates

The preparation of the condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affects the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the Group's annual consolidated financial statements for the year ended 31 December 2013.

Group's financial risk management objectives and policies are consistent with those disclosed in the Group's annual consolidated financial statements as at and for the year ended 31 December 2013.



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### **3** SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the condensed consolidated interim financial statements are the same as those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2013, except as noted below.

During the period, the Group has adopted the following standards and amendments effective for the annual period beginning on 1 January 2014. The standards and amendments do not have any material impact to the Group.

Standard/ Interpretation	Content	Effective date
IAS 19R (amendment)	Employee Benefits	1 January 2014
IAS 32 (amendment)	Offsetting financial assets and financial liabilities (2011)	1 January 2014
IAS 39 (amendment)	Novation of Derivatives and Continuation of Hedge Accounting (2013)	1 January 2014
IAS 36 (amendment)	Recoverable amount disclosures for non-financial assets	1 January 2014
IFRIC 21	Levies	1 January 2014
IFRS 10,IFRS 12 and IAS 27 (Amendment)	Investment Entities	1 January 2014

#### 4 BUSINESS COMBINATIONS AND CHANGES IN NON-CONTROLLING INTERESTS

#### 4.1 Acquisition of non-controlling interests up to 30 June 2013

#### Acquisition of non-controlling interest of Asiacell Communication PJSC ("Asiacell")

In February 2013, on conclusion of an Initial Public Offer (IPO) made by one of the Group subsidiaries Asiacell, the Group acquired an additional stake of 10.16%. With this, the Group's effective interest in Asiacell has increased from 53.90% to 64.06%.

As a result of this change in ownership interest, the Group recognised a decrease in non-controlling interest amounting to QR 592,669 thousands and a decrease in retained earnings amounting to QR 1,590,459 thousands. The consideration paid for the additional 10.16% interest was QR 2,183,128 thousands.

#### 5 OTHER INCOME - NET

	For the thre ended 3		For the si. ended 3	
	2014	2013	2014	2013
	(Revie	ewed)	(Revie	ewed)
	QR'000	QR'000	QR'000	QR'000
Foreign currency (losses) / gains – net	(207,378)	(96,745)	55,903	(163,355)
Profit on disposal of assets	9,452	25,622	17,984	52,699
Dividend income	13,999	1,253	54,834	28,488
Rental income	6,148	4,972	14,806	9,558
Profit on disposal of available-for-sale investments	221,994	26,322	350,206	83,553
Change in fair value of derivatives – net	31,594	19,019	(57,119)	2,018
Miscellaneous income / (expenses)	(519)	(2,617)	34,479	59,397
	75,290	(22,174)	471,093	72,358



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 5 OTHER INCOME – NET (CONTINUED)

Profit on disposal of available-for-sale investments includes a gain amounting to QR 131.8 million on shares of Tower Bersama sold by one of the Group's subsidiaries, PT. Indosat Tbk.

#### 6 ROYALTIES AND FEES

		For the three months ended 30 June			For the six months ended 30 June		
	Note	2014	2013	2014	2013		
		(Revie	ewed)	(Revie	ewed)		
	_	QR'000	QR '000	QR '000	QR '000		
Royalty	(i)	35,674	32,411	69,596	63,268		
Industry fees	(ii)	54,222	46,896	100,616	89,317		
Other statutory fees	(iii)	10,283	9,950	21,806	21,719		
	=	100,179	89,257	192,018	174,304		

- i. Royalty is payable to the Government of the Sultanate of Oman based on 7% of the net of predefined sources of revenue and operating expenses.
- ii. The Group provides for a 12.5% industry fee on profits generated from the Group's operations in Qatar.
- iii. Contributions by National Mobile Telecommunications Company K.S.C to Kuwait Foundation for the Advancement of Sciences ("KFAS"), National Labour Support Tax ("NLST") and Zakat are included under other statutory fees.

#### 7 BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit for the period attributable to the shareholders of the parent by the weighted average number of shares outstanding during the period.

There were no potentially dilutive shares outstanding at any time during the period and, therefore, the diluted earnings per share is equal to the basic earnings per share.

	For the three months ended 30 June		For the six months ended 30 June	
	2014	2013	2014	2013
	(Revie	ewed)	(Rev	iewed)
	QR'000	QR'000	QR'000	QR '000
Profit for the period attributable to shareholders of the parent	817,559	922,962	1,704,202	1,731,392
Weighted average number of shares (in '000)	320,320	320,320	320,320	320,320
Basic and diluted earnings per share (QR)	2.55	2.88	5.32	5.41



## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 8 PROPERTY, PLANT AND EQUIPMENT

	30 June 2014 (Reviewed)	31 December 2013 (Audited)
	QR '000	QR'000
Net book value at beginning of the period / year	32,315,832	32,436,114
Additions	3,951,527	9,297,933
Disposals	(117,810)	(452,683)
Reclassification	4,693	14,152
Related to discontinued operation	· -	(4,958)
Depreciation for the period / year	(2,894,402)	(6,092,678)
Exchange adjustment	245,416	(2,882,048)
Carrying value at the end of the period / year	33,505,256	32,315,832

#### 9 INTANGIBLE ASSETS AND GOODWILL

	30 June 2014 (Reviewed) QR'000	31 December 2013 (Audited) QR'000
Net book value at beginning of the period / year	31,473,769	34,746,171
Additions	3,766,855	493,731
Disposals	(53)	(310)
Reclassification	(4,693)	(14,152)
Related to discontinued operation	-	(103,282)
Amortisation for the period / year	(759,162)	(1,652,012)
Impairment losses	-	(1,707)
Exchange adjustment	22,664	(1,994,670)
Carrying value at the end of the period / year	34,499,380	31,473,769

#### 10 INVESTMENT IN ASSOCIATES

The following table presents the summarised financial information of the Group's investments in associates.

	30 June 2014 (Reviewed) QR'000	31 December 2013 (Audited) QR'000
Group's share of associates' statement of financial position:		
Current assets	924,694	868,974
Non-current assets	2,492,493	2,386,069
Current liabilities	(882,106)	(925,498)
Non-current liabilities	(1,950,156)	(1,868,586)
Net assets	584,925	460,959
Goodwill	1,307,061	1,291,213
Carrying amount of the investment	1,891,986	1,752,172



## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 10 INVESTMENT IN ASSOCIATES (CONTINUED)

	For the three months ended 30 June		For the six months ended 30 June	
	2014	2013	2014	2013
	(Revie	ewed)	(Revi	iewed)
	<b>QR'000</b> QR'000		QR'000	QR'000
Share of revenues of associates	456,891	432,743	893,898	905,187
Share of results of associates - net of tax	29,039	21,369	47,882	37,805

#### 11 BANK BALANCES AND CASH

For the purpose of the condensed consolidated statement of cash flows, cash and cash equivalents comprise of the following items:

	30 June 2014 (Reviewed) QR'000	30 June 2013 (Reviewed) QR'000
Bank balances and cash	15,601,215	15,543,107
Less: restricted deposits	(108,414)	(290,222)
Cash and cash equivalents	15,492,801	15,252,885

#### 12 INCOME TAX

The income tax represents amounts recognised by subsidiary companies. The major components of the income tax expense for the period included in the condensed consolidated statement of profit or loss are as follows:

	For the three months ended 30 June		For the six months ended 30 June	
	2014	2013	2014	2013
	(Revie	rwed)	(Revi	ewed)
	QR'000	QR'000	QR'000	QR '000
<b>Current income tax:</b> Current income tax charge	180,305	231,608	360,354	440,860
<b>Deferred income tax:</b> Relating to origination and reversal of temporary differences	(63,873)	(31,954)	(36,181)	(63,963)
	116,432	199,654	324,173	376,897



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 13 DIVIDEND

#### Dividend paid and proposed:

	For the six months ended 30 June	
	2014	2013
	(Revie	ewed)
	QR'000	QR'000
Declared and approved at the Annual General Meeting :	-	-
Final dividend for 2013, QR 4 per share (2012: QR 5 per share )	1,281,280	1,601,600
14 LOANS AND BORROWINGS		
	30 June	31 December
	2014	2013
	(Reviewed)	(Audited)
	QR'000	QR'000
Loans and borrowings	43,192,717	45,769,245
Less: deferred financing costs	(430,963)	(456,920)
	42,761,754	45,312,325
Presented in the condensed consolidated statement of financial position a	s follows:	
Non-current portion	38,614,525	37,254,452

Current portion 4 147 229 8 057 873		42,761,754	45,312,325
Non-current portion <b>38.614.525</b> 37.254.452	Current portion	4,147,229	8,057,873

In May 2014, the Group obtained a new 5 year revolving credit facility of QR 3.64 billion (USD 1 billion) from a consortium of banks. The facility was fully drawn and partially used for the prepayment and cancellation of QR 2.73 billion (USD 0.75 billion) facility with original maturity May 2015.

In addition, 3 new one-year Islamic facilities of QR 604 million (USD166 million) each was obtained from 3 local Islamic banks, aggregate amount of QR 1.81 billion (USD 0.498 billion) for the repayment of the existing QR 1.82 billion (USD 0.50 billion) Islamic facility due in May 2014.



## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 15 COMPONENTS OF OTHER COMPREHENSIVE INCOME

	For the three months ended 30 June		For the six months ended 30 June	
	2014	2013	2014	2013
	(Revi	/		riewed)
	QR'000	QR '000	QR'000	QR '000
Available-for-sale investments	(49,059)	32,392	85,113	141,270
(Loss)/gain arising during the period Reclassification to profit or loss		(26,322)	,	
Transferred to profit or loss	(221,994)	(20,322)	(350,206)	(83,553)
Transferred to profit of loss	(271.052)	6,070	(265,093)	3,210 60,927
	(271,053)	0,070	(205,095)	00,927
Cash flow hedges				
(Loss)/gain arising during the period	(757)	1,896	(746)	1,975
Deferred tax effect	90	(228)	90	(237)
	(667)	1,668	(656)	1,738
	(001)	,	(000)	
Employee benefit reserve				
Net movement in employee benefit reserve	(2,469)	-	4,687	-
Deferred tax effect	606	-	(1,135)	-
	(1,863)		3,552	-
Associates				
Share of changes in fair value of cash flow hedges	(1,460)	5,740	(736)	5,740
Translation reserve				
Foreign exchange translation differences-	(972 200)	(409.021)	24 20 4	(1,000,402)
foreign operations	(873,200)	(498,031)	24,294	(1,098,423)
Transferred to profit or loss	•		8,825	
	(873,200)	(498,031)	33,119	(1,098,423)
Other comprehensive income for the period –	(013,200)	(1)0,031)		(1,0)0,123)
net of tax	(1,148,243)	(484,553)	(229,814)	(1,030,018)
	(-,- 10,- 10)	(.0.,000)		(1,000,010)



## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 16 COMMITMENTS

Capital expenditure commitments not provided for	30 June 2014 (Reviewed) QR '000	31 December 2013 (Audited) QR'000
Estimated capital expenditure contracted for at reporting date	5,190,661	8,393,649
Operating lease commitments		
Future minimum lease payments:		
Not later than one year	200,563	203,376
Later than one year and not later than five years	582,676	615,681
Later than five years	155,197	171,165
Total operating lease expenditure contracted for at the reporting date	938,436	990,222
Finance lease commitments		
Amounts under finance leases		
Minimum lease payments		
Not later than one year	246,907	235,037
Later than one year and not later than five years	934,356 564,880	906,231
Later than five years	<u>564,889</u> 1,746,152	632,179 1,773,447
Less: unearned finance income	(559,637)	(586,528)
Present value of minimum lease payments	1,186,515	1,186,919
Present value of minimum lease payments		
Current portion	117,902	107,318
Non-current portion	1,068,613	1,079,601
	1,186,515	1,186,919
	,	
17 CONTINGENT LIABILITIES	20.1	21. D 1
	30 June 2014	31 December 2013
	2014 (Reviewed)	(Audited)
	(Reviewea) OR'000	QR'000
(a) Contingent liabilities	QA VVV	£11 000
Letters of guarantee	898,654	405,961
Letters of credit	172,177	139,351
Claims against the Group not acknowledged as debts	764	764



NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 17 CONTINGENT LIABILITIES (CONTINUED)

(b) Proceedings against NMTC relating to misuse of network infrastructure

The Ministry of Communications ("MOC") in Kuwait initiated proceedings against one of the Group's subsidiaries, National Mobile Telecommunication Company ("NMTC") under Article 262 of the Kuwaiti Civil Code, claiming unlawful use of the Ministry's network infrastructure since 1999.

During the period, the Kuwaiti Court of Appeal ruled in favour of the MOC in its case against NMTC. The decision was based on the claimed right of the Ministry to charge fees according to Kuwaiti Law for mobile services provided via the Company's mobile network. The judgment was for an amount of QR 474.1 million (equivalent Kuwaiti Dinar 36.7 million).

As per the Kuwaiti Court rules, the management is in the process of challenging the judgment of the Court of Appeal before the Court of Cassation, hence, the outcome of the lawsuit is uncertain. The management believes that NMTC has strong grounds to challenge the judgment of the Court of Appeal, accordingly, no provision is recognised in these condensed consolidated interim financial statements.

#### (c) Proceedings against Asiacell relating to regulatory fee

In June 2014, one of the Group's subsidiaries Asiacell in Iraq received a letter from the Communications and Media Commission, Iraq (CMC) requesting the payment of QR 278.2 million (\$76.4million). According to their view of Asiacell's shareholding structure, Asiacell should pay the regulatory fee based on an 18% rather than 15% of gross revenues.

Consequently, Asiacell filed an appeal at the CMC's appeal panel in disagreement on the legal aspect of this matter. The appeal is still being studied at the CMC appeal panel. The Group has already set up an adequate provision in prior years since it increased ownership interest in Asiacell which can potentially trigger the additional regulatory fees.

The position of all other material litigations related to other subsidiaries reported at 31 December 2013 have not significantly changed as at 30 June 2014.

#### **18 RELATED PARTY DISCLOSURES**

Related parties represent associated companies including Government and semi Government agencies, associates, major shareholders, directors and key management personnel of the Group, and companies of which they are principal owners. In the ordinary course of business the Group enters into transactions with related parties. Pricing policies and terms of transactions are approved by the Group's management. The Group enters into commercial transactions with Government related entities in the ordinary course of business in terms of providing telecommunication services, placement of deposits and obtaining credit facilities etc.

#### a) Transactions with Government and related entities

The Group enters into commercial transactions with other Government related entities in the ordinary course of business which includes providing telecommunication services, placement of deposits and obtaining credit facilities. All these transactions are at arm's length and in the normal course of business.



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### **18 RELATED PARTY DISCLOSURES (CONTINUED)**

#### b)Transactions with Directors and other key management personnel

Key management personnel comprise the Board of Directors and key members of management having authority and responsibility of planning, directing and controlling the activities of the Group.

The compensation and benefits related to Board of Directors and key management personnel amounted to QR 65,543 thousands for the three months ended 30 June 2014 (for the three months ended 30 June 2013: QR 56,794 thousands) and QR 125,059 thousands for the six months ended 30 June 2014 (for the six months ended 30 June 2013: QR 100,781 thousands) and end of service benefits amounted to QR 3,413 thousands for the three months ended 30 June 2014 (for the three months ended 30 June 2014 (for the three months ended 30 June 2013: QR 5,137 thousand) and QR 8,671 thousands for the six months ended 30 June 2013: QR 12,820 thousands). The remuneration to the Board of Directors and key management personnel has been included under the caption "Selling, general and administrative expenses".

#### **19 SEGMENT INFORMATION**

Information regarding the Group's reportable segments is set out below in accordance with "IFRS 8 Operating Segments". IFRS 8 requires reportable segments to be identified on the basis of internal reports that are regularly reviewed by the Group's chief operating decision maker ("CODM") and used to allocate resources to the segments and to assess their performance.

The Group is engaged in a single line of business, being the supply of telecommunications services and related products. The majority of the Group's revenues, profits and assets relate to its operations in the MENA. Outside of Qatar, the Group operates through its subsidiaries and associates and major operations that are reported to the Group's CODM are considered by the Group to be reportable segment. Revenue is attributed to reportable segments based on the location of the Group companies. Inter-segment sales are charged at arms' length prices.

For management reporting purposes, the Group is organised into business units based on their geographical area covered, and has six reportable segments as follows:

- 1. *Ooredoo Qatar* is a provider of domestic and international telecommunication services within the State of Qatar;
- 2. Asiacell is a provider of mobile telecommunication services in Iraq;
- 3. *National Mobile Telecommunication Company (NMTC)* is a provider of mobile telecommunication services in Kuwait and elsewhere in the Middle East and North African (MENA) region;
- 4. *Indosat* is a provider of telecommunication services such as cellular services, fixed telecommunications, multimedia, data communication and internet services in Indonesia;
- 5. *Nawras* is a provider of mobile and fixed telecommunication services in Oman; and
- 6. Others include some of the Group's subsidiaries which are providers of wireless and telecommunication services.

Management monitors the operating results of its operating subsidiaries separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss of these reportable segments. Transfer pricing between reportable segments are on an arm's length basis in a manner similar to transactions with third parties.



### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

As at and for the six months ended 30 June 2014

#### **19 SEGMENT INFORMATION (CONTINUED)**

#### **Operating segments**

The following tables' present revenue and profit information regarding the Group's operating segments for the period ended 30 June 2014 and 2013:

#### For the three months ended 30 June 2014 (Reviewed)

	Ooredoo Qatar QR'000	Asiacell QR'000	NMTC QR'000	Indosat QR'000	Nawras QR'000	Others QR'000	Adjustments and eliminations QR'000	Total QR'000
Revenue								
Third party	1,779,890	1,599,370	2,521,732	1,821,961	544,603	133,360	-	8,400,916
Inter-segment	16,329	2,502	21,539	7,450	2,016	26,701	( <b>76,537</b> ) (i)	-
Total revenue	1,796,219	1,601,872	2,543,271	1,829,411	546,619	160,061	(76,537)	8,400,916
Results								
Segment profit / (loss) before tax	620,339	444,676	436,503	(207,913)	122,487	(208,309)	( <b>118,191</b> ) (ii)	1,089,592
Depreciation and amortisation	181,433	297,700	454,281	656,825	121,569	26,800	<b>118,191</b> (iii)	1,856,799
*			/					, , , .
Net finance costs	295,883	7,823	26,109	186,665	6,515	(2,380)	<u> </u>	520,615



## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

As at and for the six months ended 30 June 2014

#### **19 SEGMENT INFORMATION (CONTINUED)**

For the three months ended 30 June 2013 (Reviewed)

	Ooredoo Qatar QR'000	Asiacell QR'000	NMTC QR'000	Indosat QR '000	Nawras QR'000	Others QR'000	Adjustments and eliminations QR'000	Total QR'000
Revenue								
Third party	1,626,825	1,768,049	2,387,550	2,188,682	492,506	178,553	-	8,642,165
Inter-segment	12,452	4,341	24,635	11,399	1,981	27,827	(82,635) (i)	-
Total revenue	1,639,277	1,772,390	2,412,185	2,200,081	494,487	206,380	(82,635)	8,642,165
Results	394,887	684,101	522 102	(57,002)	02 425	(120,558)	(120,806) (**)	1 227 070
Segment profit / (loss) before tax	394,887	084,101	523,103	(57,002)	93,435	(120,558)	(130,896) (ii)	1,387,070
Depreciation and amortisation	174,298	255,562	395,757	841,639	92,716	24,746	<u>130,896 (</u> iii)	1,915,614
Net finance costs	281,834	942	15,621	205,029	5,758	(1,296)		507,888



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#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

**19 SEGMENT INFORMATION (CONTINUED)** 

#### For the six months ended 30 June 2014 (Reviewed)

	Ooredoo Qatar QR'000	Asiacell QR'000	NMTC QR'000	Indosat QR '000	Nawras QR'000	Others QR'000	Adjustments and eliminations QR'000	Total QR'000
Revenue								
Third party	3,471,276	3,213,510	4,861,843	3,593,514	1,061,507	301,901	-	16,503,551
Inter-segment	30,915	6,701	39,630	15,862	4,180	59,133	( <b>156,421</b> ) (i)	-
Total revenue	3,502,191	3,220,211	4,901,473	3,609,376	1,065,687	361,034	(156,421)	16,503,551
Results								
Segment profit / (loss) before tax	981,060	881,303	830,121	102,182	234,286	(355,337)	(242,103) (ii)	2,431,512
Depreciation and amortisation	360,845	582,096	902,592	1,292,804	223,363	52,365	<b>242,103</b> (iii)	3,656,168
Depresention and amortisation	500,045			1,2/2,004		52,505	(III)	3,020,100
Net finance costs	597,824	14,738	47,955	393,099	12,014	(4,476)	-	1,061,154
								<u> </u>



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

### **19 SEGMENT INFORMATION (CONTINUED)**

For the six months ended 30 June 2013 (Reviewed)

	Ooredoo Qatar QR'000	Asiacell QR '000	NMTC QR'000	Indosat QR'000	Nawras QR'000	Others QR'000	Adjustments and eliminations QR'000	Total QR'000
Revenue Third party	3,183,440	3,483,505	4,689,699	4,355,577	965,166	348,438	-	17,025,825
Inter-segment	31,069	18,617	56,470	19,347	4,028	57,970	(187,501) (i)	
Total revenue	3,214,509	3,502,122	4,746,169	4,374,924	969,194	406,408	(187,501)	17,025,825
Results Segment profit / (loss) before tax	799,242	1,285,421	1,006,786	(47,508)	189,465	(311,760)	(292,669) (ii)	2,628,977
Depreciation and amortisation	350,690	504,331	794,568	1,675,357	182,444	49,983	(iii)	3,850,042
Net finance costs	550,273	2,666	26,535	404,963	9,491	(2,584)	<u> </u>	991,344

#### Notes:

(i) Inter-segment revenues are eliminated on consolidation.

(ii) Segment profit before tax does not include the following:

	For the three n 30 Ju		For the six months ended 30 June		
	2014	2013	2014	2013	
	QR'000	QR'000	QR'000	QR'000	
Amortization of intangibles	(118,191)	(130,896)	(242,103)	(292,669)	

(iii) Amortisation relating to additional intangibles identified from business combination was not considered as part of segment expense.



#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

## **19 SEGMENT INFORMATION (CONTINUED)**

The following table presents segment assets of the Group's operating segments as at 30 June 2014 and 31 December 2013.

	Ooredoo Qatar QR'000	Asiacell QR'000	NMTC QR'000	Indosat QR'000	Nawras QR'000	Others QR'000	Adjustments and eliminations QR'000	Total QR'000
Segment assets (i)								
At 30 June 2014 (Reviewed)	20,010,203	9,149,362	27,142,552	17,930,684	3,233,002	8,092,278	11,182,882	96,740,963
At 31 December 2013	24,204,297	8,857,432	27,743,561	18,201,410	3,217,092	3,734,715	11,168,218	97,126,725

Note:

(i) Goodwill amounting to QR 11,182,882 thousands (31 December 2013: QR 11,168,218 thousands) was not considered as part of segment assets as goodwill is not used by the Chief Decision Making officers for strategic decision making purposes.



30 June 2014

30 June 2014

## OOREDOO Q.S.C.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 20 FAIR VALUES OF FINANCIAL INSTRUMENTS

#### Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

- Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities that the Group can access at the measurement date
- Level 2: Inputs other than quoted prices included within level 1 that are observable for the assets of liability, either directly or indirectly
- Level 3: Unobservable inputs for the asset or liability

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

#### **Financial assets**

	(Reviewed) QR'000	Level 1 QR'000	Level 2 QR'000	Level 3 QR'000	
Available-for-sale investments Derivative financial instruments	1,997,756 68,217	427,678	1,570,078 68,217	-	
	2,065,973	427,678	1,638,295	<u> </u>	
		31 Decem	ber 2013		
	(Audited) QR'000	Level 1 QR'000	Level 2 QR'000	Level 3 QR'000	
Available-for-sale investments Derivative financial instruments	2,641,766 138,471	1,098,112	1,543,654 138,471	-	
	2,780,237	1,098,112	1,682,125		

#### **Financial liabilities**

	(Reviewed) QR'000	Level 1 QR'000	Level 2 QR'000	Level 3 QR'000
Derivative financial instruments	38,586		38,586	
		31 Decemb	ber 2013	
	(Audited) QR'000	Level 1 OR'000	Level 2 QR '000	Level 3 QR'000
	QR 000	QA 000	QR 000	QR 000
Derivative financial instruments	22,237		22,237	-



### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS As at and for the six months ended 30 June 2014

#### 21 DISCONTINUED OPERATION

On 31 January 2014, the Group completed the legal formalities relating to the disposal of one of its subsidiaries, PTC to Saudi Telecom at a net settlement of QR 77,881 thousands. The net assets of the subsidiary at the date of disposal was QR 55,553 thousands and a gain of QR 46,438 thousands was recognised on this disposal. As a result of this disposal, the Group no longer controls the subsidiary and ceases to consolidate its results and net assets after 31 January 2014.

The consolidated statement of profit or loss and statement of cash flow for the comparative period have been represented to disclose the discontinued operation separately from continuing operations.

Results of discontinued operations	For the thr enc 30 J	led	For the six months ended 30 June		
	2014	2013	2014	2013	
	(Revi	ewed)	(Revi	ewed)	
	QR '000	QR'000	QR'000	QR'000	
Decement		59.000	10 170	116 100	
Revenue	-	58,236	18,178	116,188	
Operating expenses	-	(11,279)	(1,979)	(22,253)	
Selling, general and administrative expenses	-	(22,253)	(8,443)	(43,865)	
Depreciation and amortization	-	(21,903)	(7,283)	(43,356)	
Net finance costs	-	18	7	35	
Other income – net		4,163	89	7,476	
Royalties and fees	-	(728)	(282)	(728)	
Results from operating activities	-	6,254	287	13,497	
Profit on sale of discontinued operation	-	-	46,438	-	
Results from operating activities – Jordan	-	(139)	-	389	
Profit for the period	-	6,115	46,725	13,886	

#### 22 COMPARATIVE INFORMATION

#### **Reclassification of comparative information**

Certain comparative figures have been reclassified to conform to the presentation in the current period's condensed consolidated interim financial statements. However, such reclassifications did not have any effect on the profit, total assets and equity of the comparative period.

	As reclassified QR'000	As reported in 2013 QR'000
Condensed consolidated statement of financial position		
Trade and other receivables Trade and other payables	6,855,131 12,384,273	7,144,061 12,673,203