

**NBAD MENA Growth Fund**  
*(formerly known as NBAD GCC Opportunities Fund)*

Financial Statements

**31 December 2014**

# NBAD MENA Growth Fund

## Financial statements

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## Independent Auditor's report

The Unit holders  
NBAD MENA Growth Fund  
Abu Dhabi

### Report on financial statements

We have audited the accompanying financial statements of NBAD MENA Growth Fund ("the Fund"), which comprise the statement of financial position as at 31 December 2014, the statements of profit or loss and other comprehensive income, changes in net assets attributable to holders of redeemable units and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

### Management's responsibility for the financial statements

National Bank of Abu Dhabi (the "Fund Manager") is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as the Fund Manager determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' responsibility

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

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

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

### Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as at 31 December 2014, and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards.

*KPMG*

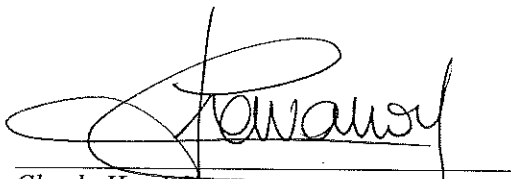
KPMG Lower Gulf Limited  
Austin Alan Henry Rudman  
Registration No. 844

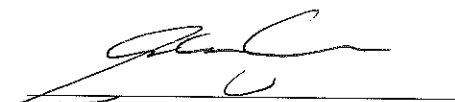
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# NBAD MENA Growth Fund

## Statement of financial position as at 31 December

	<i>Note</i>	2014 AED'000	2013 AED'000
<b>Assets</b>			
Cash at bank	7	3,220	693
Investments at fair value through profit or loss		74,431	71,822
Due from related parties	7	2	-
Due from broker		2,601	-
Other assets		46	-
<b>Total assets</b>		<b>80,300</b>	<b>72,515</b>
<b>Liabilities</b>			
Due to related parties	7	135	445
<b>Total liabilities</b>		<b>135</b>	<b>445</b>
<b>Net assets attributable to holders of redeemable units</b>	<i>10</i>	<b>80,165</b>	<b>72,070</b>
<b>Number of units outstanding (thousand units)</b>		<b>17,264</b>	<b>15,932</b>
<b>Net asset value per unit (AED)</b>		<b>4.64</b>	<b>4.52</b>

  
 Claude-Henri Chavanon  
 Managing Director - Head of Global Wealth  
 Management  
 Global Wealth Division

  
 Saleem Khokhar  
 Executive Director- Head of Fund  
 Management  
 Global Asset Management

The notes 1 to 10 are an integral part of these financial statements.

The Independent Auditor's report is set out on page 1.

## NBAD MENA Growth Fund

### Statement of profit or loss and other comprehensive income for the year ended 31 December

	<i>Note</i>	2014 AED'000	2013 AED'000
Net (loss) / gain on investments at fair value through profit or loss	8	(739)	18,715
Interest income		12	10
Dividend income		3,045	3,449
Other income		2	1
<b>Net operating income</b>		<b>2,320</b>	<b>22,175</b>
Investment management fees	7	(1,484)	(1,619)
Other operating expenses		(319)	(271)
<b>Total operating expenses</b>		<b>(1,803)</b>	<b>(1,890)</b>
<b>Increase in net assets attributable to holders of redeemable units</b>		<b>517</b>	<b>20,285</b>

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## NBAD MENA Growth Fund

### Statement of changes in net assets attributable to holders of redeemable units for the year ended 31 December

	Number of units	Net assets attributable to holders of redeemable units AED'000
Balance as on 01 January 2013	21,461,257	74,897
Issue of units during the year	442,279	1,755
Redemption of units during the year	(5,971,339)	(24,867)
Increase in net assets attributable to holders of redeemable units	-	20,285
<b>Balance at 31 December 2013</b>	<b>15,932,197</b>	<b>72,070</b>
Balance as on 01 January 2014	15,932,197	72,070
Issue of units during the year	2,439,381	13,275
Redemption of units during the year	(1,107,777)	(5,697)
Increase in net assets attributable to holders of redeemable units	-	517
<b>Balance at 31 December 2014</b>	<b>17,263,801</b>	<b>80,165</b>

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## NBAD MENA Growth Fund

### Statement of cash flows for the year ended 31 December

	2014 AED'000	2013 AED'000
<b>Cash flows from operating activities</b>		
Profit for the year	517	20,285
Changes in:		
Investments at fair value through profit or loss	(2,609)	2,501
Due from related parties	(2)	(1)
Due from a broker	(2,601)	-
Other assets	(46)	-
Due to related parties	(310)	434
<i>Cash flows (used in) / from operating activities</i>	<u>(5,051)</u>	<u>23,219</u>
<b>Cash flows from financing activities</b>		
Proceeds from issue of units	13,275	1,755
Payments on redemption of units	(5,697)	(24,867)
<i>Cash flows from / (used in) financing activities</i>	<u>7,578</u>	<u>(23,112)</u>
<b>Net increase in cash and cash equivalents</b>	<b>2,527</b>	<b>107</b>
Cash and cash equivalents at beginning of the year	<u>693</u>	<u>586</u>
<b>Cash and cash equivalents at end of the year</b>	<u><u>3,220</u></u>	<u><u>693</u></u>

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# NBAD MENA Growth Fund

## Notes to the financial statements

### 1 Reporting entity

NBAD MENA Growth Fund (the "Fund") is an open ended investment fund established in the UAE by National Bank of Abu Dhabi PJSC (the "Fund Manager") and is licensed by the Central Bank of the UAE approval reference number 13/281/2008 dated 3 January 2008. The Fund is not a separately incorporated entity and its activities are managed by the Fund Manager.

The Fund's primary objective is to invest in a balanced portfolio of GCC equities and other transferable securities, whether listed on the GCC financial markets or, where appropriate, purchased through the 'over the counter' arrangements, and other related securities including third party collective investment schemes, with a view to achieving capital growth.

The prospectus was revised on 1 November 2007 and the term sheet was revised on 29 November 2011. These revisions are approved by the Central Bank of UAE. The revised prospectus and term sheet are available upon request from the Fund Manager's registered office at P.O. Box 4, Abu Dhabi, United Arab Emirates.

The Fund was formerly known as NBAD GCC Opportunities Fund. The name change was effective from 15 May 2014.

### 2 Basis of preparation

#### (a) Statement of compliance

The financial statements of the Fund as at and for the year ended 31 December 2014 have been prepared in accordance with International Financial Reporting Standards (IFRSs).

These financial statements were approved on behalf of the Fund Manager on 30<sup>th</sup> June 2015.

#### (b) Basis of measurement

These financial statements have been prepared on the historical cost basis except for financial instruments at fair value through profit or loss which are measured at fair value.

#### (c) Functional and presentation currency

These financial statements are presented in United Arab Emirates Dirham ("AED"), which is the Fund's functional currency. All financial information presented in AED has been rounded to the nearest thousand.

#### (d) Use of estimates and judgments

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.



# NBAD MENA Growth Fund

## Notes to the financial statements

### 2 Basis of preparation *(continued)*

#### *(d) Use of estimates and judgments (continued)*

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in note 5.

### 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except for the new amendments to standards that became applicable and was adopted during the year. These amendments do not have any impact on these financial statements.

#### *(a) Interest*

Interest income and expense are recognised in the statement of profit or loss and other comprehensive income using the effective interest method.

#### *(b) Dividend income*

Dividend income is recognised in the statement of profit or loss and other comprehensive income when the right to receive income is established. For quoted equity securities this is usually the ex-dividend date.

#### *(c) Redemption fees*

Redemption fees are charged to holders of redeemable units at the time of redemption of units in the Fund and are recognised in the statement of profit or loss and other comprehensive income in the period during which such redemptions are made.

#### *(d) Net gain / (loss) from financial instruments at fair value through profit or loss*

Net gain / (loss) from financial instruments at fair value through profit or loss includes all realised gain / losses and unrealised fair value changes and foreign exchange differences, but excludes interest and dividend income.

Net realised gain / (loss) from financial instruments at fair value through profit or loss represents the difference between the closing price applicable on the last revaluation date and their sale/settlement price.

The unrealised gain / (loss) represents the difference between the carrying amount of a financial instrument at the beginning of the period, or transaction price when purchased in the current reporting period and its fair value at the end of the period or at the last revaluation date before its sale/settlement.

#### *(e) Expenses*

All expenses, including the management fees and performance fees are recognised in the statement of comprehensive profit and loss on an accrual basis.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies *(continued)*

#### *(f) Foreign currency transactions*

Transactions in foreign currencies are translated into UAE Dirhams at the spot exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated into UAE Dirhams at the spot exchange rate at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value through profit or loss are retranslated into AED Dirhams at the spot exchange rate at the date the fair value was determined.

Foreign currency exchange differences arising on translation are recognised in the statement of profit or loss and other comprehensive income. Foreign currency exchange differences relating to investments at fair value through profit or loss are included in net gain on investments at fair value through profit or loss.

#### *(g) Financial assets and financial liabilities*

##### *i. Recognition and initial measurement*

Financial assets and liabilities at fair value through profit or loss are recognised initially on the trade date at which the Fund becomes a party to the contractual provisions of the instrument. Other financial assets and liabilities are recognised on the date they are originated.

Financial assets and financial liabilities at fair value through profit or loss are measured initially at fair value, with transaction costs recognised in the statement of profit or loss. Financial assets or financial liabilities not at fair value through profit or loss are measured initially at fair value plus transaction costs that are directly attributable to its acquisition or issue.

##### *ii. Classification*

The Fund has classified financial assets and financial liabilities into following categories:

Financial assets at fair value through profit or loss:

- Held for trading - equity investments

Financial assets at amortised cost:

- Loans and receivables – cash at bank, balances due from related parties and other assets

Financial liabilities at amortised cost:

- Other liabilities – balances due to related parties and net assets attributable to holders of redeemable units

# NBAD MENA Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies *(continued)*

#### *(g) Financial assets and financial liabilities (continued)*

##### *ii. Classification (continued)*

A financial instrument is classified as held for trading, if:

- it is acquired or incurred principally for the purpose of selling or repurchasing in the near term;
- on initial recognition it is part of a portfolio that is managed together and for which there is evidence of a recent pattern of short-term profit taking.

Note 6 provide a reconciliation of line items in the statement of financial position to the categories of financial instruments, as defined by IAS 39.

##### *iii. Derecognition*

The Fund derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or when it transfers the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred or in which the Fund neither transfers nor retains substantially all the risks and rewards of ownership and does not retain control of the financial asset. Any interest in transferred financial assets that qualify for derecognition that is created or retained by the Fund is recognised as a separate asset or liability in the statement of financial position.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised), and the consideration received (including any new asset obtained less any new liability assumed) is recognised in the statement of profit or loss and other comprehensive income.

The Fund enters into transactions whereby it transfers assets recognised on its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets or a portion of them. If all or substantially all risks and rewards are retained, then the transferred assets are not derecognised.

The Fund derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

##### *iv. Offsetting*

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Fund has a legal right to set off the recognised amounts and it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis only when permitted under IFRSs, for example, for gains and losses arising from a group of similar transactions, such as gains and losses from financial instruments at fair value through profit or loss.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies *(continued)*

#### *(g) Financial assets and financial liabilities (continued)*

##### *v. Amortised cost measurement*

The amortised cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initial amount recognised and the maturity amount, minus any reduction for impairment.

The effective interest rate is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or liability (or, when appropriate, a shorter period) to the carrying amount of the financial asset or liability. When calculating the effective interest rate, the Fund estimates future cash flows considering all contractual terms of the financial instrument, but not future credit losses.

##### *vi. Fair value measurement*

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 in the principal, or in its absence, the most advantageous market to which the Fund has access at that date. The fair value of a liability reflects its non-performance risk.

When applicable, the Fund measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

When there is no quoted price in an active market, the Fund uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all the factors that market participants would take into account in pricing a transaction.

The best evidence of the fair value of a financial instrument at initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Fund determines that the fair value at initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value at initial recognition and the transaction price.

Subsequently, that difference is recognized in the statement of profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is supported wholly by observable market data or the transaction is closed out.

When available, the Fund measures the fair value of an instrument using quoted bid prices in an active market for that instrument. A market is regarded as active if quoted prices are readily and regularly available and represent actual and regularly occurring market transactions on an arm's length basis.

The best evidence of the fair value of a financial instrument at initial recognition is the transaction price, i.e. the fair value of the consideration given or received

# NBAD MENA Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies *(continued)*

Assets are measured at a bid price and liabilities are measured at an asking price.

All changes in fair value, other than dividend income, are recognised in the statement of profit or loss as net gain or loss from financial instruments at fair value through profit or loss.

#### vii. *Identification and measurement of impairment*

At each reporting date the Fund assesses whether there is objective evidence that financial assets not carried at fair value through profit or loss are impaired. A financial asset or a group of financial assets is (are) impaired when objective evidence demonstrates that a loss event has occurred after the initial recognition of the asset(s), and that the loss event has an impact on the future cash flows of the asset(s) that can be estimated reliably.

Objective evidence that financial assets are impaired can include significant financial difficulty of the banker or issuer, default or delinquency by a banker, indications that a banker or issuer will enter bankruptcy or other observable data relating to a group of assets such as adverse changes in the payment status of bankers or issuers in the group, or economic conditions that correlate with defaults in the group.

Impairment losses on financial assets carried at amortised cost are measured as the difference between the carrying amount of the financial asset and the present value of estimated future cash flows discounted at the asset's original effective interest rate. Impairment losses are recognised in the statement of profit or loss and other comprehensive income and reflected in an allowance account against loans and receivables. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through the statement of profit or loss and other comprehensive income.

The Fund writes off financial assets carried at amortised cost when they are determined to be uncollectible.

#### (h) *Cash and cash equivalents*

Cash and cash equivalents for the purpose of cash flow comprise deposits with banks with original maturities of less than three months and bank overdraft balance that is repayable on demand and forms an integral part of the Fund's cash management. Cash and cash equivalents are carried at amortised cost in the statement of financial position.

#### (i) *Net asset value per unit*

The net asset value per unit disclosed in the statement of financial position is calculated in accordance with the Fund's Prospectus by dividing the net assets attributable to holders of redeemable units included in the financial position by the number of units outstanding at the reporting date.

#### (j) *Redeemable units*

Redeemable units are classified as financial liabilities and are measured at the present value of the redemption amounts. In accordance with the Fund's prospectus, the redemption amounts of the redeemable units are based on last published net asset value. The net assets value includes Fund's underlying investments, calculated using the closing prices. On the other hand, in accordance with the Fund's accounting policies, financial assets at fair value are measured at a bid price and financial liabilities at fair value are measured at the asking price.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies *(continued)*

#### *(k)* Provisions

A provision is recognised if, as a result of a past event, the Fund has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Where the effect of time value of money is material, provisions are determined by discounting the expected future cash flows, that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

#### *(l)* *New standards issued not yet adopted*

A number of new standards, amendments to standards and interpretation are not yet effective for the year ended 31 December 2014, and have not been applied in preparing these financial statements.

**IFRS 9 Financial Instruments:** IFRS 9, published in July 2014, replaces the existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new credit loss model for calculating impairment on financial assets and new general hedge accounting requirements. IFRS 9 is effective for annual reporting periods beginning on or after 1 January 2018, with early adopting permitted;

This standard is not expected to have a significant impact on the Fund's financial statements.

**IFRS 15 Revenue from Contracts with Customers:** IFRS 15 Establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaces existing revenue recognition guidance, including IAS 18 Revenue, IAS 11 Construction contracts and IFRIC 13 Customer Loyalty Programmes. IFRS 15 is effective for annual reporting periods beginning on or after 1 January 2017, with early adopting permitted;

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management

#### *Introduction and overview*

The Fund has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note presents information about the Fund's exposure to each of the above risks, the Fund's objectives, policies and processes for measuring and managing risk, and the Fund's management of capital.

#### *Risk management framework*

The Advisory Board and Investment Committee have the overall responsibility for the establishment and oversight of the Fund's risk management framework.

The Fund is managed by the Fund Manager on the basis of the Funds investment objectives and guidelines, subject to the supervision of the Investment Committee, on a day to day basis. The Advisory Board reviews the activities and performance of the Fund (including Fund's investment strategies as set out in the Investment process) and makes appropriate recommendations to the Fund Manager.

The Fund's risk management policies are established to identify and analyse the risks faced by the Fund, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly, on an ongoing basis, to reflect changes in market conditions, products and services offered.

Details of the nature of the Fund's investment portfolio at the reporting date are disclosed in relevant risk notes.

#### *(a) Credit risk*

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund, resulting in a financial loss to the Fund. It arises principally from cash at bank and balances due from related parties. For risk management reporting purposes, the Fund considers and consolidates all elements of credit risk exposure (such as individual obligor default risk, country and sector risk).

#### *Management of credit risk*

Credit risk is monitored on a regular basis by the Fund Manager in accordance with policies and procedures in place. Investment Committee's main objectives include: (i) to determine the investment strategies and tactics to be adopted to manage the Funds in accordance with the investment objectives and guidelines as set out in the prospectus and term sheet; and (ii) to review the Funds performance and discuss the various strategies adopted at the sectoral and occasionally at the stock level. The Funds Advisory Board's main objectives are to protect the interests of the investors. It also has a responsibility to consider the investment strategies adopted for the individual Funds and to review the performance of each Fund at a strategic level. Additionally the Advisory Board will consider events and action that may have given rise to a conflict of interest and advise the Fund Manager on possible remedies, if appropriate. Where the credit risk is not in accordance with the investment policy or guidelines of the Fund, the Fund Manager is obliged to rebalance the portfolio as soon as is reasonably practicable after each determination that the portfolio is not in compliance with the stated investment parameters.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 5 Financial risk management (continued)

#### (a) Credit risk (continued)

##### *Exposure to credit risk*

The Fund's maximum credit risk exposure at the reporting date is represented by the respective carrying amounts of the financial assets in the statement of financial position (except for equity instruments as they do not carry credit risk).

##### *Balances due from brokers*

Balances due from brokers result from margin accounts and sale transactions awaiting settlement. Credit risk relating to unsettled transactions is considered small due to the short settlement period involved and the reputable brokers engaged by the Fund Manager. The Fund Manager monitors the internal controls, credit ratings and financial position of the brokers on a quarterly basis.

Majority of the Fund's transactions for sale and purchase of securities are made through National Bank of Abu Dhabi Securities LLC ("NBADS") which is a subsidiary of the Fund Manager. (Refer note 7)

##### *Cash at bank*

The Fund's bank balances are with the Fund Manager.

##### *Concentration of credit risk*

There were no significant concentrations of credit risk to any individual issuer or group of issuers at 31 December 2014 or at 31 December 2013 except in connection with the bank balances which is held with the Fund Manager.

##### *Settlement risk*

The Fund's activities may give rise to risk at the time of settlement of transactions. Settlement risk is the risk of loss due to the failure of an entity to honour its obligations to deliver cash, securities or other assets as contractually agreed.

For the majority of transactions the Fund mitigates this risk by conducting settlements through a broker to ensure that a trade is settled only when both parties have fulfilled their contractual settlement obligations. Settlement limits form part of the credit approval and limit monitoring process.

##### *Past due and impaired assets*

No financial assets carried at amortised cost were past due or impaired at 31 December 2014 (31 December 2013: nil).



# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management (continued)

#### (b) Liquidity risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations arising from its financial liabilities that are settled by delivering cash or another financial asset, or that such obligations will have to be settled in a manner disadvantageous to the Fund.

It arises principally from due to related parties and net assets attributable to holders of redeemable units.

#### *Management of liquidity risk*

The Fund's approach to manage the risk is to have sufficient liquidity to meet its liabilities, including anticipated redemptions of units, as and when due, without incurring unacceptable losses or risking damage to the Fund's reputation.

The Fund's liquidity risk is managed on a daily basis by the Fund Manager in accordance with policies and procedures in place. The Fund's overall liquidity risks are monitored on a weekly basis by the Investment Committee and the Advisory Board.

The Fund's term sheet provides for the weekly redemption of units and it is therefore exposed to the liquidity risk of meeting unit holders' redemptions at any time. The Fund's redemption policy only allows for redemptions on the last day of each week and unit holders must provide at least 2 days prior notice.

The Fund's financial instrument includes bank balances and listed equity securities which are considered to be readily realisable as they are actively traded on major UAE stock exchanges. Also, the term sheet of the Fund:

- Allows up to 30% of the Fund's total assets to be held in the form of Liquid Tradable Securities or cash in order to meet redemptions.
- Permits the fund to borrow up to 50% of its NAV at any relevant time in order to meet redemptions.

#### *Maturity analysis for financial liabilities*

Residual contractual maturities of the financial liabilities at reporting dates are as follows. Tables below show the cash flows of the Fund's financial instruments.

	Less than 1 month AED'000	Carrying amount AED'000	Gross amount AED'000
<b>31 December 2014</b>			
Due to related parties	135	135	135
Net assets attributable to holders of redeemable units	80,165	80,165	80,165
	<u>80,300</u>	<u>80,300</u>	<u>80,300</u>
<b>31 December 2013</b>			
Due to related parties	445	445	45
Net assets attributable to holders of redeemable units	72,070	72,070	72,070
	<u>72,515</u>	<u>72,515</u>	<u>72,515</u>

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management (continued)

#### (b) Liquidity risk (continued)

##### *Maturity analysis for financial liabilities*

The previous table shows the undiscounted cash flows of the Fund's financial liabilities on the basis of their earliest possible contractual maturity. The gross amounts include interest payable where appropriate. The carrying amounts are similar to the gross amounts.

The Fund's expected cash flows on these instruments do not vary significantly from this analysis except for net assets attributable to the holders of redeemable units, which the Fund has the contractual obligation to redeem with in the 2 days of the notice. Historical experience indicates that these units are held by unit holders based on medium or long term basis, however redemption levels are very difficult to predict as they vastly fluctuate with the changing market conditions and investor needs or objectives..

#### (c) Market risk

Market risk is the risk that changes in market prices, such as interest rates, equity prices, and foreign exchange rates will affect the Fund's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

##### *Management of market risks*

The Fund's strategy on the management of the market risk is driven by its investment objectives and guidelines. The Fund's primary investment objective is to invest in a balanced portfolio of GCC equities and other transferable securities. The Fund's market risk is managed on a daily basis by the Fund Manager in accordance with the policies and procedures in place. The Fund's overall market positions are monitored by the Advisory Board and Investment Committee on a periodic basis.

When considered necessary or appropriate, the Fund Manager may hedge currency and/or other portfolio related risks in accordance with the investment objectives and guidelines.

##### *Exposure to currency risk*

The Fund may invest in financial instruments and enter into transactions denominated in currencies other than its functional currency ("AED"). Consequently, the Fund is exposed to risks that the exchange rate of its currency relative to other foreign currencies may change in a manner that has an adverse effect on the value if that portion of the Fund's assets or liabilities denominated in currencies other than the AED.

The exchange rate of AED and all other GCC currencies, in which the Fund invests, is pegged against US Dollar and hence the Fund's exposure to currency risk is limited to that extent.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management (continued)

#### (c) Market risk (continued)

Since the majority of the assets and liabilities are in AED or in foreign currencies pegged with the AED, the management estimates that any reasonable possible changes in exchange rates would not have a significant impact on the Fund's financial statements.

##### *Exposure to interest rate risk*

Interest rate risk is the risk that arises from timing difference in the maturity and re-pricing of Fund's interest bearing assets and liabilities.

The majority of Fund's financial assets and liabilities are non-interest bearing.

Bank balances placed with the Fund Manager are at floating rates, with re-pricing on quarterly basis. All other financial assets and liabilities are non-interest bearing.

##### *Exposure to other price risk*

Other price risk is the risk that the fair value of the financial instrument will fluctuate as a result of changes in market prices (other than those arising from currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market. As the majority of the Fund's financial instruments are carried at fair value with fair value changes recognised in the statement of profit or loss, all changes in market conditions will directly affect net investment income.

Price risk is managed by the Fund Manager by constructing a diversified portfolio of instruments, in different industry sectors and traded on different markets. Under normal circumstances the Fund invests in the trading instruments in accordance with the investment guidelines.

As per the term sheet of the Fund, the policy for concentration of its investment portfolio profile is as follows:

- No more than 20% of the total assets are to be in non-GCC stocks and other tradable financial instruments.
- Investment in any particular security is not to exceed 10% of that company's then total market capitalization.
- Except as required to reflect market weighing of a stock, investment in equities or liquid tradable securities of any company is not to exceed 25% of the Fund's total assets at the time of investment.
- Investments in third party collective investment schemes must be limited to 10% of the Fund's NAV and must not exceed 5% of the net asset value of any of the collective investment schemes the Fund is invested in.

Internal procedures require the Fund Manager to manage price risk on a daily basis. Internal procedures and systems help the Fund Manager to keep a check and control of any kind of price risk on an ongoing basis. Any deviation from the permitted guidelines needs to be corrected in the best possible manner within a reasonable time frame from the equity perspective. . The Fund's procedures require price risk to be monitored on a monthly basis by the Advisory Board and the Investment Committee.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management (continued)

#### (c) Market risk (continued)

##### *Exposure to other price risk (continued)*

Where the market risk is not in accordance with the investment policy or guidelines of the Fund, the Fund Manager is obliged to rebalance the portfolio as soon as is reasonably practicable after each determination that the portfolio is not in compliance with the stated investment parameters.

The Fund Manager monitors concentration of risk based on counterparties and industries. The Fund's equity investments are concentrated in the following industries:

	2014 AED'000	2013 AED'000
Banking and financial sector	33,630	29,065
Real Estate	5,744	5,615
Telecom	3,742	8,313
Others	31,315	28,829
	<u>74,431</u>	<u>71,822</u>

The Fund had the following individual significant exposure in its portfolio of investments at fair value through profit or loss:

	2014 %	2013 %
Dubai Islamic Bank	6	0
First Gulf Bank	6	2
Al Tayyar	5	1
	<u>        </u>	<u>        </u>

The Fund estimates the future reasonably possible market price fluctuations for equity investments on an individual investment basis.

The table below sets out the sensitivity analysis and its effect on the Fund's statement of profit or loss and other comprehensive income and net assets attributable to holders of redeemable units of a reasonably possible weakening in the individual equity market prices of 1% at 31 December. The analysis assumes that all other variables, in particular interest and foreign currency rates remain constant.

<i>Effect in AED thousands</i>	2014	2013
Investments at fair value through profit or loss	<u>744</u>	<u>718</u>
<i>Effect in % of net assets</i>		
Investments at fair value through profit or loss	<u>0.99</u>	<u>0.99</u>

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management *(continued)*

#### *(c) Market risk (continued)*

##### *Exposure to other price risk (continued)*

A strengthening of market prices would have resulted in an equal but opposite effect to the amounts shown above.

#### *(d) Operational risk*

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the processes, technology and infrastructure supporting the Fund's operations either internally within the Fund or externally at the Fund's service providers, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of investment management behavior.

Operational risks arise from all of the Fund's activities. The Fund's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation whilst achieving its investment objective of generating returns to investors.

The primary responsibility for the development and implementation of controls over operational risk rests with the Head of Middle office and Compliance Manager. This responsibility is supported by the development of overall standards for the management of operational risk, which encompasses the controls and processes at the service providers and the establishment of service levels with the service providers, in the following areas:

- requirements for appropriate segregation of duties between various functions, roles and responsibilities;
- requirements for the reconciliation and monitoring of transactions;
- compliance with regulatory and other legal requirements;
- documentation of controls and procedures;
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified;
- contingency plans;
- ethical and business standards; and
- risk mitigation, including insurance where this is effective.

Compliance with policies and procedures is supported by periodic reviews undertaken by the Fund Manager's Audit and Compliance Division. The results of these reviews are discussed with the management, with summaries submitted to the Audit Committee and senior management of the Fund Manager.

The directors' assessment over the adequacy of the controls and processes in place at the service providers with respect to operational risks is carried out via regular discussions with the service providers.

Substantially all of the securities of the Fund are held with reputable brokers. Bankruptcy or insolvency of the custodians may cause the Fund's rights with respect to the securities held by the custodian to be delayed or limited. The Fund Manager monitors the credit ratings, internal control and financial position of its custodians on a periodic basis.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 4 Financial risk management *(continued)*

#### (e) Capital management

The Fund's capital is represented by the number of units outstanding. The objective of the Fund is to invest the subscriptions amounts in a portfolio with a view to both achieving capital growth and provide attractive returns over medium term, while reducing directional downward risk in underlying market.

The Fund aims to deliver this objective mainly through investing in a balanced portfolio as per the Fund investment guidelines while maintaining sufficient liquidity to meet unit holder's redemptions. The Fund has complied with the externally imposed requirements including SCA and UAE Central Bank rules and regulations.

### 5 Use of estimates and judgments

*Key sources of estimation uncertainty and critical accounting judgments in applying the Fund's accounting policies:*

#### (i) Fair values of financial instruments

The Fund's financial instruments include investments which are measured at fair value in the statement of financial position and it is usually possible to determine their fair values within a reasonable range of estimates i.e. quoted market prices are readily available.

For certain other financial instruments the carrying amounts approximate fair value due to the immediate or short term nature of the financial instruments.

Availability of observable market prices reduces the need for management judgment and estimation and also reduces the uncertainty associated with determination of fair values. Availability of observable market prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial market.

The Fund has an established control framework with respect to the measurement of fair values. Specific controls include: verification of observable pricing inputs; analysis and investigation of significant daily valuation movements; and reporting of significant valuation issues to the Advisory Board and Investment Committee.

The Fund's accounting policies on fair value measurements for financial instruments are discussed in note 3(g) and note 6.

#### (ii) Contingent liability arising from litigations

Due to the nature of its operations, the Fund may be involved in litigations arising in the ordinary course of business. Provision for contingent liabilities arising from litigations is based on the probability of outflow of economic resources and reliability of estimating such outflow. Such matters are subject to many uncertainties and the outcome of individual matters is not predictable with assurance.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 5 Use of estimates and judgments (continued)

*Key sources of estimation uncertainty and critical accounting judgments in applying the Fund's accounting policies: (continued)*

#### (iii) Financial asset and liability classification

The Fund's accounting policies provide scope for financial assets and liabilities to be designated on inception into different accounting categories in certain circumstances.

In classifying financial assets as fair value through profit or loss, the Fund has determined it meets the description as set out in note 3(g) and 6.

### 6 Financial assets and liabilities

#### Accounting classifications and fair values

The table below provides reconciliation of the line items in the Fund's statement of financial position to the categories of financial instruments as at.

	At fair value through profit or loss  AED'000	Other amortised cost  AED'000	Carrying amount  AED'000
<b>31 December 2014</b>			
Cash at banks	-	3,220	3,220
Financial assets at fair value through profit or loss	74,431	-	74,431
Due from broker	-	2,601	2,601
Due from related party	-	2	2
Other assets	-	46	46
	<u>74,431</u>	<u>5,869</u>	<u>80,300</u>
Due to related parties	-	135	135
Net assets attributable to holders of redeemable units	-	80,165	80,165
	<u>-</u>	<u>80,300</u>	<u>80,300</u>

# NBAD MENA Growth Fund

## Notes to the financial statements

### 6 Financial assets and liabilities (continued)

#### Accounting classifications and fair values (continued)

	At fair value through profit or loss	Other amortised cost	Carrying amount
	AED'000	AED'000	AED'000
31 December 2013			
Cash at banks	-	693	693
Financial assets at fair value through profit or loss	71,822	-	71,822
Due from related parties	-		
	<u>71,822</u>	<u>693</u>	<u>72,515</u>
Due to related parties	-	445	445
Net assets attributable to holders of redeemable units	-	72,070	72,070
	<u>-</u>	<u>72,515</u>	<u>72,515</u>

The financial instruments not accounted for at fair value through profit or loss are short-term financial assets and liabilities whose carrying amounts approximates their fair value.

All financial assets and liabilities are measured at amortised cost except for trading investments which are measured at fair value by reference to published price quotations in an active market.

For investment in shares that are inactive as at the reporting date the Fund determines fair values using valuation techniques. The valuation techniques include comparison to similar instruments, if any, for which market observable prices exist or marking to that index which is considered to offer the closest price. The objective of using a valuation technique is to arrive at a fair value determination that reflects the price of the financial instrument at the reporting date that would have been determined by market participants acting at arm's length.

The Fund measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1: Quoted market price (unadjusted) in an active market for an identical instrument.

Level 2: Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques for which all significant inputs are directly or indirectly observable from market data.



# NBAD MENA Growth Fund

## Notes to the financial statements

### 6 Financial assets and liabilities (continued)

#### Accounting classifications and fair values (continued)

Level 3: Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

The table below analyses financial instruments measured at fair value at the end of the reporting period, by the level in fair value hierarchy into which the fair value measurement is categorised.

	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
<b>31 December 2014</b>				
Financial assets at fair value through profit and loss	74,431	-	-	74,431
<b>Total</b>	<b>74,431</b>	<b>-</b>	<b>-</b>	<b>74,431</b>
<b>31 December 2013</b>				
Financial assets at fair value through profit and loss	71,822	-	-	71,822
<b>Total</b>	<b>71,822</b>	<b>-</b>	<b>-</b>	<b>71,822</b>

### 7 Related parties

#### Identity of related parties

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. Related parties comprise members of the Advisory Board and Investment Committee and the Fund Manager and the entities controlled by them. In the ordinary course of business, the Fund renders and receives services from such related parties at agreed rates, terms and conditions set out by the Fund Manager.

#### Terms and conditions

Key terms and conditions are shown below:

Brokerage	NBAD Securities LLC, a wholly owned subsidiary of the Fund Manager, provides brokerage services to the Fund at prevailing market rates.
Banking	The Fund Manager provides banking services at rates agreed with the Fund.
Others	The Fund Manager is entitled the following fees as set out in the offering term sheet: <ul style="list-style-type: none"><li>• Management fees of 1.5%;</li><li>• The Performance fee will be 10% of relative outperformance of the Fund over the S&amp;P Pan Arab Large-Mid Cap TR Index (the "Benchmark") and the latest NAV that prompted a performance fee payment during the relevant calendar year (the "High Watermark").</li></ul>

# NBAD MENA Growth Fund

## Notes to the financial statements

### 7 Related parties

#### *Balances*

Balances with related parties at the reporting dates are shown below:

	2014 AED'000	2013 AED'000
Fair value of investments at fair value through profit or loss in securities issued by the Fund Manager <i>Nil shares (2013: 162 thousand)</i>	-	2,078
Number of units held by related parties (in thousands)	5,000	5,000
Cash at bank	3,220	693
	2014 AED'000	2013 AED'000
<i>Due to related parties</i>		
Management fees payable to the Fund Manager	116	428
Administration fee payable to the Custody department	19	17
	135	445
<i>Due from related parties</i>		
Due from Fund Manager	2	-
	2014 AED'000	2013 AED'000
<i>Volume of transactions with the parent</i>		
Purchases	120,487	24,912
Sales	117,217	46,152

# NBAD MENA Growth Fund

## Notes to the financial statements

### 7 Related parties (continued)

#### Transactions

Transactions with related parties during the year included in the statement of profit or loss are shown below:

	2014 AED'000	2013 AED'000
Interest expenses	-	-
Interest income	12	10
Dividend income	-	57
Brokerage charges paid to NBAD Securities LLC	(27)	(2)
Management fees	(1,484)	(1,619)
Administration fees	(203)	(189)

The fund is managed by the Fund Manager and there are no key management personnel of the Fund.

In accordance with article 14.2 of the term sheet, a management fee of 1.5% per annum of the Fund's NAV is payable quarterly to the Fund Manager, calculated and accrued on a weekly basis.

### 8 Net gain on investments at fair value through profit or loss

	2014 AED'000	2013 AED'000
Realised (loss)	(2,470)	(122)
Unrealised gain	1,731	18,837
	<u>(739)</u>	<u>18,715</u>

As at reporting date all of the Fund's investments at fair value through profit or loss are in equity securities.

### 9 Units of the Fund

The initial offering of units was at a price of AED 10 per unit (par value). Subsequent to the initial offering, the subscription price for units is based on the Net Asset Value (NAV) per unit on the last business day of each week.

# NBAD MENA Growth Fund

## Notes to the financial statements

### 10 Reconciliation of net asset and net asset value per shares

	2014 AED'000	2013 AED'000
Net asset as per prospectus	80,529	72,259
Adjustment from closing prices to bid prices	(364)	(189)
<b>Net assets as per financial reporting</b>	<b>80,165</b>	<b>72,070</b>

In accordance with the Fund's prospectus unaudited net asset value is weekly reported to the holders of redeemable units. Unaudited net assets value includes investments at fair value through profit or loss calculated using quoted closing prices at a specific time without adjustment for financial assets disposal costs or unit encashment charges.

For financial statement reporting purposes, audited net assets value is calculated using quoted bid prices for financial assets.