

# **NBAD UAE Growth Fund**

**Financial statements**

**31 December 2012**

# **NBAD UAE Growth Fund**

## **Financial statements**

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## Independent auditors' report

The Unit holders  
NBAD UAE Growth Fund  
Abu Dhabi

We have audited the accompanying financial statements of NBAD UAE Growth Fund ("the Fund"), which comprise the statement of financial position as at 31 December 2012, the statements of 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 2012, and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards.

Munther Dajani  
Registration No. 268

20 JUN 2013

# NBAD UAE Growth Fund

## Statement of financial position

As at 31 December

	Note	2012 AED'000	2011 AED'000
<b>Assets</b>			
Investments at fair value through profit or loss		102,105	106,930
Due from related party	7	-	50
<b>Total assets</b>		<u>102,105</u>	<u>106,980</u>
<b>Liabilities</b>			
Bank overdraft	7	14,962	13,048
Due to related parties	7	105	527
<b>Total liabilities</b>		<u>15,067</u>	<u>13,575</u>
<b>Net assets attributable to holders of redeemable units</b>	11	<u>87,038</u>	<u>93,405</u>
<b>Number of units outstanding (thousand units)</b>		<u>16,997</u>	<u>20,892</u>
<b>Net asset value per unit (AED)</b>		<u>5.12</u>	<u>4.47</u>

  
Mark Watts  
Head of Asset Management Group

  
Saleem Khokhar  
Investment Committee Member

The notes on pages 6 to 28 are an integral part of these financial statements.

The independent auditors' report is set out on page 1.

# NBAD UAE Growth Fund

## Statement of comprehensive income

For the year ended 31 December

	<i>Note</i>	2012 AED'000	2011 AED'000
Net gain / (loss) on investments at fair value through profit or loss	8	11,266	(19,809)
Dividend income		4,572	3,108
Interest income	7	-	2
Other income		-	31
<b>Net investment income / (loss)</b>		<u>15,838</u>	<u>(16,668)</u>
Investment management fees	7	(1,960)	(2,163)
Other operating expenses		(350)	(440)
<b>Total operating expenses</b>		<u>(2,310)</u>	<u>(2,603)</u>
<b>Profit / (loss) from operations before interest</b>		13,528	(19,271)
Interest expense	7	(423)	(636)
<b>Increase / (decrease) in net assets attributable to holders of redeemable units</b>		<u>13,105</u>	<u>(19,907)</u>

The notes on pages 6 to 28 are an integral part of these financial statements.

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## NBAD UAE 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 1 January 2011	23,027,198	123,486
Issue of units during the year	53,904	253
Redemption of units during the year	(2,189,065)	(10,427)
Decrease in net assets attributable to holders of redeemable units	-	(19,907)
<b>Balance as on 31 December 2011</b>	<b>20,892,037</b>	<b>93,405</b>
Balance as on 1 January 2012	20,892,037	93,405
Issue of units during the year	20,088	101
Redemption of units during the year	(3,915,104)	(19,573)
Increase in net assets attributable to holders of redeemable units	-	13,105
<b>Balance as on 31 December 2012</b>	<b>16,997,021</b>	<b>87,038</b>

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The independent auditors' report is set out on page 1.

# NBAD UAE Growth Fund

## Statement of cash flows

For the year ended 31 December

	2012 AED'000	2011 AED'000
<b>Cash flows from operating activities</b>		
Profit / (loss) for the year	13,105	(19,907)
Changes in:		
Investments at fair value through profit or loss	4,825	39,311
Due from related parties	50	(50)
Due to related parties	(422)	(213)
<b><i>Cash flows from operating activities</i></b>	<u>17,558</u>	<u>19,141</u>
<b>Cash flows from financing activities</b>		
Proceeds from issue of units	101	253
Payments on redemption of units	(19,573)	(10,427)
<b><i>Cash flows used in financing activities</i></b>	<u>(19,472)</u>	<u>(10,174)</u>
<b>Net (decrease) / increase in cash and cash equivalents</b>	(1,914)	8,967
Cash and cash equivalents at beginning of the year	(13,048)	(22,015)
<b>Cash and cash equivalents at end of the year</b>	<u>(14,962)</u>	<u>(13,048)</u>

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# NBAD UAE Growth Fund

## Notes to the financial statements

### 1 Reporting entity

NBAD UAE Growth Fund (the "Fund") is an open ended investment fund established in the UAE by the National Bank of Abu Dhabi PJSC (the "Fund Manager") and is licensed by the Central Bank of the UAE, approval reference number 13/2274/2000 dated 21 August 2000. The Fund is not a separately incorporated entity and its activities are managed by the Fund Manager.

The Fund's primary / main objective is to invest in a balanced portfolio of UAE equities, whether listed on the Abu Dhabi Securities Exchange or the Dubai Financial Market or where appropriate, purchased through 'over-the-counter' arrangements and other related securities including third party collective investment schemes, with a view to achieving capital growth.

The applicable prospectus was revised on 1 November 2007 and the term sheet was revised on 26 July 2012. The revisions were 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.

### 2 Basis of preparation

#### (a) Statement of compliance

The financial statements of the Fund as at and for the year ended 31 December 2012 have been prepared in accordance with International Financial Reporting Standards (IFRSs).

These financial statements were approved on behalf of the Fund Manager on 20 JUN 2013.

#### (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.

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



# NBAD UAE Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) *Interest*

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

(b) *Dividend income*

Dividend income is recognised in the statement of 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 as per the term sheet at the time of redemption of units in the Fund in accordance with the term sheet and are recognised in the statement of 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.

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 income on an accrual basis.

(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.

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

# NBAD UAE Growth Fund

## Notes to the financial statements

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

#### *(g) Financial assets and 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 comprehensive income. 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 –balances due from related party

Financial liabilities at amortised cost:

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

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

# NBAD UAE Growth Fund

## Notes to the financial statements

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

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

##### *(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 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.

##### *(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.

# NBAD UAE Growth Fund

## Notes to the financial statements

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

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

##### *(vi) Fair value measurement*

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction on the measurement date.

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.

If a market for a financial instrument is not active, the Fund establishes fair value using a valuation technique. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), reference to the current fair value of other instruments that are substantially the same, reference to the index that is considered to be the best representative of the instrument and discounted cash flow analyses. The chosen valuation technique makes maximum use of market inputs, relies as little as possible on estimates specific to the Fund, incorporates all factors that market participants would consider in setting a price, and is consistent with accepted economic methodologies for pricing financial instruments. Inputs to valuation techniques reasonably represent market expectations and measures of the risk-return factors inherent in the financial instrument.

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 paid or received.

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 comprehensive income as net gain/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 measured at amortised cost 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.

# NBAD UAE Growth Fund

## Notes to the financial statements

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

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

#### *(vii) Identification and measurement of impairment (continued)*

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 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 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 the statement of cash flows comprise 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. The differences in the measurement bases of the Fund's underlying investments and the redemptions amounts of the redeemable units have been adjusted through net gain / loss from financial assets at fair value through profit and loss.

#### *(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.

# NBAD UAE Growth Fund

## Notes to the financial statements

### 3 Significant accounting policies (continued)

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

A number of new standards, amendments to standards and interpretations are not yet effective for annual periods beginning after 1 January 2012, and have not been applied in preparing these financial statements:

- (i) IFRS -9 Financial Instruments: In November 2009 the IASB's issued IFRS 9 as a comprehensive project to replace IAS 39, deals with classification and measurement of financial assets. The requirements of this standard represent a significant change from the existing requirements in IAS 39 in respect of financial assets. The standard contains two primary measurement categories for financial assets: amortised cost and fair value. The standard eliminates the existing IAS 39 categories of held to maturity, available-for-sale and loans and receivable.

Gains and losses on remeasurement of financial assets measured at fair value will be recognized in profit or loss, except that for an investment in an equity instrument which is not held-for-trading, IFRS 9 (2010) added guidance to IFRS 9 (2009) on the classification and measurement of financial liabilities, and this guidance is consistent with the guidance in IAS 39 with few exceptions.

IFRS 9 (2010) also added the requirements of IAS 39 for derecognition of financial assets and liabilities to IFRS 9 without change.

The IASB has deferred the mandatory effective date of the existing chapters of IFRS 9 Financial Instruments (2009) and IFRS 9 (2010) to annual periods beginning on or after January 1, 2015. The early adoption of either standard continues to be permitted. The Fund is currently in process of evaluating the potential effect of this standard and has no intention of early adoption of this standard.

- (ii) Presentation of items of the other comprehensive income (Amendments to IAS 1 Presentation of Financial Statements) introduces changes to the presentation of items of other comprehensive income. The amendments require that an entity present separately the items of other comprehensive income that would be reclassified to profit and loss in future if certain conditions are met from those that would never be reclassified to profit and loss. It also changes the title of the statement of comprehensive income to that statement of profit and loss and other comprehensive income. However, an entity is allowed to use other titles. The effective date is 1 July 2012 and the amendments may be early applied. The standard is not expected to have a material effect on the Fund's financial statements.
- (iii) IFRS 13 *Fair Value Measurement*, issued in May 2011, defines fair value, establishes a framework for measuring fair value and sets out disclosure requirements for fair value measurements. It explains how to measure fair value when it is required by other IFRSs. It does not introduce new fair value measurements, nor does it eliminate the practicability exceptions to fair value measurements that currently exist in certain standards. The standard is effective for annual periods beginning on or after 1 January 2013. Earlier application is permitted. The Fund is currently in the process of evaluating the potential effect of this standard.

# NBAD UAE Growth Fund

## Notes to the financial statements

### 5 Financial risk management (continued)

#### (c) 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 bank overdraft, due to related parties and net assets attributable to holders of redeemable units.

#### *Management of liquidity risk*

The Fund's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, 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 instruments include bank overdraft facility 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 25% of the Fund's total assets to be held in the form of liquid tradable securities or cash in order to meet redemptions and
- permits the Fund to borrow up to 50% of its NAV at any relevant time in order to meet redemptions.

The Fund's investments at fair value through profit or loss include shares which are not traded actively in the market and are considered to be illiquid. As a result the Fund may not be able to liquidate some of its investments in due time in order to meet liquidity. These securities comprise 11% (2011: 19%) of the total investment.

# NBAD UAE Growth Fund

## Notes to the financial statements

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

#### (d) *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 risk*

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 UAE equities and other related securities including third party collective investment schemes. 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.

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 overdraft balances maintained with the Fund Manager are at floating rates, with re-pricing on quarterly basis. All other financial assets and liabilities are non-interest bearing, as a result of which the Fund is subject to limited exposure to fair value or cash flow interest rate risk due to fluctuations in the prevailing levels of market interest rate. Hence the management estimates that any reasonable possible changes in interest rates movements would not have a significant impact on the Fund's financial statements.



# NBAD UAE Growth Fund

## Notes to the financial statements

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

#### (d) *Market risk (continued)*

##### *Other price risk*

Other price risk is the risk that the value of the instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or 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 comprehensive income, 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:

- Investment in any particular security is not to exceed 10% of that company's then total market capitalisation.
- Except as required to reflect market weighting 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.
- Investments in, underwriting or subscriptions for public issues or pre initial public offering placement which are likely to come to market within eighteen months is not to exceed 15% of the Fund's total assets.
- Investment in GCC (ex-UAE) equities is not to exceed 30% of total assets.

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.

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.

# NBAD UAE Growth Fund

## Notes to the financial statements

### 4 Financial risk management (continued)

#### (d) Market risk (continued)

##### Other price risk (continued)

The Fund's equity investments are concentrated in the following industries:

	2012 AED'000	2011 AED'000
Real estate	21,171	18,789
Banking	63,660	64,904
Telecom	2,742	1,877
Others	14,532	21,360
	<u>102,105</u>	<u>106,930</u>

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

	2012 %	2011 %
Mashreq Bank	11	19
Emaar Properties Company	16	16
National Bank of Abu Dhabi PJSC	18	15
DP World	10	12
First Gulf Bank	11	11
Abu Dhabi Commercial Bank	14	06

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

The table below sets out the effect on the Fund's statement of 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>	2012	2011
Investments at fair value through profit or loss	<u>1,021</u>	<u>1,069</u>
<i>Effect in % of net assets</i>		
Investments at fair value through profit or loss	<u>1.17</u>	<u>1.16</u>

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

# NBAD UAE Growth Fund

## Notes to the financial statements

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

#### (d) Market risk (*continued*)

##### *Other price risk (continued)*

As at the reporting date, the Fund had investments in inactive securities, the fair value of which is measured using a valuation technique. Although the management believes that its estimates approximate the fair value of securities, the use of a different methodology with different assumptions could lead to a different fair value estimate. Maximum exposure against these securities amounted to AED 386 thousand (2011: AED 386 thousand). (Refer note 6.)

#### (e) 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 behaviour.

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 Fund 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 Group Internal Audit 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.

# NBAD UAE Growth Fund

## Notes to the financial statements

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

#### *(e) Operational risk (continued)*

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.

#### *(f) 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.

Valuation models that employ significant inputs require a higher degree of management judgment and estimation in the determination of fair value. Management judgment and estimation are usually required for selection of the appropriate valuation model to be used.

# NBAD UAE 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)*

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

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 notes 3(g) and 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.

#### (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 notes 3(g) and 6.

# NBAD UAE Growth Fund

## Notes to the financial statements

### 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.

#### 31 December 2012

	At fair value through profit or loss AED'000	Other amortised cost AED'000	Carrying amount AED'000
Investments at fair value through profit or loss	102,105	-	102,105
	<u>102,105</u>	<u>-</u>	<u>102,105</u>
Bank overdraft	-	14,962	14,962
Due to related parties	-	105	105
Net assets attributable to holders of redeemable units	-	87,038	87,038
	<u>-</u>	<u>102,105</u>	<u>102,105</u>

#### 31 December 2011

	At fair value through profit or loss AED'000	Other amortised cost AED'000	Carrying amount AED'000
Investments at fair value through profit or loss	106,930	-	106,930
Due from related parties	-	50	50
	<u>106,930</u>	<u>50</u>	<u>106,980</u>
Bank overdraft	-	13,048	13,048
Due to related parties	-	527	527
Net assets attributable to holders of redeemable units	-	93,405	93,405
	<u>-</u>	<u>106,980</u>	<u>106,980</u>

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

# NBAD UAE Growth Fund

## Notes to the financial statements

### 6 Financial assets and liabilities *(continued)*

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

All financial assets and liabilities are measured at amortised cost except for held for trading investments which are measured at fair value either by reference to published price quotations in an active market or by using some valuation technique

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction. Consequently, differences can arise between book values and the fair value estimates. Underlying the definition of fair value is the presumption that the Fund is a going concern without any intention or requirement to materially curtail the scale of its operation or to undertake a transaction on adverse terms.

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.

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.

# NBAD UAE Growth Fund

## Notes to the financial statements

### 6 Financial assets and liabilities (continued)

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

	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000	Total AED'000
<b>31 December 2012</b>				
Financial assets at fair value through profit and loss	90,993	10,726	386	102,105
<b>Total</b>	<b>90,993</b>	<b>10,726</b>	<b>386</b>	<b>102,105</b>
<b>31 December 2011</b>				
Financial assets at fair value through profit and loss	86,445	20,099	386	106,930
<b>Total</b>	<b>86,445</b>	<b>20,099</b>	<b>386</b>	<b>106,930</b>

The table below shows a reconciliation from the beginning balances to the ending balances for fair value measurements in level 3 of the fair value hierarchy:

	2012 AED'000	2011 AED'000
Balance as at 1 January	386	391
Loss recognised in the statement of comprehensive income	-	(5)
Balance as at 31 December	<b>386</b>	<b>386</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.



# NBAD UAE Growth Fund

## Notes to the financial statements

### 7 Related parties (continued)

#### Terms and conditions

Key terms and conditions are shown below:

Brokerage	ADFS, a wholly owned subsidiary of NBAD, provides brokerage services to the Fund at prevailing market rates.
Banking services	NBAD provides banking services at rates agreed with the Fund.
Others	The Fund Manager is entitled to the following fees as set out in the offering terms sheet: <ul style="list-style-type: none"><li>• Management fee of 2%;</li><li>• A performance fee of 10% is charged by the Fund Manager on increase in the Fund's NAV above the hurdle rate. The hurdle rate is calculated as an increase of 3% per quarter over the last highest NAV of the Fund on which performance fees have been charged.</li></ul>

#### Balances

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

	2012 AED'000	2011 AED'000
Fair value of investments at fair value through profit or loss in securities issued by the Fund Manager <i>1,945 thousand shares (2011: 1,599 thousand)</i>	<u>19,359</u>	<u>16,541</u>
Number of units held by related parties (in thousands)	<u>-</u>	<u>910</u>
Bank overdraft	<u>14,962</u>	<u>13,048</u>
<i>Due from related party</i>		
Balance due from ADFS	<u>-</u>	<u>50</u>
<i>Due to related parties</i>		
Management fees payable to the Fund Manager	-	471
Interest payable to the Fund Manager	36	37
Administration fee payable to Custody Department	17	19
Other receivables	52	-
	<u>105</u>	<u>527</u>

# NBAD UAE Growth Fund

## Notes to the financial statements

### 7 Related parties (continued)

Investments at fair value through profit or loss include equity investments amounting to AED 2,061 (31 December 2011: Nil thousand) held by a related party on behalf of the Fund.

In accordance with the term sheet, the Fund may borrow up to 50% of its net asset value in order to take advantage of investment opportunities or to meet redemptions. The bank overdraft balance as at 31 December 2012 amounting to AED 14,962 thousand (31 December 2011: AED 13,048 thousand) represents 17% (31 December 2011: 14%) of its total net asset value. The overdraft carries effective interest rate of 3.30% per annum (31 December 2011: 3.10% per annum).

#### Transactions

Transactions with related parties during the year included in the statement of comprehensive income are shown below:

	2012 AED'000	2011 AED'000
Interest income	-	2
Interest expense	(423)	(636)
Dividend income	451	263
Brokerage expense	37	(73)
Investment management fees	(1,960)	(2,163)
Administration fees	(257)	(296)
	<u>          </u>	<u>          </u>

The Fund is managed by the Fund Manager and has no key management personnel.

In accordance with Article 13.2 of the term sheet, a management fee of 2% per annum of the Fund's NAV is payable quarterly to the Fund Manager, calculated and accrued on a daily basis.

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

Net gain / (loss) from financial instruments at fair value through profit or loss:

	2012 AED'000	2011 AED'000
Realised loss	(351)	(2,300)
Unrealised gain / (loss)	11,617	(17,509)
	<u>          </u>	<u>          </u>
	<u>11,266</u>	<u>(19,809)</u>

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

# NBAD UAE Growth Fund

## Notes to the financial statements

### 9 Due from / to brokers.

In accordance with the Fund's policy of trade date accounting for regular way purchase and sale transactions, purchase / sale awaiting settlement represent amounts payable / receivable for securities purchased / sold, but not yet settled. (Refer note 7)

### 10 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.

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

	2012 AED'000	2011 AED'000
Net asset as per prospectus	87,250	93,914
Adjustment from closing prices to bid prices	(212)	(509)
<b>Net assets as per financial reporting</b>	<b>87,038</b>	<b>93,405</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 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.

### 12 Comparative figures

Comparative figures have been reclassified, where applicable, to conform to the presentation adopted in the current year.