INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION
30 SEPTEMBER 2010 (UNAUDITED)



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REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF AREF ENERGY HOLDING COMPANY K.S.C. (CLOSED)

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Aref Energy Holding Company K.S.C. (Closed) ("the company") and its subsidiaries ("the group") as at 30 September 2010 and the related interim condensed consolidated income statement and interim condensed consolidated statement of comprehensive income for the three month and nine month periods then ended and the related interim condensed consolidated statement of cash flows and interim condensed consolidated statement of changes in equity for the nine month period then ended. The management of the company is responsible for the preparation of the interim condensed consolidated financial information in accordance with International Financial Reporting Standards, IAS 34: Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review

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

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

Report on Other Legal and Regulatory Requirements

Furthermore, based on our review, the interim condensed consolidated financial information is in agreement with the books of account of the company. We further report that, to the best of our knowledge and belief, we have not become aware of any material violations of the Commercial Companies Law of 1960, as amended, or of the articles of association of the company have occurred during the period ended 30 September 2010 that might have had a material effect on the business of the company or on its financial position.

WALEED A. AL OSAIMI LICENCE NO. 68 A OF ERNST & YOUNG

DR. SAUD AL-HUMAIDI

LICENSE NO. 51 A

DR. SAUD AL-HUMAIDI & PARTNERS MEMBER OF BAKER TILLY INTERNATIONAL

10 November 2010 Kuwait

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

At 30 September 2010

ASSETS NON-CURRENT ASSETS	Notes	30 September 2010 KD	(Audited) 31 December 2009 KD	30 September 2009 KD
Property and equipment Investment property Intangible assets Investment in associates Financial assets available for sale	3	16,743,564 4,806,402 698,513 3,401,360 3,406,524	19,925,450 4,956,952 13,298,679 3,581,377 3,428,166	18,867,545 4,793,188 16,170,364 5,280,349 3,369,037
CURRENT ASSETS Inventories Financial assets at fair value through income statement Accounts receivable and other assets Bank balances, deposits and cash	4	3,450,582 32,400,000 28,655,172 26,920,142 91,425,896	45,190,624 4,696,945 32,400,000 26,435,322 3,310,819 66,843,086	48,480,483 4,971,832 32,400,000 30,006,832 4,391,469 71,770,133
TOTAL ASSETS		120,482,259	112,033,710	120,250,616
EQUITY AND LIABILITIES EQUITY				
Share capital Share premium Statutory reserve Voluntary reserve Foreign currency translation reserve Cumulative changes in fair values Retained earnings / (accumulated losses)		75,000,000 193,550 314,957 314,957 (1,480,930) 23,922 1,355,160	75,000,000 193,550 314,957 314,957 (1,294,751) 23,922 (9,937,083)	75,000,000 193,550 314,957 314,957 (2,054,703) - (2,451,244)
Non-controlling interests		75,721,616 8,579,807	64,615,552 9,355,609	71,317,517 11,007,420
TOTAL EQUITY		84,301,423	73,971,161	82,324,937
NON-CURRENT LIABILITIES Employees' end of service benefits Murabaha payables Liabilities against assets subject to finance lease	5 8	4,077,325	337,006 295,092 4,909,211	327,983
CURRENT LIABILITIES Accounts payable and other liabilities Current portion of liabilities against assets subject to		20,706,241	17,730,369	20,165,882
finance lease Murabaha payables	8 5	1,166,291 9,906,682	765,781 14,025,090	17,431,814
TOTAL LIADILITIES		31,779,214	32,521,240	37,597,696
TOTAL LIABILITIES TOTAL EQUITY AND LIABILITIES		36,180,836 120,482,259	38,062,549 112,033,710	37,925,679 120,250,616

Walid K. Al-Hashash

Chairman

Tareq Al-Wazzan Chief Executive Officer

AREF Energy Holding Company K.S.C. (Closed) and its Subsidiaries INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT (UNAUDITED) For the period ended 30 September 2010

	Notes _	Three mont 30 Septe		Nine mont 30 Septe	
		2010 _. KD	2009 KD	2010 KD	2009 KD
Continuing operations Contract revenue Rental income from investment property Share of results of associates Gain on disposal of intangible asset Foreign exchange gain (loss) Other income	3(a)	7,158,676 152,934 (273,651) 260,473 100,504 61,867	8,227,363 175,692 (67,910) - (446,726) 34,226	16,482,897 416,966 (820,474) 24,515,994 332,613 729,051	31,793,532 440,413 (311,605) - (129,305) 126,686
Income		7,460,803	7,922,645	41,657,047	31,919,721
Contract cost Finance cost Amortisation of intangible assets Impairment of intangible assets Staff cost General and administration expenses	3(b)	6,838,993 286,604 24,650 - 363,815 458,722	7,272,588 164,314 67,325 - 593,200 85,579	16,333,643 923,051 73,147 2,607,504 1,017,603 1,594,663	27,821,677 694,324 201,171 - 1,515,337 1,067,706
Expenses		7,972,784	8,183,006	22,549,611	31,300,215
(Loss) profit before taxation from continuing operations Taxation	6	(511,981) (33,584)	(260,361) 7,952	19,107,436 (8,333,982)	619,506 (626,272)
(Loss) profit for the period after taxation from continuing operations		(545,565)	(252,409)	10,773,454	(6,766)
Loss on sale of discontinued operation		-	-	-	(25,543)
(Loss) profit for the period		(545,565)	(252,409)	10,773,454	(32,309)
Attributable to: Equity holders of the company Non-controlling interests		(583,399) 37,834	(322,480) 70,071	11,292,243 (518,789)	(473,771) 441,462
(Loss) profit for the period		(545,565)	(252,409)	10,773,454	(32,309)
Basic and diluted (loss) earnings per share attributable to equity holders of the company Basic and diluted (loss) earnings per share	7	(0.8) fils	(0.4) fils	15.1 fils	(0.6) fils
from continuing operations attributable to equity holders of the company	7	(0.8) fils	(0.4) fils	15.1 fils	(0.6) fils

AREF Energy Holding Company K.S.C. (Closed) and its Subsidiaries INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

For the period ended 30 September 2010

	Three months ended 30 September		Nine months ended 30 September	
	2010 KD ·	2009 KD	2010 KD	2009 KD
(Loss) profit for the period	(545,565)	(252,409)	10,773,454	(32,309)
Foreign currency translation adjustment	(2,164,327)	(302,628)	(443,192)	(1,734,992)
Other comprehensive loss for the period	(2,164,327)	(302,628)	(443,192)	(1,734,992)
Total comprehensive (loss) income for the period	(2,709,892)	(555,037)	10,330,262	(1,767,301)
Attributable to: Equity holders of the company Non-controlling interests	(1,997,594) (712,298)	(525,253) (29,784)	11,106,064 (775,802)	(1,196,608) (570,693)
Total comprehensive (loss) income for the period	(2,709,892)	(555,037)	10,330,262	(1,767,301)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the period ended 30 September 2010

		Nine months end	ed 30 September
	-	2010	2009
OPERATING ACTIVITIES	Notes	KD	KD
Profit for the period		10.550 /5/	(20.200)
Adjustments for:		10,773,454	(32,309)
Rental income from investment property		44.6060	///5 //6
Share of results of associates		(416,966)	(440,413)
Gain on disposal of property and equipment		820,474	311,605
Gain on disposal of intangible asset		(93,430)	(2,784)
Amortisation of intangible assets		(24,515,994)	- 201 171
Depreciation		73,147	201,171
Impairment of intangible asset		3,031,693	2,993,929
Provision for employees' end of service benefits		2,607,504	102 551
Provision for taxation		45,396	183,551
Loss on sale of discontinued operation		8,333,982	626,272 25,543
		659,260	3,866,565
W			
Working capital changes: Inventories		1045050	1 600 006
Accounts receivable and other assets		1,246,363	1,609,096
Accounts payable and other liabilities		(2,219,850)	(4,561,120)
Accounts payable and other habilities		1,694,407	4,186,130
Cash from operating activities		1,380,180	5,100,671
Employees' end of service benefits paid		(58,105)	(75,629)
Taxes Paid		(7,239,479)	(253,659)
Net cash (used in) from operating activities		(5,917,404)	4,771,383
INVESTING ACTIVITIES			<u></u>
Purchase of property and equipment		(894,159)	(807,874)
Sale of property and equipment		766,103	68,523
Rental income from investment property		416,966	440,413
Increase in investment in associate		(519,965)	-
Acquisition of intangible assets		(328,678)	(3,078,259)
Disposal of intangible assets (net)		34,992,457	-
(Increase)/ decrease in restricted bank balances and deposits	4	(834,186)	(118,210)
Proceeds from disposal of discontinued operation		-	242,161
Net cash from (used in) investing activities		33,598,538	(3,253,246)
FINANCING ACTIVITIES			
Net movement in murabaha payables		(4,413,500)	1,003,975
Net movement in liabilities against assets subject to finance lease		(431,376)	-
Net cash (used in) from financing activities		(4,844,876)	1,003,975
Nat increase in each and each equivalents		22.026.222	0.500.440
Net increase in cash and cash equivalents Net foreign exchange difference		22,836,258	2,522,112
Cash and cash equivalents at the beginning of the period		(61,121) 2,670,506	335,221 937,495
Cash and cash equivalents at the end of the period	4	25,445,643	3,794,828
-	•		

AREF Energy Holding Company K.S.C. (Closed) and its Subsidiaries INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the period ended 30 September 2010

Attributable to equity holders of the company

Total equity KD	73,971,161 10,773,454 (443,192)	10,330,262	84,301,423	84,361,486 (32,309) (1,734,992)	(1,767,301) (269,248)	82,324,937
Non- controlling interests KD	9,355,609 (518,789) (257,013)	(775,802)	8,579,807	11,847,361 441,462 (1,012,155)	(570,693)	11,007,420
Total KD	64,615,552 11,292,243 (186,179)	11,106,064	75,721,616	72,514,125 (473,771) (722,837)	(1,196,608)	71,317,517
(Accumulated losses) / retained earnings KD	(9,937,083) 11,292,243	11,292,243	1,355,160	(1,977,473) (473,771)	(473,771)	(2,451,244)
Cumulative changes in fair value KD	23,922		23,922			.
Foreign currency translation reserve KD	(1,294,751) (186,179)	(186,179)	(1,480,930)	(1,331,866)	(722,837)	(2,054,703)
Voluntary reserve KD	314,957	1	314,957	314,957	1 1	314,957
Statutory reserve KD	314,957		314,957	314,957	1 1	314,957
Share premium KD	193,550	1	193,550	193,550	1 1	193,550
Share capital KD	75,000,000	1	75,000,000	75,000,000	1 1	75,000,000
	Balance at 1 January 2010 Profit (loss) for the period Other comprehensive loss	Total comprehensive (loss) income for the period	Balance at 30 September 2010	Balance at 1 January 2009 (Loss) profit for the period Other comprehensive loss	Total comprehensive loss for the period Discontinued operation	Balance at 30 September 2009

	TES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED 0 September 2010
1	ACTIVITIES
in Ku locat	F Energy Holding Company K.S.C. (Closed) ("the company") is a Kuwaiti shareholding company registered await on 1 October 1996 and is listed on the Kuwait Stock Exchange. The registered office of the company is ed at P.O. Box 21909, Safat 13080, Kuwait. The company carries out its activities as per Islamic Shari'ah. orincipal activities of the company and its subsidiaries (collectively "the group") are explained in Note 10.
subsi	company is a subsidiary of AREF Investment Group S.A.K. (the "parent company"). The parent company is a diary of Kuwait Finance House (the "ultimate parent company"). Both the parent company and the ultimate to company are listed on the Kuwait Stock Exchange.
The i	nterim condensed consolidated financial information of the group for the period ended 30 September 2010 are eved by the board of directors on 10 November 2010.
2	BASIS OF PREPARATION
The Interi	interim condensed consolidated financial information of the group is prepared in accordance with national Financial Reporting Standard IAS 34 "Interim Financial Reporting" ("IAS 34"):
requi Stanc	interim condensed consolidated financial information do not contain all information and disclosures red for full consolidated financial statements prepared in accordance with International Financial Reporting lards, and should be read in conjunction with the group's annual consolidated financial statements for the ended 31 December 2009.
for a prepa prepa for th	e opinion of management, all adjustments (consisting of normal recurring accruals), considered necessary fair presentation have been included. Except as discussed below, the accounting policies used in the ration of the interim condensed consolidated financial information are consistent with those used in the ration of the consolidated financial statements for the year ended 31 December 2009. In addition, results enine months ended 30 September 2010 are not necessarily indicative of the results that may be expected e financial year ending 31 December 2010.
New	and amended IASB Standards issued and adopted
Durin	g the period, the group has adopted the following standards.
FRS effec	3 Business Combination (Revised) and IAS 27 Consolidated and Separate Financial Statements (Amended) tive for annual periods beginning on or after 1 July 2009)
(Revi date. recog stages	Group adopted the revised IFRS 3 (Revised) and IAS 27 (Amended) from 1 January 2010. IFRS 3 sed) introduces significant changes in the accounting for business combinations occurring after effective Changes affect the valuation of non-controlling interests, the accounting for transaction costs, the initial nition and subsequent measurement of a contingent consideration and business combinations achieved in 3. These changes will impact the amount of goodwill recognised, the reported results in the period that an estion occurs and future reported results.
onge onge he ac FRS	7 (Amended) requires that a change in the ownership interest of a subsidiary (without loss of control) is need for as a transaction with owners in their capacity as owners. Therefore, such transactions will no regive rise to goodwill, nor will it give rise to a gain or loss. Furthermore, the amended standard changes counting for losses incurred by the subsidiary as well as the loss of control of a subsidiary. The changes by 3 (Revised) and IAS 27 (Amended) will affect future acquisitions or loss of control of subsidiaries and ctions with non-controlling interests.
The c	hange in accounting policy was applied prospectively and had no material impact on interim condensed lidated income statement and interim condensed consolidated financial position.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED) At 30 September 2010

3 INTANGIBLE ASSETS

- (a) During the current period, the group sold exploration assets with the carrying value of KD 10,394,722 for a total sale consideration of KD 35,778,316 which resulted in a total gain of KD 24,515,994, net of transactions costs.
- (b) During the current period, the group has performed impairment testing on the goodwill recognized on the acquisition of Higleig Petroleum Services and Investment Company Limited and recorded an impairment loss of KD 2,607,504 in the interim condensed consolidated income statement.

4 BANK BALANCES, DEPOSITS AND CASH

		(Audited)	
	30 September	31 December	30 September
	2010	2009	$\bar{2}009$
	KD	$K\!D$	$K\!D$
Bank balances, deposits and cash	26,920,142	3,310,819	4,391,469
Less: restricted bank balances and deposits	(1,474,499)	(640,313)	(596,641)
Cash and cash equivalents	25,445,643	2,670,506	3,794,828
•			

Restricted bank balances and deposits represent margin deposits that are held as security against letter of guarantees including those granted by a related party (Note 8 and 9).

5 MURABAHA PAYABLES

Murabaha payables include facilities amounting to KD 4,038,151 (31 December 2009: KD 5,831,588; 30 September 2009: KD 5,776,289) taken from a related party (Note 8) are secured against financial assets at fair value through income statement amounting to KD 8,000,000 (31 December 2009: 17,720,000; 30 September 2009: KD 17,720,000).

Of the murabaha payables, facilities amounting to KD 5,496,531 (31 December 2009: KD 7,770,594; 30 September 2009: KD 10,402,887) taken by a subsidiary are secured against plant and equipment amounting to KD 4,364,205 (31 December 2009: KD 7,930,219; 30 September 2009: KD 8,362,546) and inventories amounting to KD 3,450,582 (31 December 2009: KD 4,696,945; 30 September 2009: KD 4,971,832). These payables include facilities amounting to KD 2,734,892 (31 December 2009: KD 4,160,108; 30 September 2009: KD 5,241,656) that are borrowed from a related party (Note 8).

6 TAXATION

	Three months ended Nine months ended 30 September 30 September			
	2010	2009	2010	2009
	KD	$K\!D$	KD	$K\!D$
Contribution to Kuwait Foundation for the				
Advancement of Sciences ("KFAS")	(5,492)	-	15,982	_
National Labour Support Tax ("NLST")	(15,256)	-	292,822	-
Zakat	(6,099)	-	111,814	-
Taxation relating to sale of exploration assets			ŕ	
(Note 3)	-	-	7,553,805	-
Taxation on foreign operations	60,431	(7,952)	359,559	626,272
•	33,584	(7,952)	8,333,982	626,272

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED) At 30 September 2010

7 BASIC AND DILUTED (LOSS) EARNINGS PER SHARE

Basic and diluted (loss) earnings per share is calculated by dividing the (loss) profit attributable to equity holders of the company for the period by the weighted average number of shares outstanding during the period, as follows:

		nths ended tember	Nine months ended 30 September	
	2010	2009	2010	2009
(Loss) profit for the period attributable to equity holders of the company (KD)	(583,399)	(322,480)	11,292,243	(473,771)
Weighted average number of shares outstanding during the period	750,000,000	750,000,000	750,000,000	750,000,000
Basic and diluted (loss) earnings per share	(0.8) fils	(0.4) fils	15.1 fils	(0.6) fils

Basic and diluted (loss) earnings per share from continuing operations

		Three months ended 30 September		iths ended tember
	2010	2009	2010	2009
(Loss) profit for the period attributable to equity holders of the company (KD) Add: Loss on sale of discontinued operation	(583,399)	(322,480)	11,292,243	(473,771)
(KD)	-	· -	-	25,543
(Loss) profit for the period attributable to equity holders of the company from				
continuing operation (KD)	(583,399)	(322,480)	11,292,243	(448,228)
Weighted average number of shares				
outstanding during the period	750,000,000	750,000,000	750,000,000	750,000,000
Basic and diluted (loss) earnings per share	(0.8) fils	(0.4) fils	15.1 fils	(0.6) fils

8 RELATED PARTY TRANSACTIONS

Related parties represent major shareholders, associates, directors and key management personnel of the group and entities controlled, jointly controlled or significantly influenced by such parties. The terms of these transactions are approved by the company's management. Transactions with related parties are as follows:

	Ultimate parent/parent company KD	Other related parties KD	30 September 2010 KD	(Audited) 31 December 2009 KD	30 September 2009 KD
Interim condensed consolidated statement of financial position				,	
Bank balances, deposits and cash	1,655,293	270,090	1,925,383	2,756,070	3,551,727
Accounts receivables and other assets	_	2,485,567	2,485,567	1,336,156	1,244,680
Murabaha payables secured against:					
-Financial assets (Note 5)	4,038,151	_	4,038,151	5,831,588	5,776,289
-Non-financial asset (Note 5)	_	2,734,892	2,734,892	4,160,108	5,241,656
Unsecured murabaha payables	356,000	-	356,000	718,000	1,252,638
Liabilities against assets subject to					
finance lease	-	5,243,616	5,243,616	5,674,992	-
Accounts payable and other liabilities	151,036	-	151,036	24,939	91,903

As at 30 September 2010, the gro amounting to KD 2,415,345 (31 Dec	up had outstanding le ember 2009: KD 2,700	etter of guarantee fac 6,332; 30 September 2	cilities obtained fro 2009: KD 2,468,645	m a relate) (Note 9).
Accounts receivables/payables from on demand.	/to related parties are t	unsecured, free of fina	ince charge and are	receivable/
	Ultimate parent/parent	Other related		
The Aller of the Control of the Cont	company	parties	Nine months ended	
Interim condensed consolidated statement of income			2010	2009
statement of income			KD	KD
Brokerage fees	-	-	-	27,700
Murabaha finance cost	212,619	602,452	315,071	556,151
				onths ende eptember 20
			KD KD	K.
Short term benefits			275,436	43
End of service benefits			24,158	2
			<u>299,594</u>	46
CAPITAL COMMITMENT	TS AND CONTINGE	ENCIES	74 Tu 10	
		30 September	(Audited) 31 December	30 Sept
		2010	2009	200
		. KD	KD	K1
Capital expenditure commitments				
Financial assets				
inancial assets available for sale		6,834,600	6,665,940	6,887
Others ntangible assets		_	5,736,820	1,760
		6,834,600	12,402,760	8,648
			======	

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED) At 30 September 2010

10 SEGMENTAL INFORMATION

For management purposes, the group is organised into two operating segments based on business units as follows:

Exploration, drilling, development and production of oil and gas, alternate and renewable sources of energy, licensing and other activities related to the energy sector; Energy

Investment and other related services.

Others

Continuing operations

		Ē	The state of the s	Commune oper anoms		
	Ene	Energy	Ot	Others	To	Total
	30 September	30 September 30 September	30 September	30 September 30 September	30 September 30 September	30 September
	2010	2009	2010	2009	2010	2009
	ED KD	KD	KD	KD	(Z)	KD
Segment revenue	40,709,496	31,404,531	947,551	515,190	41,657,047	31,919,721
D. F. I. C						į
Froiit delore taxation from continuing operations	18,282,412	109,918	825,024	509,588	19,107,436	619,506
Segment assets	113,163,391	113,331,873	7,318,868	6,918,743	120,482,259	120,250,616
Segment liabilities	30,212,273	37,717,679	5,968,563	208,000	36,180,836	37,925,679