



INTEGRATED
REPORT
2025



AMLAK

Report Journey

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Company Overview

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About Amlak

Today, Amlak remains focused on strengthening its foundations and maintaining the highest standards of governance, responsibility, and operational discipline. The organisation continues to play a constructive role within the UAE's real estate ecosystem, guided by its values and aligned with national priorities.

Amlak Finance PJSC is a pioneering real estate financier in the Middle East, renowned for its innovative, Sharia-compliant property financing solutions. Established in November 2000 as the region's first specialized financial services provider, Amlak has consistently adapted to meet the dynamic needs of the property market. Amlak has been recognized for its disciplined approach to innovation, governance, and long-term value creation.

Originally incorporated in Dubai as a private shareholding company, Amlak became a Public Joint Stock Company in 2004 under UAE Federal Law. Licensed and regulated by the UAE Central Bank, the Company operates as a finance company offering a comprehensive suite of Sharia-compliant financing solutions. These include Ijara, Murabaha, Mudaraba, Wakala, and Musharaka, all structured and governed in accordance with Islamic principles and Amlak's Articles of Association.

Over the years, Amlak has built a strong track record grounded in prudence, transparency, and customer-centricity. The Company's operating model is underpinned by robust risk management, ethical practices, and a commitment to sustainable growth across the real estate value chain.

Amlak's continued focus on innovation, responsible finance, and social impact has been recognized through multiple industry awards, including Global Islamic Business Award (GIBA), Best Sharia-Compliant Property Finance Company, Best Islamic Finance CSR Company in the UAE, and Innovation in Islamic Finance, among others.

Through a measured and principled approach, Amlak is committed to preserving long-term value for shareholders, upholding stakeholder confidence, and contributing positively to the communities it serves.



Global Islamic Business Award (GIBA)



Dubai Chamber of Commerce and Industry's CSR Label



Most Innovative Takaful Product Platinum Lifestyle Takaful



Best Sharia Compliant Property Finance Company



Best Islamic Finance CSR Company in UAE



Chairman's Message



“I would like to express my deepest gratitude to His Highness Sheikh Mohammed Bin Rashid Al Maktoum, Vice President and Prime Minister of the UAE, and ruler of Dubai for his visionary leadership. His forward-thinking approach and exceptional commitment to excellence guide us in our pursuit of achieving the highest standards across every aspect of our business.”

Driven by a strong vision and wise leadership, the UAE has experienced significant economic growth, workforce expansion, and global trade initiatives over the past several decades. Specific to the UAE real estate market, in 2025, the sector witnessed remarkable growth characterized by record-breaking transactions, growing property values, and exceptional sales performance.

Over the years, the sector began transitioning toward a more sustainable and balanced growth trajectory, reflecting the country's commitment to long-term resilience. This dynamic progress has further reinforced the UAE's position as a global leader in shaping innovative, future-focused industries.

Within this thriving landscape, Amlak Finance continued to support the UAE's ambitious vision for sustainable progress. By maintaining a steadfast focus value creation, impactful stakeholder management.

We have strengthened our foundation for sustainable growth by improving operational efficiency, optimizing debt management, and strategically divesting non-core assets. The achievements of 2025 stand as a testament to the

dedication of our team and the continued confidence and support of our stakeholders.

As we look ahead, we remain committed to capitalizing on the opportunities presented by UAE's dynamic market, ambitious economic strategy and vision. Our focus remains on delivering excellence, fostering innovation, and creating long-term value for our shareholders and stakeholders.

I would like to extend my gratitude and thanks to our board members, leadership team, employees, customers, and partners for their support.

Together, we will continue to steer Amlak's journey forward, seizing future opportunities with confidence, clarity, and a steadfast sense of purpose.

Warm regards,

Jamal Hamed Almarri
Chairman of the Board
Amlak Finance

CEO's Message



“As we step into 2026, I would like to express my sincere gratitude to our Board of Directors, employees, customers, shareholders, vendors, and partners for their continuous trust and support. Together, we will continue our transformative journey with determination, embracing new opportunities and striving to create sustainable value for the future.”

The year 2025 marked a transformative chapter for Amlak Finance, defined by several crucial accomplishments. We pursued targeted strategic initiatives within our existing framework, reinforcing our operating approach to stay aligned with evolving market dynamics and stakeholder expectations. Guided by a steadfast commitment to operational excellence, we achieved key milestones that laid a strong foundation for sustainable, long-term growth.

Among the key achievements, the successful sale of the Ras Al Khor land bank in July 2025 is noteworthy, followed by an early and full settlement of debt with the financiers, which enabled us to exit the Common Terms Agreement (CTA). This milestone was a significant testament to Amlak's financial discipline and strategic foresight.

Within our wider regional operations, the company entered into a sale and purchase agreement (SPA) in October 2025 to divest

its subsidiary in Egypt for a total consideration of EGP 400 million. During the third quarter, Amlak also completed the full divestment of its investment in an associate in the Kingdom of Saudi Arabia.

Our progress to date has been driven by a deep commitment to both our people and our purpose. We placed strong emphasis on empowering our employees through initiatives that enhanced engagement, fostered professional growth, and prioritized their overall wellbeing. Furthermore, our corporate social responsibility efforts solidified our position as a socially conscious organization, actively contributing to the betterment of the community.

Warm regards,

Arif Alharmi Albastaki
CEO, Amlak Finance

Board of Directors



Mr. Jamal Hamed Almarri
Chairman



Mr. Shaker Fareed Zainal
Vice Chairman



Mr. Khalid Salim Alhalyan
Member of the Board



Mr. Ayad Hammad Alharazeen
Member of the Board



Mr. Mastafa Ismail Karam
Member of the Board



Mr. Rashed Mohammad Ali Abdulrahman
Member of the Board



Mrs. Fatima Ahmed Rashid Qasimi
Member of the Board

Executive Management



Arif Alharmi Albastaki
Chief Executive Officer



Ahmad Salameh
Chief Financial Officer



Syed Kashif Hussain
Head of Revenue



Harsh Sood
Head of Human Resources and Administration



Nilesh Dutta
Head of Strategy



Emad Naqvi
Head of Enterprise Risk Management



Lama Takieddin
Head of Corporate Governance and Company Secretary



Wafiq Muhsen
Head of Internal Audit



Mohamed AlMaazmi
Head of Collections and Customer Service



Yasser Asser
Head of Asset Management



Thameem Rizvon
Head of Information Technology



Rawad Khoja
Head of Legal



Muhammad Sajid Latif
Head of Finance



Ismail Al Awadhi
Head of Internal Sharia Control

What Drives Us Forward

We are driven by a commitment to long-term value creation, disciplined risk management, and strategic transformation. As we progress our strategic transition, we remain focused on strengthening our balance sheet and positioning Amlak for a resilient business model for the future.

Corporate Values



Agility

We are innovative and imaginative in working with opportunities and challenges. We continuously improve the way we work, making it simpler, better and faster.



Collaboration

We work collaboratively with colleagues and form effective partnerships with internal and external stakeholders. Promoting cross disciplinary working as a means of achieving shared goals.



Trust

We do what is best for Amlak and our partners. We deliver on our promises and work to high standards. We are reliable, open and honest.

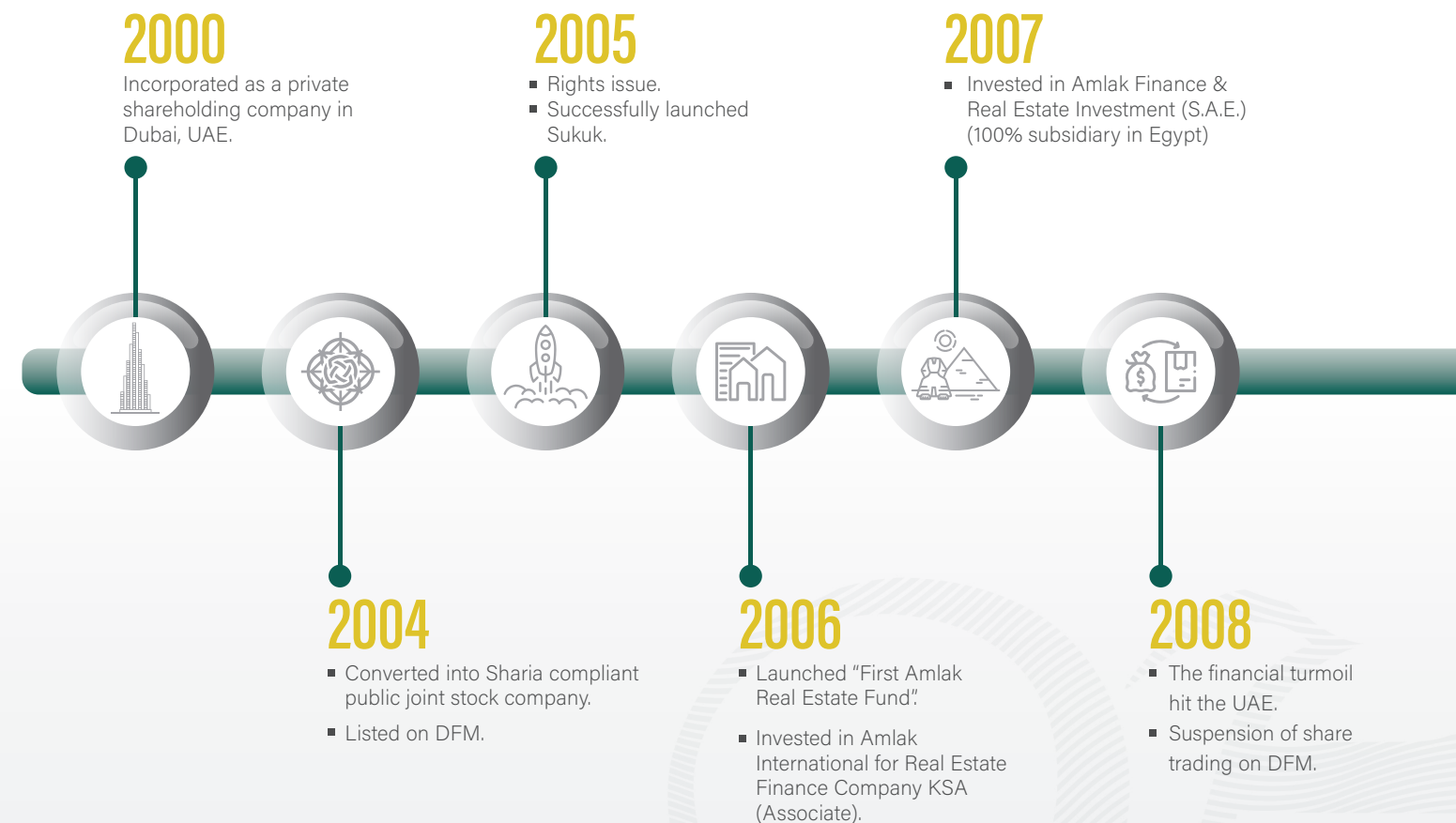


Accountability

We hold ourselves and others accountable for delivering high quality and end to end service. We are courageous and speak up when the interest of the department and Amlak is at stake.



Amlak Through The Years



Amlak Through The Years (Continued)

2009-2013

It was the stand still period for Amlak growth. However, management proactively adopted focused strategies covering:

- I. Continue serving financier.
- II. Effective Portfolio management.
- III. Robust liquidity management.
- IV. Cost rationalization.
- V. Negotiated significant reduction in liabilities & commitments.
- VI. Protecting Shareholders' value.

2015

Resumption of share trading on DFM in June.

Redemption of AED 200 Mn of Contingent Convertible Instrument (CCI) within the first year after restructuring Advance Payment of AED 558 Mn to Financiers.

2018

Advance payment of AED 684 million to financiers

2017

CCI Redemption of AED 100 Mn.

2014

- Implementation of the approved restructuring plan in November.
- Settled AED 2.8 Bn of liabilities in cash.

2016

Successful renegotiation of key restructuring terms led Amlak to meet its strategic intents.

- I. Long term sustainability and growth.
- II. Improved ability to attract new funding.
- III. Enhancement in shareholder value.
- IV. Advance Payment of AED 274 Mn to Financiers.

2019

- Amlak announces Renegotiation of Restructuring Terms with its Financiers.
- Amlak announces completion of labour camp project.

Amlak Through The Years (Continued)

2021

- Debt settlement of AED 1.15 billion and full settlement with four financiers.
- Concluded arbitration ruling in Amlak's favor with a net value of AED 725 million.

2023

- Amlak entered into negotiations with Financiers in order to exit from Common Terms Agreement.
- Settled facilities of 7 Financiers by reducing debts by an amount of AED 531 million.

2025

- In July 2025, Amlak completed the sale of the Ras Al Khor landbank for AED 2.9 billion.
- Following the sale, Amlak fully settled its outstanding exposure of AED 898 million under the restructured Common Terms Agreement (CTA), marking a key transformation milestone.
- Shareholders approved the strategic exit from the real estate finance portfolio, Execution of the exit is ongoing, with multiple exposures exited and certain exposures partially transferred to a Central Bank of UAE regulated entity.
- In compliance with CBUAE regulations, Amlak exited all overseas investments in 2025 through the sale of Amlak International (KSA) and the divestment of its Egypt subsidiary.

2022

Debt settlement of AED 1.08 billion and full settlement with 2 Financiers.

2024

- 2 Financiers with an exposure of AED 237 million have received 70% of exposure and fully exited the Common Terms Agreement in December 2024.
- An agreement has been reached with 6 remaining Financiers regarding the payment plan for the balance of outstanding facilities of AED 1.4 billion. The full repayment is scheduled to be completed by October 2026 through the sale of assets including Ras Al Khor Plots. Amlak have also managed to settle AED 428 million on 31 December 2024 as an upfront payment to the outstanding balance from the cash available on balance sheet.

Strategy

Guided by its vision and mission, Amlak pursues a strategy of sustainable growth, customer centricity and operational excellence, underpinned by prudence, corporate governance and corporate responsibility.



Shareholder Value

Sustainable growth remains at the core of Amlak's corporate strategy. The Company's primary focus is on maximizing shareholder value through disciplined capital management, prudent portfolio optimization, and the efficient execution of its strategic priorities.

In line with its stated strategic direction, Amlak continues to progress its exit from the real estate financing business and is actively evaluating opportunities to reposition the Company towards a new business model that supports long-term value creation.



Organization Capabilities

Strengthening organizational capabilities remains a core strategic priority for Amlak as the Company progresses its transformation journey. The focus is on building a scalable and efficient operating platform through targeted investments in technology, process enhancement, and disciplined risk management.

In parallel, Amlak continues to prioritize talent development, organizational effectiveness, and corporate brand positioning, with the objective of creating synergies across the business and establishing the capabilities required to support long-term value creation under its evolving business model.



Funding

Maintaining a strong and sustainable funding position remains a key priority for Amlak's long-term strategy. Following the successful settlement of the finance obligations under the Common Terms Agreement, the Company now benefits from a strengthened balance sheet and enhanced financial flexibility.

Looking ahead, Amlak intends to adopt a prudent and sustainable approach to funding, aligned with its evolving business model and growth ambitions. This approach is aimed at supporting future activities, maintaining balance sheet resilience, and enabling long-term value creation for shareholders.



Cost Rationalization

Achieving operational efficiency with a view to reduce costs is a key area of focus. Amlak continues to explore digital solutions as a means to deliver improved internal and external service delivery while effectively managing costs.

Enterprise Risk Management

Risk Management continues to be a top priority for Amlak Finance. Risk is an integral part of our business and decision-making process. Our performance depends on our ability to manage risk at every level. Amlak is committed to achieving an optimum balance between risk and return to minimize potential adverse impacts on the Company's financial performance.

Aligned with this objective, the Board of Directors established the Board Risk Committee (BRC). The BRC's

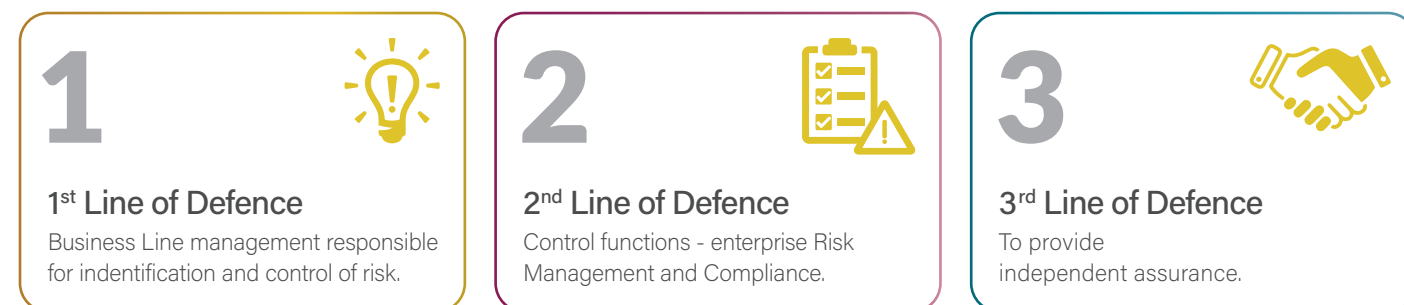
main responsibility is to oversee the organization's enterprise risk management. It is governed by a Charter that sets the roles and responsibilities of the Committee, its authority, composition and relationship with different stakeholders.

Furthermore, Amlak has established subcommittees and working groups comprising stakeholders from business units and support functions to discuss financial and non-financial risks.

Risk Management Philosophy / Strategy

Amlak has a strong risk culture that is anchored to our strategy, and all staff are responsible for highlighting and managing potential risks in the course of their work. We reinforce individual accountability through a focus on the Three Lines of Defence model. In this model, as depicted

here, management control is the first line of defence in risk management, Enterprise Risk Management (ERM) and compliance oversight functions are the second line of defence, while the internal audit team is the third.



Risk Appetite

In line with continued efforts to improve our risk management framework, Amlak manages its risks by seeking to ensure that its exposures in each business segment remain within acceptable risk tolerance levels. The risk tolerances are translated into risk limits for

operational purposes. The risk appetite is collectively managed throughout the organization through adherence to its risk management policies and procedures. Risk Limits are annually reviewed to ensure that they remain within the risk appetite of the Group.

Amlak's Risk Management Framework



Risk Management Approach

Amlak addresses the challenges of risks through an enterprise-wide risk management framework. The key features of this framework are as follows:

- The Board of Directors provides overall risk management direction and oversight.
- The Company's risk appetite is approved by the Board of Directors
- Risk Management is embedded as an intrinsic process and is a core competency of all employees.
- Amlak manages its Credit, Market, Operational, Information Security and Liquidity risks in a coordinated manner within the organization, and in line with regulatory requirements
- Enterprise Risk management Department is independent of business units.

Amlak continuously modifies and enhances its risk management policies and systems to reflect changes in the market, products, and international best practices. Training, individual responsibility and accountability together with a disciplined and cautious culture of control is an integral part of Risk management.

Amlak's risk management structures and processes are continually reviewed to ensure their adequacy and appropriateness for the Company's risk profile. Further, this enables us to remain up to date with changes in strategy, business environment, and trends in Risk Management.



Products & Services

Since Inception, Amlak Finance has been the real estate specialist providing Sharia compliant property financing solutions, designed to meet the rapidly evolving ecosystem comprising real estate markets and customer demands.

Through its innovative & customized products and services, Amlak has been making the dream of owning a property in the UAE become a reality for UAE residents, and contributes positively to the growth of Dubai's real estate sector.



Customer Service

Amlak provides focused customer service by servicing each customer through a dedicated relationship. Amlak's customer service has been rated above industry benchmarks by independent evaluators.



Our suite of products & services includes



Double Your Property

This product has been designed for UAE resident investors who have own a property in UAE to avail an opportunity to double their property portfolio. The product offers eligible investors to unlock their equity and increase their real estate returns through attractive financing terms from Amlak.

Amlak will facilitate the second investment process from offering its real estate portfolio to financing the transaction. In addition, investors can also avail professional property management services.



Istithmari

Istithmari is the first-of-its-kind Buy-To-Let property finance (Ijarah) product in the region, designed for investors looking to invest in completed residential and commercial properties. In addition to providing personalized and professional relationship management, customers are provided with a full suite of Property Management Services.



Ijarah

Ijarah is the standard home finance product aimed towards end users of ready residential and commercial properties. Under Ijarah, Amlak buys the property from the developer/seller and leases it out to the customer with a promise to sell at the end of the lease term. The customer pays monthly rentals that comprise of fixed, variable and supplementary rentals.



Tatweer

Tatweer is a product aimed at financing under-construction properties for investors as well as for end users. Finance is supplied with a full suite of property management services that come into effect post completion and handover of the property.



Private Construction Finance

Private Construction Finance is offered to individuals or corporates that undertake construction of commercial or residential projects. Amlak is one of the handful financiers offering this product to a target market comprising UAE nationals as well as Expatriates for the purposes of renting in future or occupying. Amlak also prides in having substantial experience in managing construction financing transactions via trusted third- party contractors and consultants as well as personalized relationship management of its clients.

Corporate Social Responsibility (CSR)

At Amlak Finance, corporate social responsibility is more than a commitment – it is an integral part of our strategy and culture, shaping how we create value for our stakeholders and communities. It reflects our dedication to building a sustainable future and aligning

our objectives with positive social and environmental impact. Our CSR initiatives are aligned with the United Nations SDGs and the vision of the UAE. CSR is not just a standalone activity for us; it shapes how we innovate, grow, and engage with the world around us.

To further empower Amlak Finance's CSR initiatives, we have sought budgetary approval from our Board of Directors and Shareholders at the company's annual general assembly to enhance our CSR efforts.

Our key CSR initiatives of 2025 include

Responsible waste management:

Responsible Corporate Citizenship, supported by an active CSR plan, empowers Amlak employees to create value for society. We take pride in our sustainability and responsible production and consumption, aligned with the United Nations SDGs. As responsible corporate citizens, we should reduce our carbon footprint and take steps to preserve our natural resources. In line with SDG 12, we organised a responsible waste management campaign to segregate waste at our office premises and introduced separate dustbins for this purpose. The 3R's (Reduce Reuse Recycle) are an important part of our environmental preservation strategy.

Rashid Center for people of determination:

Amlak is committed to supporting the Rashid Center for people of determination. We contributed and offered our support, demonstrating our dedication to empowering individuals/children. As part of our CSR strategy, we believe in supporting NGOs that contribute to humanitarian causes and make a significant impact on the world.

Al Noor Rehabilitation and Welfare Association for people of determination:

In our ongoing efforts to nurture learning and development and extend our support to children and individuals with special needs, we contributed to the development and recreation of the children of the Al Noor Centre. We sponsored their family fun fair and this helped the centre organize the event with fun activities for the children. This aligns with our CSR strategy and the United Nations SDGs. It gives us a deep sense of responsibility to act with such kindness. NGOs like Al Noor are a great example of organizations that perform selfless acts and truly make a difference in the community.

Emirates Down Syndrome Association (EDSA):

Amlak believes in supporting organizations that selflessly work to make a difference in the community. EDSA is one such NGO. We sponsored speech therapy for underprivileged children, demonstrating our dedication to empowering individuals with disabilities.

Corporate Social Responsibility (CSR) Continued

Umrah:

The CSR team at Amlak nominated several employees to perform Umrah in Dec 2025. A selection of junior and support staff was nominated. This gave them the opportunity to embark on a blessed journey sponsored by the organization. The pilgrimage was organized for 5 Amlak employees.



Breast Cancer Awareness Month:

At Amlak, we are committed to prioritizing the health and wellbeing of employees and community members. In October, which is Breast Cancer Awareness Month, we organized a workshop. This helped us raise awareness about breast cancer and highlighted the importance of early detection. This was in collaboration with BMS Masood and Medeor Hospital. This initiative reflected our dedication to supporting a critical cause.

Emirates Thalassemia Society:

Amlak Finance supports various charitable organizations and NGOs that contribute to the treatment, research & development of hereditary diseases and ailments. Our CSR initiatives align with the SDGs and the UAE's vision. We supported the Emirates Thalassemia Society and helped treat underprivileged people.

Dubai Fitness Challenge 30 x 30:

During the Dubai Fitness Challenge, Amlak encouraged employees to stay fit and healthy. The challenge included prizes for the Most Valuable Player (MVP) in both the Female and Male categories for the top three places.



SMEP:

At Amlak, we believe in supporting initiatives that help preserve the planet and contribute to climate action. Amlak supported the Sheikh Mohammad Bin Khalid Al Nahyan Cultural Centre (SMEP) and contributed to tree planting and environmental preservation. This is aligned with United Nations SDDs - SDG 13: Climate Action. SDG 15: Life On Land.

Corporate Social Responsibility (CSR) Continued

Key Highlights:

- Over 20 Initiatives across Workplace, Community, Environment and Marketplace categories.
- Areas of Impact linked to UN SDGs 1, 2, 3, 4, 10, 12, 13, 15, 16.
- Cross-functional & multi-level employees engaged in CSR.
- Key CSR Stakeholders in 2025: Mohammed bin Rashid Al Maktoum Global Initiatives, Al Noor Rehabilitation and Welfare Association for People of Determination, Rashid Centre of People of Determination, UAE Deaf Association, Emirates Down Syndrome Association, UAE Genetics Disease Association, Emirates Thalassemia Society, Omniyat Centre, Tareq Centre for Autism, Dubai Fitness Challenge 30 x 30.
- Annual CSR Reports are available on Amlak Finance's website in the CSR Library Section <https://www.amlakfinance.com/csr-library/>
- For any questions, please contact the CSR team.



Shari'ah Governance

Chapter Two



Annual Report of the
Internal Shari'ah
Supervision Committee 26

Zakat on Amlak Shares 29

Annual Report of the Internal Shari'ah Supervision Committee

Amlak Finance PJSC for the year Ended 31st December 2025

Praise be to Allah – lord of the worlds, and peace and blessings be upon the best of messengers our Prophet Muhammad, His family and companions.

Issued on: 12th February 2026

To: **Shareholders of
Amlak Finance PJSC ("Amlak")**

After greetings,

Pursuant to requirements stipulated in the relevant laws, regulations and standards ("the **Regulatory Requirements**"), the Internal Shari'ah Supervision Committee of Amlak ("**ISSC**") presents to you the ISSC's Annual Report for the financial year ending on 31st December 2025 ("**Financial Year**").

1. Responsibility of the ISSC

In accordance with the Regulatory Requirements and the ISSC's charter, the ISSC's responsibility is stipulated as to undertake Shari'ah supervision of all businesses, activities, products, services, contracts, documents and business charters of Amlak; and Amlak's policies, accounting standards, operations and activities in general (to the extent of what was presented to the ISSC), memorandum of association, charter, financial statements, allocation of expenditures and costs, and distribution of profits between Investment accounts holders and shareholders ("**Amlak's Activities**") and issue Shari'ah resolutions in this regard, and determine Shari'ah parameters necessary for Amlak's Activities, and Amlak's compliance with Islamic Shari'ah within the scope of the rules, principles, and standards set by the Higher Shari'ah Authority ("**HSA**") to ascertain compliance of Amlak with Islamic Shari'ah.

The senior management is responsible for Amlak's compliance with Islamic Shari'ah in accordance with the HSA's resolutions, fatwas, and opinions, and the ISSC's resolutions within the framework of the rules, principles, and standards set by the HSA ("**Compliance with Islamic Shari'ah**") in all Amlak's Activities, and the Board bears the ultimate responsibility in this regard.

2. Shari'ah Standards

In accordance with the HSA's resolution (No. 18/3/2018), the ISSC has, to the best of its judgment, abided by the Shari'ah standards issued by the Accounting and Auditing Organization for Islamic Financial Institutions (AAOIFI)

as minimum Shari'ah requirements, in all fatwas, approvals, endorsements and recommendations, relating to Amlak's Activities.



3. Duties Fulfilled by the ISSC During the Financial Year

The ISSC conducted Shari'ah supervision of Amlak's Activities by reviewing those Activities, and monitoring them through the internal Shari'ah Control Department and Shari'ah Audit Department, in accordance with the ISSC's authorities and responsibilities, and pursuant to the Regulatory Requirements in this regard. The ISSC's activities included the following:

- a. Convening (5) meetings during the year.
- b. Issuing fatwas, resolutions and opinions on matters presented to the ISSC in relation to Amlak's Activities.
- c. Monitoring compliance of policies, procedures, accounting standards, product structures, contracts, documentation, business charters, and other documentation submitted by Amlak to the ISSC for approval / ratification.
- d. Ascertaining the level of compliance of allocation of expenditures and costs, and distribution of profits between investment accounts holders and shareholders with parameters set by the ISSC.
- e. Supervision through the Internal Shari'ah Control Department and the Shari'ah Audit Department of Amlak's Activities including supervision of executed transactions and adopted procedures on the basis of samples selected from executed transactions, and reviewing reports submitted in this regard.
- f. Providing guidance to relevant parties in Amlak – to rectify (where possible) incidents cited in the reports prepared by internal Shari'ah Control Department and Shari'ah Audit Department—and where applicable issuing of resolutions to set aside revenue derived from transactions in which non-compliances were identified for such revenue to be disposed towards charitable purposes.
- g. Approving corrective and preventive measures related to identified incidents to preclude their reoccurrence in the future.
- h. Clarifying the amount of Zakat due on each of Amlak's shares.
- i. Communicating with the Board and its subcommittees, and the senior management of Amlak (as needed) concerning Amlak's compliance with Islamic Shari'ah.

The ISSC sought to obtain all information and interpretations deemed necessary in order to reach a reasonable degree of certainty that Amlak is compliant with Islamic Shari'ah.

4. Independence of the ISSC

The ISSC acknowledges that it has carried out all of its duties with utmost independence. The ISSC received the required support and cooperation of the senior management and the Board of Amlak to have access to all documents and data, and to discuss all amendments and Shari'ah requirements.

5. The ISSC's Opinion on the Shari'ah Compliance Status of Amlak

Premised on information and explanations that were provided to us with the aim of ascertaining compliance with Islamic Shari'ah, the ISSC has concluded with a reasonable level of confidence, that Amlak's Activities are in compliance with Islamic Shari'ah, except for the incidents of non-compliance observed, as highlighted in the relevant reports. The ISSC also provided directions to take appropriate measure in this regard.

The ISSC formed its opinion, as outlined above, exclusively on the basis of information perused by the ISSC during the financial year.

Dr. Mohammad Abdul Rahim Sultan Al Olama
Chairman

Mr. Moosa Tariq Khoory
Executive Member

Dr. Azzedine Ben Zughaiba
Member

0.0519



Zakat on Amlak Shares for the year ended 31st December 2025

Praise be to Allah – Lord of the worlds, and peace and blessings be upon the best of Messengers our Prophet Muhammad, His family and companions.

The Internal Sharia Supervision Committee of Amlak Finance has reviewed the financial statements and clarifications and information related to its items for the purpose of calculating the Zakat on the company's shares, and after reviewing and examining the necessary information in this regard, the Committee states that the amount of Zakat due is 0.0519 AED for each share. Note that paying Zakat is the responsibility of the shareholders and not the responsibility of the company.

The ISSC has approved Zakat calculation and advises shareholders to pay Zakat in order to purify their funds and discharge their responsibility. This, and God knows best.

And may God bless our Prophet Muhammad and his family and companions.

Financial Performance

Chapter Three

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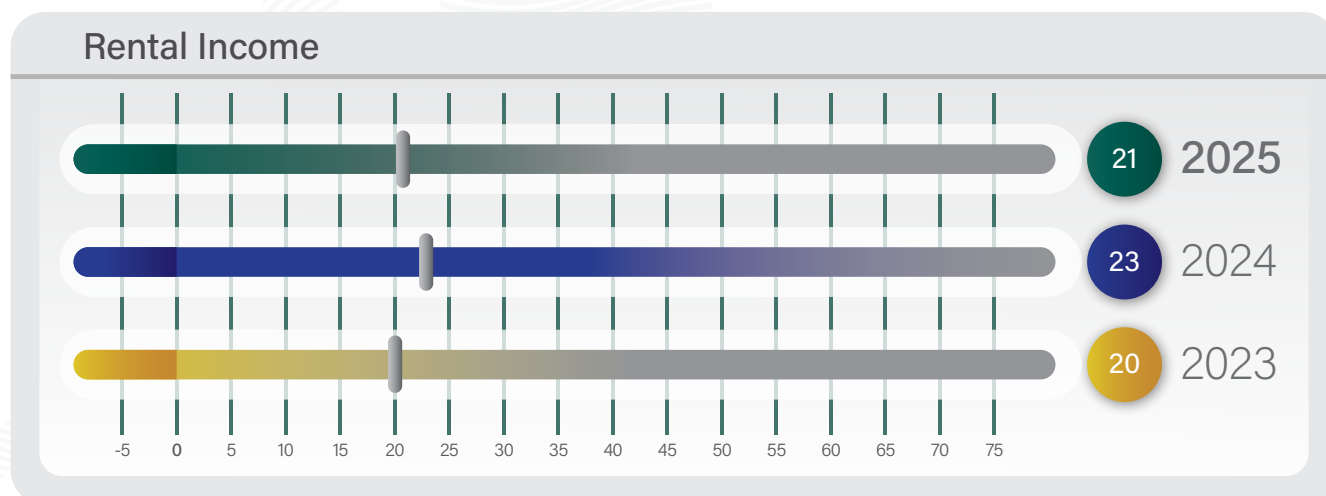
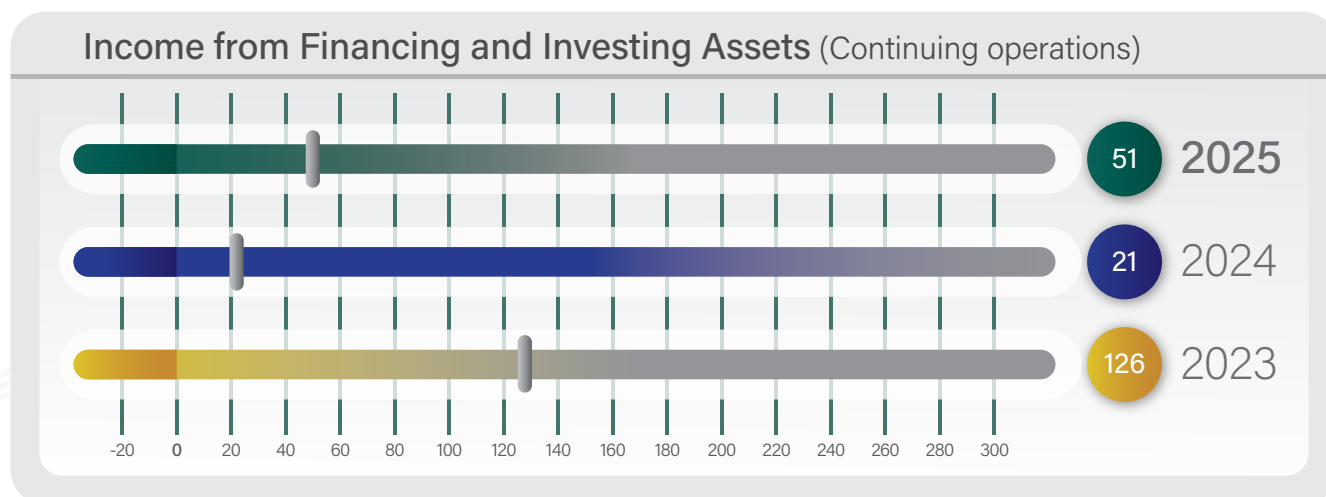
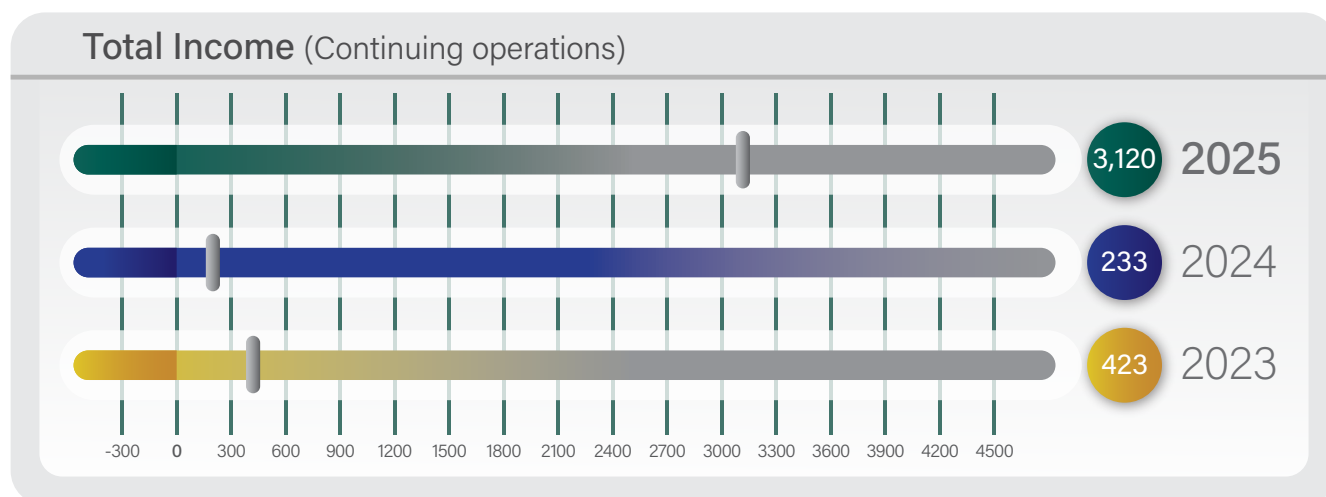
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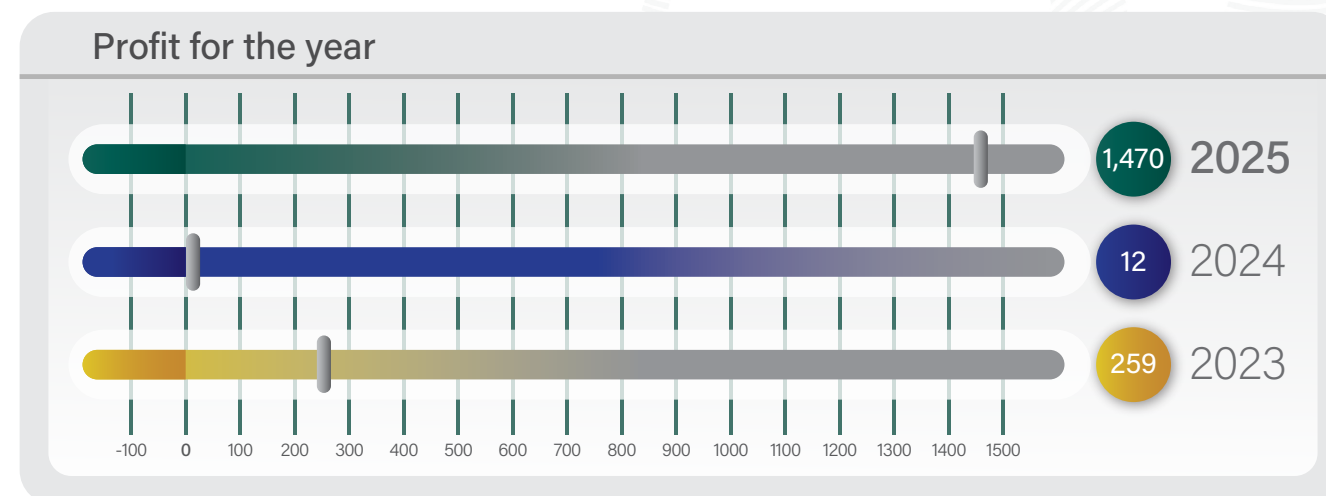
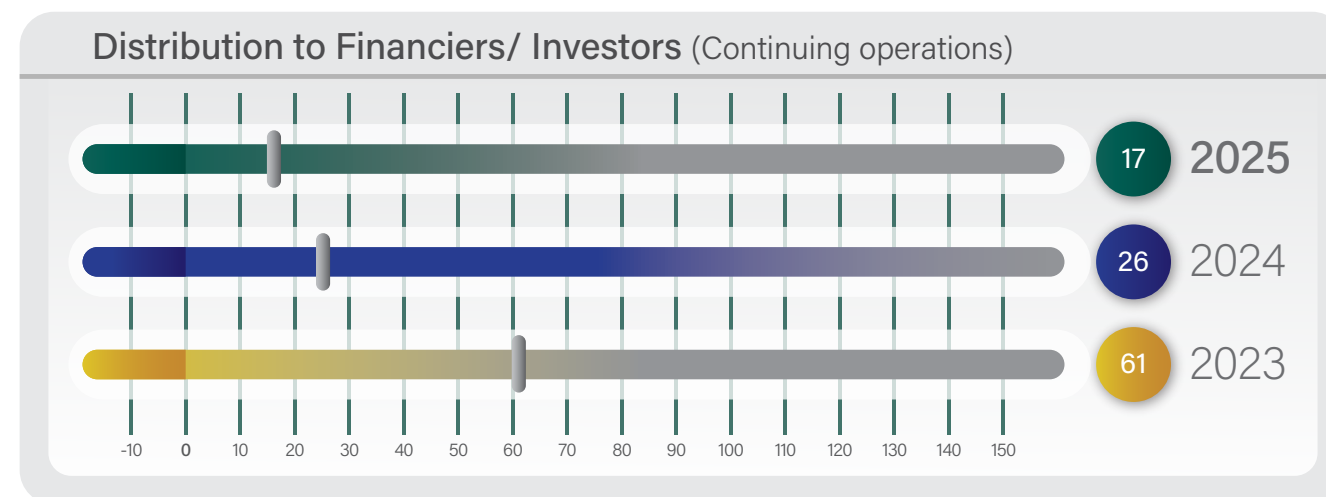
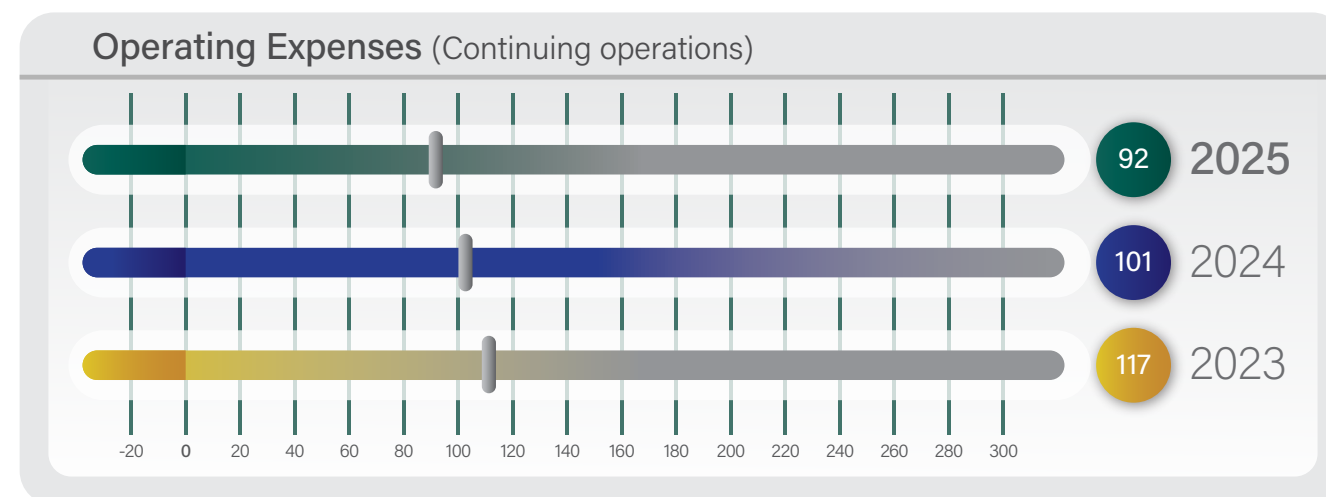
Financial Trends

1. Group Income Statement AED in Mn



Financial Trends (Continued)

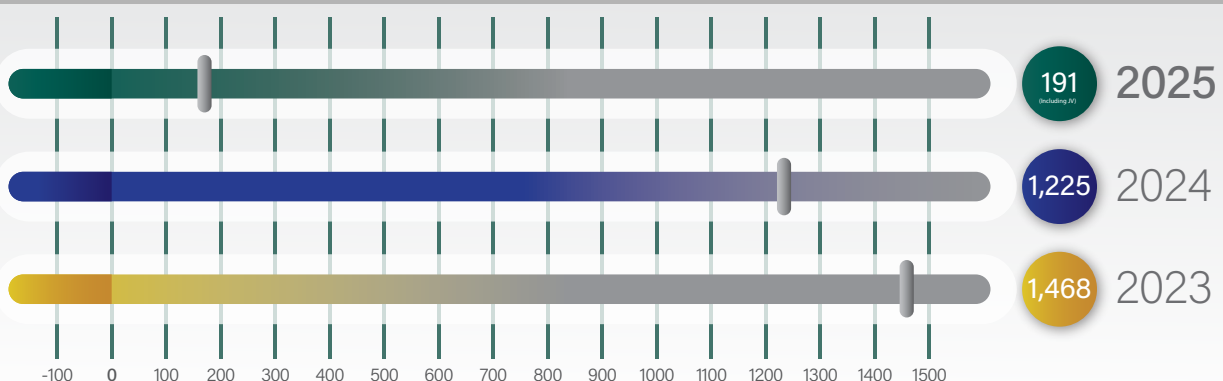
1. Group Income Statement AED in Mn



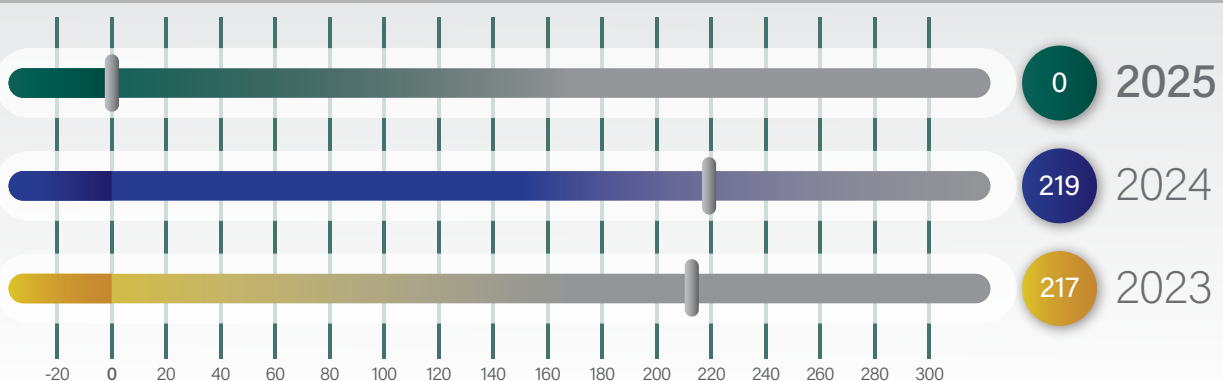
Financial Trends (Continued)

2. Group Balance Sheet AED in Mn

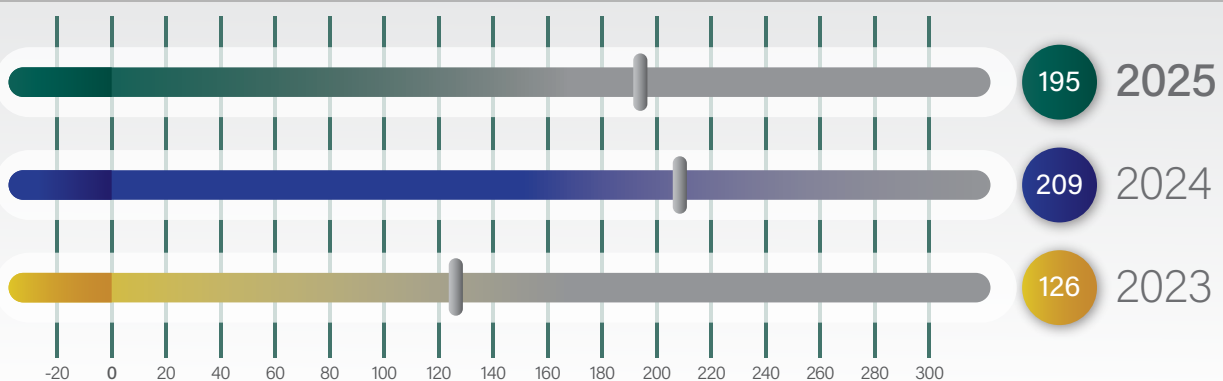
Real Estate Investments



Corporate Investments



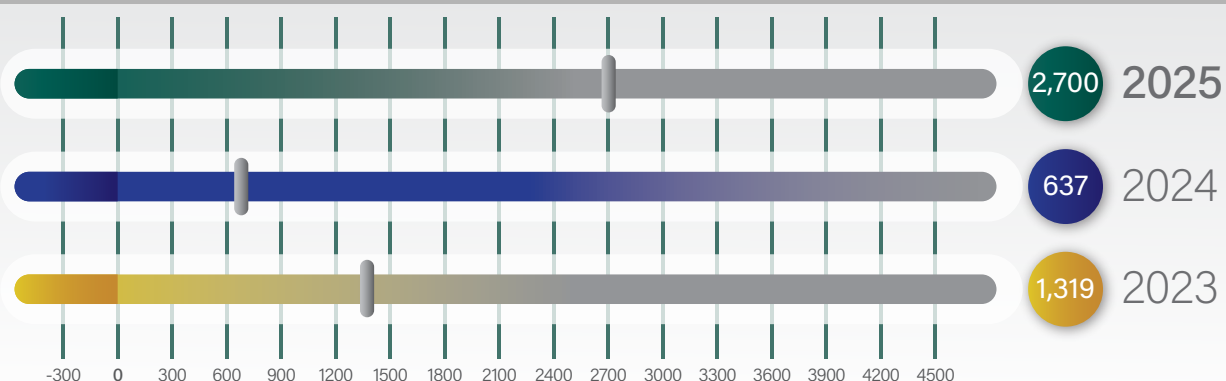
Cash and Balances with banks



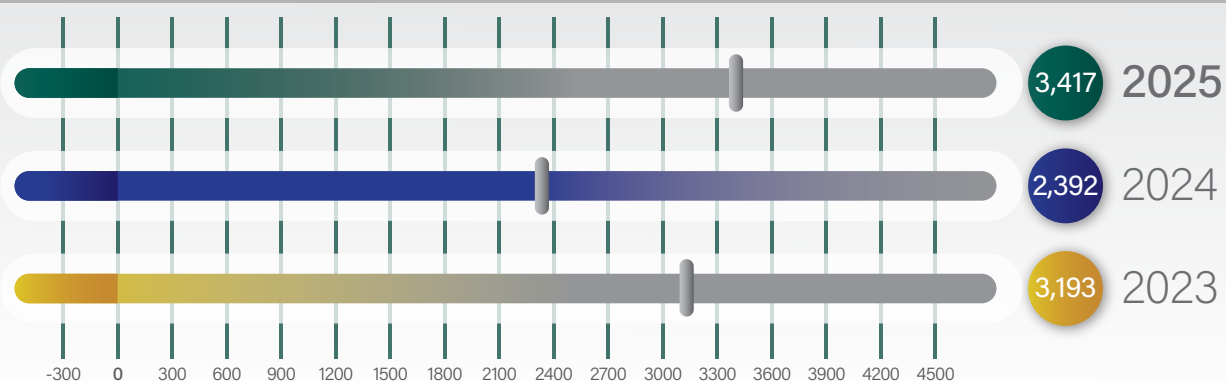
Financial Trends (Continued)

2. Group Balance Sheet AED in Mn

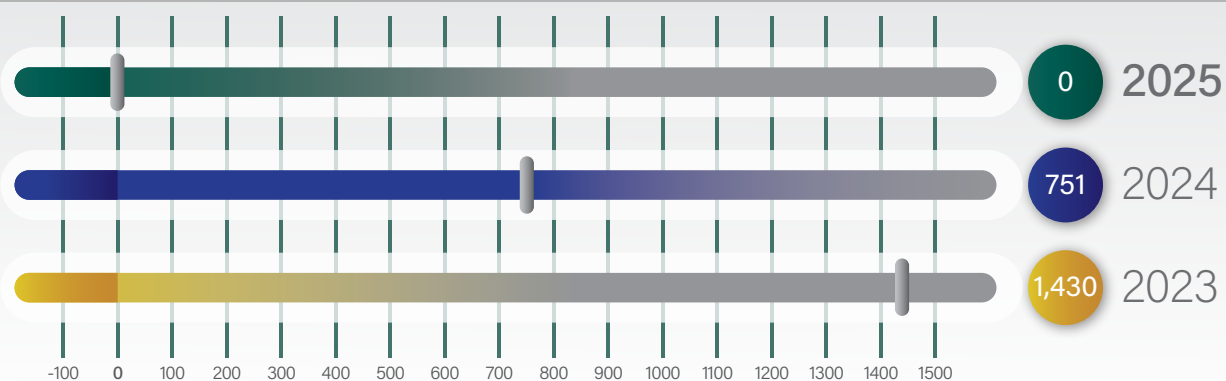
Islamic financing and investing assets (Continuing operations)



Total Assets



Investment Deposits and Other Islamic Financing

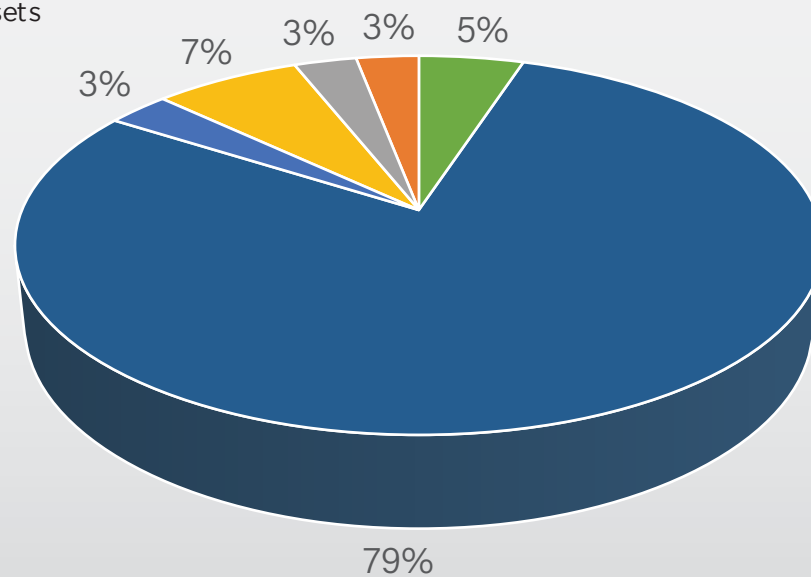


Financial Trends (Continued)

2. Group Balance Sheet

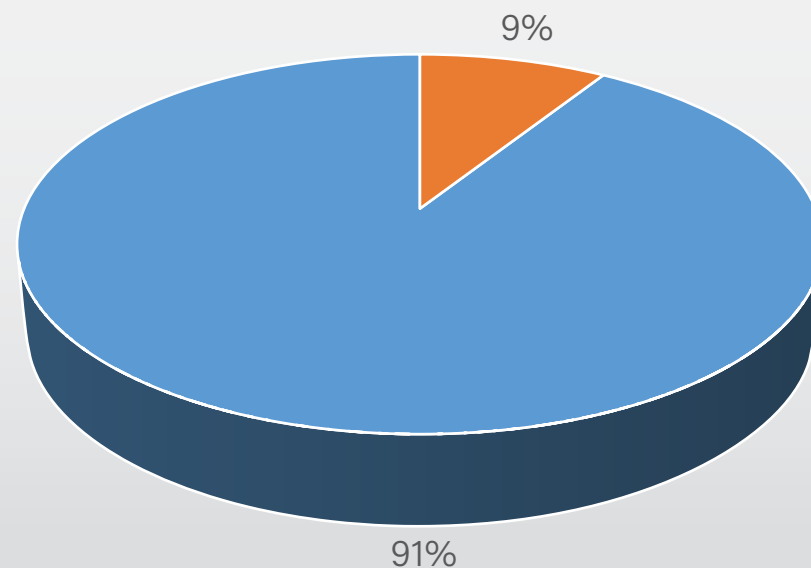
Assets Mix – Dec 2025

- Cash and balances with banks
- Islamic financing and investing assets
- Real Estate Investments
- Other Assets
- Assets held for sale
- Investment in Joint Operations



Liability and Equity Mix – Dec 2025

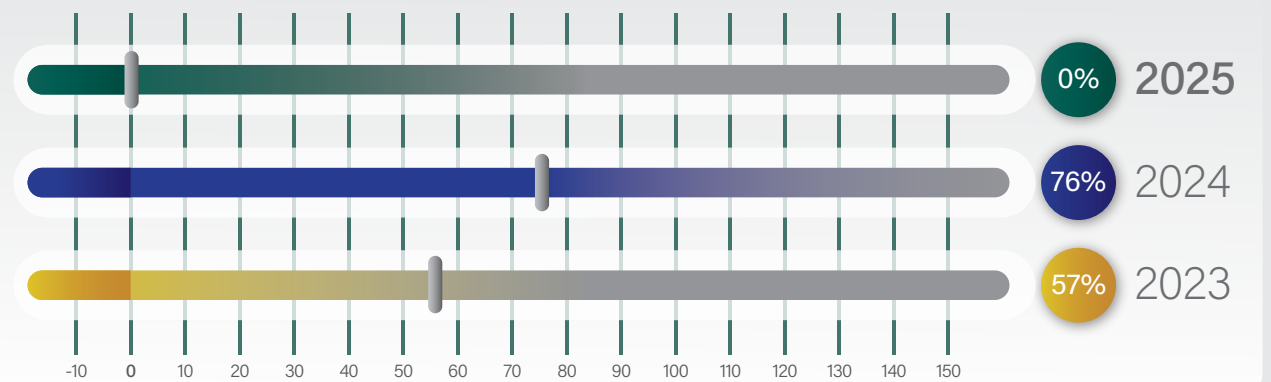
- Other liabilities
- Equity



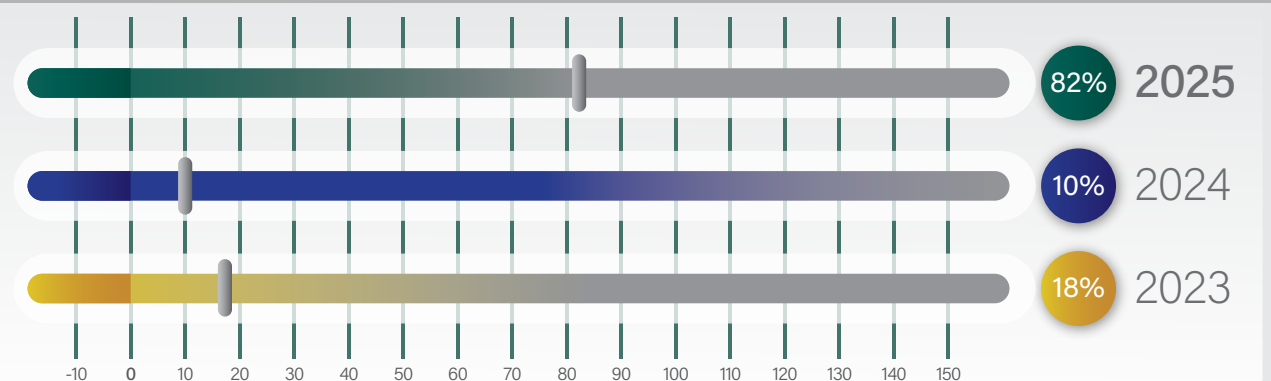
Financial Trends (Continued)

3. Financial Ratios

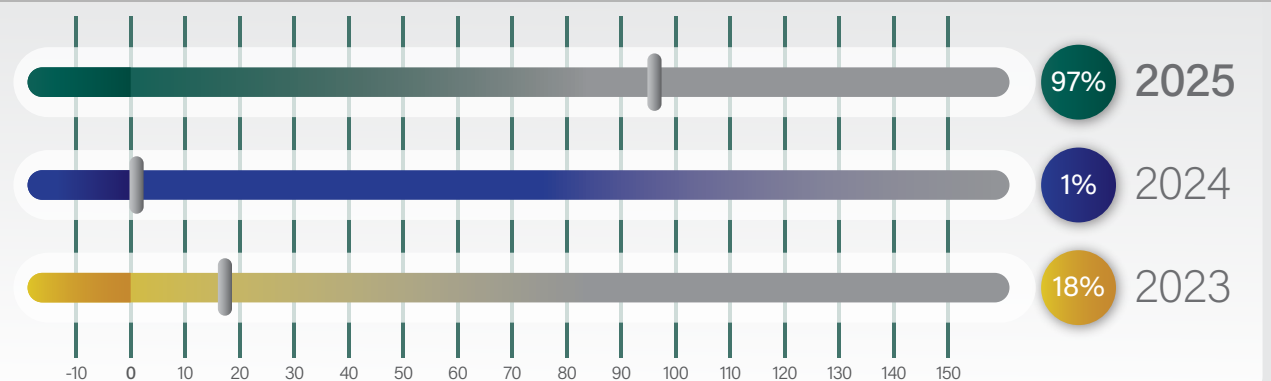
Net Financing to Deposit Ratio



Liquid Assets to Total Assets Ratio

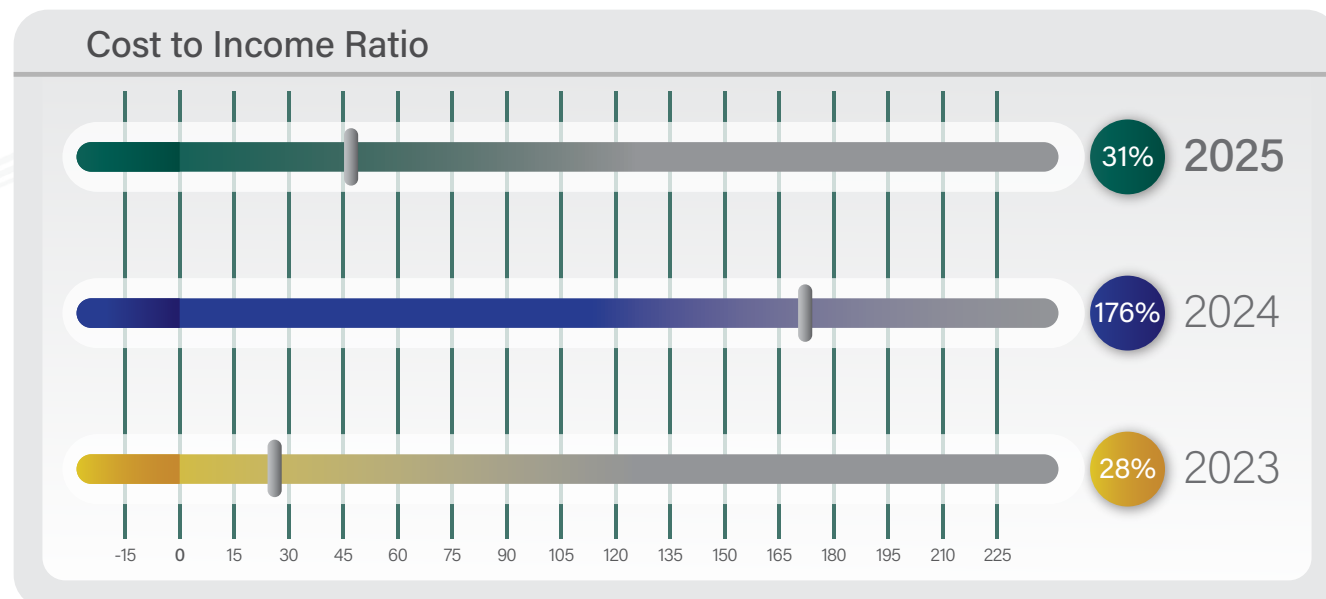
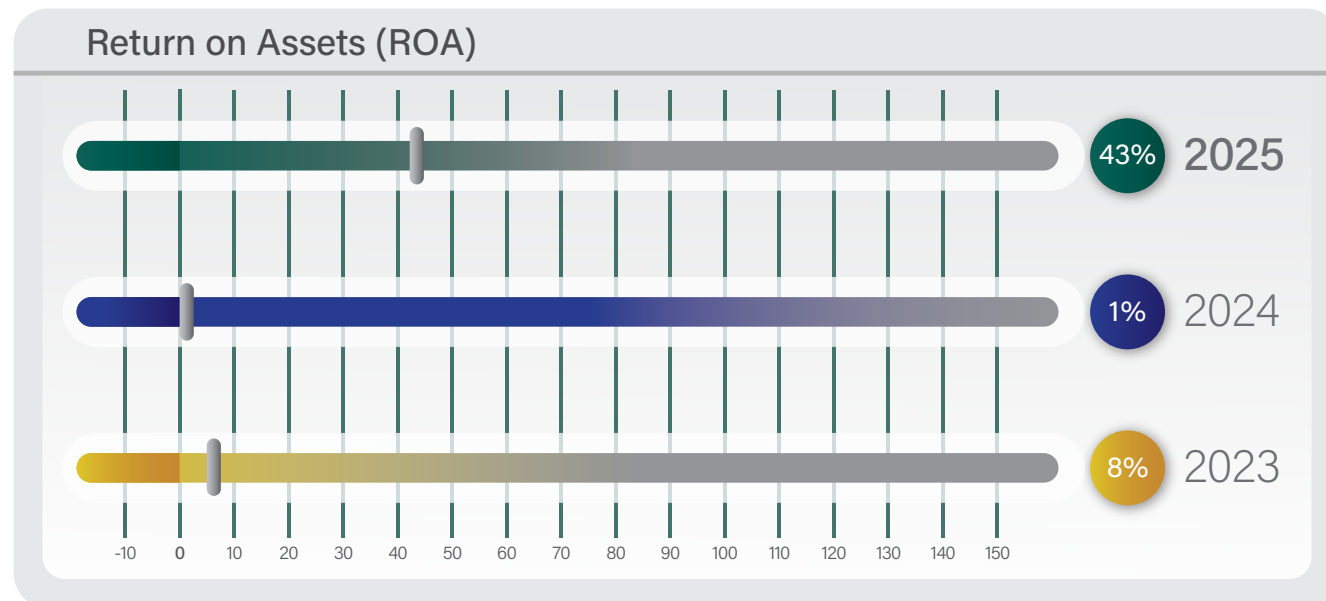


Return on Equity (ROE)



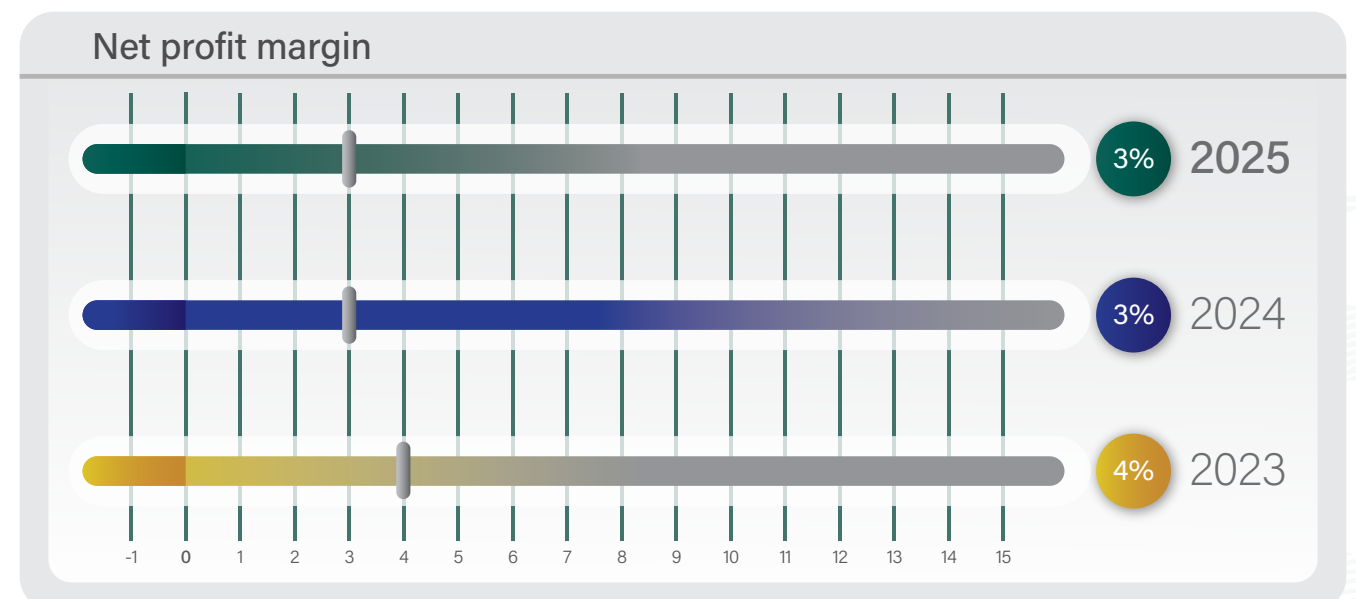
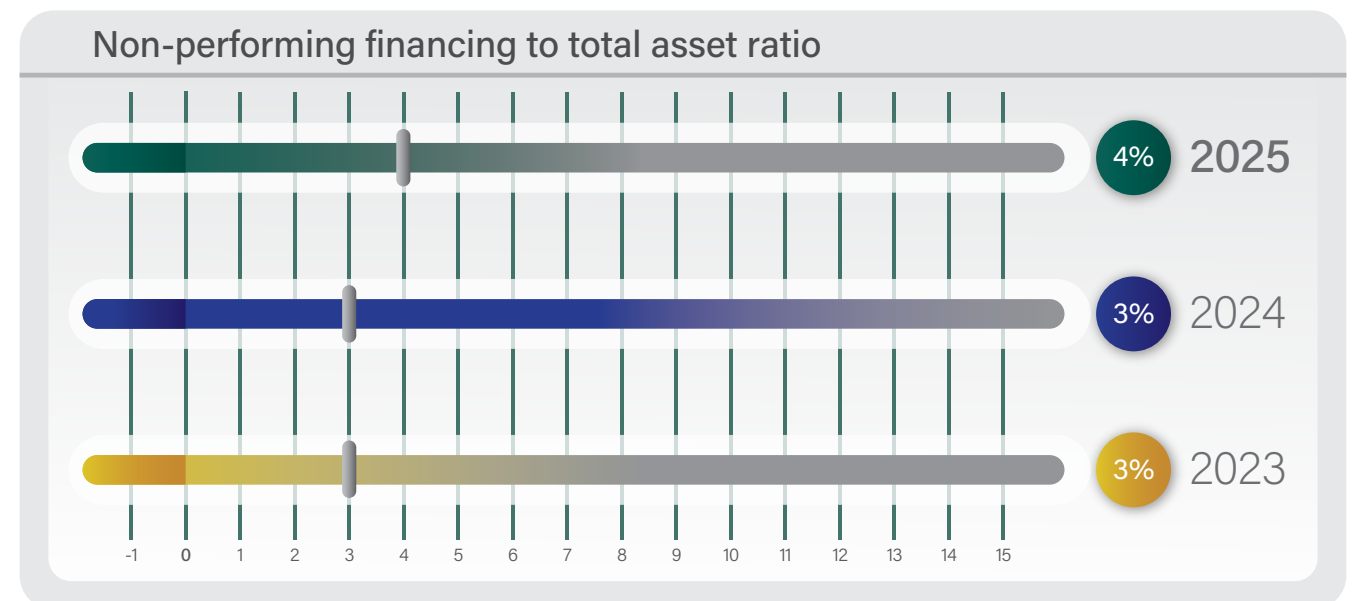
Financial Trends (Continued)

3. Financial Ratios



Financial Trends (Continued)

3. Financial Ratios





Board of Directors' Report

The Directors present their report and consolidated financial statements for the year ended 31 December 2025.

Principal Activities

Amlak Finance PJSC is licensed to engage in Islamic financing and investing activities based on structures such as Ijara, Murabaha, Mudaraba, Wakala and Musharaka. These activities are conducted in accordance with Islamic Sharia'a which prohibits usury, and within the provisions of its Articles and Memorandum of Association.

Results

The results of the Group for the year ended 31 December 2025 are set out in the attached consolidated financial statements.

To the best of our knowledge, the financial information included in the report fairly presents in all material respects the financial condition, results of operation and cash flows of the Group as of, and for, the years presented in the report.

Signed on behalf of the Board of Directors

18 February 2026
Dubai, United Arab Emirates



Independent Auditor's Report

To the Shareholders of Amlak Finance PJSC
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Amlak Finance PJSC ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated Statements of profit or loss, comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), as applicable to audits of the

financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in the United Arab Emirates. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of

the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Assessment of fair value and net realisable value ("the value") of investment properties and development properties ("the properties") respectively

Refer to notes 2.4, 3, 12 and 13 to the Group's consolidated financial statements.

The key audit matter	How the matter was addressed in our audit
As at 31 December 2025, the carrying amount of Group's investment properties and development properties amounts to AED 46,868 thousand (2024: AED 376,463 thousand) and AED 47,473 thousand (2024: AED 826,227 thousand) respectively, which are collectively referred to as "the properties." Valuing these properties involves significant judgment, based on various assumptions and prevailing market conditions.	<p>Our key procedures included:</p> <ul style="list-style-type: none"> We assessed the appropriateness of the Group's accounting policies related to measurement of properties against the requirements of the relevant accounting standards and our understanding of the business and industry practice.
Investment properties are initially measured at cost and subsequently measured at fair value. Development properties are stated at the lower of cost and estimated net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.	<ul style="list-style-type: none"> We have evaluated the qualifications of the management appointed valuers and read the terms of the engagement of the valuers with the Group, to determine whether there were any matters that might have affected their objectivity or limited the scope of their work;
The Group engages professionally qualified management appointed valuers to assess the value for its properties. This process of assessment of the value involves significant judgement in estimating the underlying assumptions to be applied.	<ul style="list-style-type: none"> We involved our real estate valuation specialist, who assessed, on a sample basis, valuation methodologies used in the valuation process and challenged assumptions for key estimates of sales price per square foot used in the valuation by comparing them against market rates and available industry data, taking into consideration comparability and market factors;
The valuation of investment properties involves significant estimation uncertainty due to the reliance on key assumptions such as sales price per square foot, and market trends. Small changes in these assumptions could lead to material fluctuations in fair value, directly impacting the financial statements.	<ul style="list-style-type: none"> On a sample basis, performed audit procedures to test the completeness and accuracy of the source data, provided to the valuation experts by Group, used in determination of value by comparing it to underlying supporting information;
Considering the uncertainty surrounding the value of the Group's properties, Group is required to carefully monitor the underlying assumptions, assess their impact on property values, and make significant	<ul style="list-style-type: none"> We have performed sensitivity analysis on the significant assumptions to evaluate the extent of the impact of changes in the key assumptions to the conclusions reached by Group; and

The key audit matter	How the matter was addressed in our audit
estimates and judgments. In light of ongoing market volatility, this area warrants focused attention, as any inaccuracies in determining property values could materially affect their carrying value in the Group's consolidated financial statements. Accordingly, these were identified as a key audit matter.	We assessed the adequacy of disclosures in the consolidated financial statements in accordance with applicable financial reporting framework.

Emphasis of Matter - comparative information

We draw attention to Note 36 to the consolidated financial statements which indicates that the comparative information presented as at and for the year ended 31 December 2024 has been restated. Our opinion is not modified in respect of this matter.

Other Matter relating to comparative information

The consolidated financial statements of the Group as at and for the years ended 31 December 2024 and 31 December 2023, (from which the consolidated statement of financial position as at 1 January 2024 has been derived), excluding the adjustments described in Note 36 to the consolidated financial statements were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on 10 March 2025 and 19 March 2024 respectively.

As part of our audit of the consolidated financial statements as at and for the year ended 31 December 2025, we audited the adjustments described in Note 36 that were applied to restate the comparative information presented as at and for

the year ended 31 December 2024 and the consolidated statement of financial position as at 1 January 2024. We were not engaged to audit, review, or apply any procedures to the consolidated financial statements for the years ended 31 December 2024 or 31 December 2023 (not presented herein) or to the consolidated statement of financial position as at 1 January 2024, other than with respect to the adjustments described in Note 36 to the consolidated financial statements. Accordingly, we do not express an opinion or any other form of assurance on those respective consolidated financial statements taken as a whole. However, in our opinion, the adjustments described in Note 36 are appropriate and have been properly applied.

Other Information

Management is responsible for the other information. The other information comprises the Annual Report, but does not include the consolidated financial statements and our auditors' report thereon. We obtained the Board of Directors' report prior to the date of this auditors' report, and we expect to obtain the remaining sections of the Annual Report after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we have obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and their preparation in compliance with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, as amended,

and the UAE Federal Decree-Law No. (6) of 2025, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either

intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with Governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in

accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation

precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Further, as required by the UAE Federal Decree Law No. 32 of 2021, as amended, we report that for the year ended 31 December 2025:

- i) we have obtained all the information and explanations we considered necessary for the purposes of our audit;
- ii) the consolidated financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, as amended;
- iii) the Group has maintained proper books of account;
- iv) the financial information included in the Board of Directors' report is consistent with the books of account of the Group;
- v) as disclosed in note 1 to the consolidated financial statements, the Group has not purchased any shares during the year ended 31 December 2025;
- vi) note 32 to the consolidated financial statements discloses material related party transactions and the terms under which they were conducted; and
- vii) based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Group has contravened during the financial year ended 31 December 2025 any of the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, as amended, or in respect of the Company, its Articles of Association, which would materially affect its activities or its consolidated financial position as at 31 December 2025.

Further, as required by Article (140) of the UAE Federal Decree-Law No. (6) of 2025, we report that we have obtained all the information and explanations we considered necessary for the purpose of our audit.

KPMG Lower Gulf Limited



Maher AlKatout
Registration No.: 5453
Dubai, United Arab Emirates

Date: 19 February 2026

Consolidated Statement of Profit or Loss

For the year ended 31 December 2025

	Notes	2025 AED'000	2024 AED'000 (Restated)**
Revenue from development properties	13	2,951,712	72,369
Income from Islamic financing and investing assets	4	51,074	20,592
Income on deposits		522	381
Rental income	12	20,991	23,203
Fair value gain on investment properties	12	16,564	12,632
(Loss) / gain on sale of investment properties, net		(11,518)	9,310
Share of profit of an associate, net of tax	15	2,852	8,519
Gain on sale of fixed assets		3,478	-
Gain on debt settlement, net	21	-	44,536
Reversal of development properties written down	13	7,500	6,200
Share of profit from joint venture, net of tax	14	74,933	26,617
Other income	5	1,754	8,625
		<u>3,119,862</u>	<u>232,984</u>
Reversal of impairments		6,475	10,090
Impairment loss on asset held for sale	15	(21,979)	-
Loss on sale on investment in an associate	15	(3,147)	-
Loss on derecognition of investment deposits	21	(20,651)	(17,347)
Amortisation of fair value gain on investment deposits*	21	(17,861)	(31,302)
Cost of sales of development properties	13	(813,660)	(72,369)
Operating expenses	8	(92,063)	(101,244)
		<u>2,156,976</u>	<u>20,812</u>
PROFIT BEFORE DISTRIBUTION TO FINANCIERS		2,156,976	20,812
Distribution to financiers*	7	(16,505)	(25,555)
		<u>2,140,471</u>	<u>(4,743)</u>
PROFIT / (LOSS) FOR THE YEAR BEFORE INCOME TAX - CONTINUING OPERATIONS		2,140,471	(4,743)
Income tax expense (continuing operations)	25	(191,860)	361
		<u>1,948,611</u>	<u>(4,382)</u>
NET PROFIT / (LOSS) FOR THE YEAR - CONTINUING OPERATIONS		1,948,611	(4,382)
Discontinued operations			
(Loss) / profit from discontinued operations (net of tax)	20	(605)	16,870
Foreign exchange loss realized on divestment of subsidiary (net of tax)	6	(477,653)	-
		<u>1,470,353</u>	<u>12,488</u>

*This amount relates to IFRS 9 impact of Effective Finance Rate accounting of Distribution to financiers. Distribution to financiers include contractual profit accrued against the investment deposits.

Consolidated Statement of Profit or Loss (Continued)

For the year ended 31 December 2025

	Notes	2025 AED'000	2024 AED'000 (Restated)**
Earnings per share attributable to ordinary shareholders of the parent:			
Total earnings			
Basic earnings per share (AED)	9	0.9788	0.0047
Diluted earnings per share (AED)	9	0.9163	0.0034
Continuing operations:			
Basic earnings per share (AED)	9	1.2977	(0.0065)
Diluted earnings per share (AED)	9	1.2148	(0.0065)

Consolidated Statement of Comprehensive Income

For the year ended 31 December 2025

	Notes	2025 AED'000	2024 AED'000 (Restated)
Profit for the year		1,470,353	12,488
Other comprehensive income / (loss)			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations - discontinued operations		2,762	(68,861)
Reclassification of foreign currency translation reserves - discontinued operations		484,573	
Share of other comprehensive income / (loss) in associates		540	(4,762)
Other comprehensive income / (loss) for the year		487,875	(73,623)
Total comprehensive income / (loss) for the year		1,958,228	(61,135)

**The comparative information is restated refer (Note 36). Comparative information has also been re-presented due to discontinued operations (Note 20) and change in classification Note (36).

Consolidated Statement of Financial Position

For the year ended 31 December 2025

	Notes	31 December 2025 AED'000	(Restated)* 31 December 2024 AED'000	(Restated)* 01 January 2024 AED'000
ASSETS				
Cash and balances with banks**	10	195,401	208,611	126,431
Islamic financing and investing assets**	11	2,700,327	637,177	1,318,764
Receivable from sale of investments	16	101,337	-	-
Investment properties	12	46,868	376,463	440,444
Development properties	13	47,473	826,227	892,396
Investment in joint venture	14	96,888	21,955	135,338
Investment in an associate	15	-	218,804	216,617
Other assets	17	127,460	91,433	52,856
Deferred tax asset	24	-	2,364	-
Furniture, fixtures and office equipment	18	2,430	9,033	9,809
Assets held for sale	19	98,693	-	-
TOTAL ASSETS		3,416,877	2,392,067	3,192,655
LIABILITIES AND EQUITY				
Liabilities				
Investment deposits and other Islamic financing	21	-	590,672	1,229,168
Term Islamic financing	22	-	160,306	201,253
Employees- end of service benefits	23	6,275	5,688	4,845
Deferred tax liability	25	302	923	-
Income tax payable	25	179,988	5,747	20,335
Other liabilities	24	108,834	120,028	122,961
Total liabilities		295,399	883,364	1,578,562
Equity				
Share capital	26	1,500,000	1,500,000	1,500,000
Statutory reserve	27	147,035	307,392	302,155
Special reserve	28	-	99,265	99,265
Mudaraba Instrument	29	-	70,872	82,872
Mudaraba Instrument reserve	29	-	266,448	311,565
Cumulative changes in fair value	16	-	(540)	4,222
Foreign currency translation reserve	30	-	(487,335)	(418,474)
Retained earnings / (accumulated losses)		1,474,443	(247,399)	(267,512)
Total equity		3,121,478	1,508,703	1,614,093
TOTAL LIABILITIES AND EQUITY		3,416,877	2,392,067	3,192,655

To the best of our knowledge, the consolidated financial statements present fairly in all material respects the financial position, results of operation and cash flows of the Group as of, and for the years presented therein.

The consolidated financial statements were authorised for issue by the Board of Directors and signed its behalf by:



Chairman



Chief Executive Officer

* Refer to note 36 which disclose the impact of the restatement on the comparative financial statements.

** Cash and balances with banks and Islamic financing and investing assets include cash and cash equivalents amounting to AED 160,401 thousand (31 December 2024: AED 173,611 thousand, 1 January 2024: AED 91,431 thousand) and AED 868,344 thousand (31 December 2024: 69,609 thousand, 1 January 2024: 383,639 thousand) respectively.

Consolidated Statement of Cash Flows

For the year ended 31 December 2025

	Notes	2025 AED'000	2024 AED'000 (Restated)*
OPERATING ACTIVITIES			
Profit / (loss) for the year before tax		1,655,196	18,535
Adjustments for:			
Depreciation	18	957	1,092
Foreign exchange loss realized on divestment of subsidiary	6	484,573	-
Share of profit of an associate, net of tax	15	(2,852)	(8,519)
Share of profit from joint venture, net of tax	14	(74,933)	(26,617)
Impairment loss on asset held for sale	15	21,979	-
Reversal of impairments		(6,475)	(10,272)
Charge of impairment	20	39,103	67,525
Reversal of impairment and recoveries	20	(23,936)	(20,110)
Loss on disposal	20	18,547	-
Fair value loss on islamic financing assets	20	5,200	-
Fair value gain on investment properties	12	(16,564)	(12,632)
Reversal of development properties written down	13	(7,500)	(6,200)
Amortisation of fair value adjustment on investment deposits	21	17,861	31,302
Loss on derecognition of investment deposits	21	20,651	17,347
Distribution to financiers		36,728	73,911
Income on deposits		(2,339)	(8,836)
Other income	5	(2,317)	(8,765)
Loss/ (gain) on sale of investment properties		11,518	(9,310)
Gain on sale of fixed assets		(3,478)	-
Loss on sale on investment in an associate	15	3,147	-
Gain on sale of subsidiary	20	(8,728)	-
Gain on debt settlement	21	-	(44,536)
Provision for employees' end of service benefits	23	1,266	875
Operating profit before changes in operating assets and liabilities:		2,167,604	54,790
Islamic financing and investing assets		(128,987)	201,385
Other assets		(33,353)	(51,222)
Other liabilities		(1,731)	(2,933)
Changes in development properties		786,254	72,369
Cash generated from operating activities		2,789,787	274,389
Employees end of service benefits paid	23	(678)	(32)
Tax paid	25	(8,170)	(12,853)
Income on deposits		1,584	8,379
Net cash generated from operating activities		2,782,523	269,883

The attached notes 1 to 36 form part of these consolidated financial statements.

Consolidated Statement of Cash Flows (Continued)

For the year ended 31 December 2025

	Notes	2025 AED'000	2024 AED'000 (Restated)*
INVESTING ACTIVITIES			
Proceed from sale of investment properties		261,981	121,738
Proceeds from sale of fixed assets		5,574	-
Proceeds from sale of share of associate		197,070	-
Dividend from joint venture		-	140,000
Proceeds from disposal of investment securities		-	4,303
Proceeds from Wakala deposits	11	4,810,564	-
Placement of Wakala deposits	11	(6,287,271)	-
Purchase of furniture, fixtures and office equipment	18	(302)	(533)
Net cash (used in) / generated from investing activities		(1,012,384)	265,508
FINANCING ACTIVITIES			
Receipt of Term Islamic financing		37,364	75,221
Repayment of Term Islamic financing		(17,767)	(37,212)
Profit paid on Term Islamic financing		(16,980)	(48,355)
Investment deposits and other Islamic financing		(946,658)	(642,610)
Profit paid on investment deposits		(15,700)	(25,683)
Redemption of Mudaraba instrument		-	(39,982)
Payment of profit in kind (PIK)		(26,235)	(2,874)
Directors' fee paid		(1,400)	(1,400)
Net cash used in financing activities		(987,376)	(722,895)
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS			
Foreign currency translation reserve		2,762	(44,346)
Cash and cash equivalents at the beginning of the year		243,220	475,070
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	10	1,028,745	243,220
Profit received		93,180	148,204

The attached notes 1 to 36 form part of these consolidated financial statements.

Consolidated Statement of Changes In Equity

For the year ended 31 December 2025

	Share Capital AED'000	Statutory Reserve AED'000	Special Reserve AED'000
At 1 January 2025	1,500,000	307,392	99,265
Profit for the year	-	-	-
Other comprehensive profit for the year	-	-	-
Total comprehensive income for the year	-	-	-
Transfer to statutory reserve	-	147,035	-
Reclassification of Mudaraba instrument to Investment deposits (Note 21)	-	-	-
Reclassification of accrued profit on Mudaraba instrument to Investment deposits	-	-	-
Gain on reclassification of Mudaraba instrument to Investment deposits (Note 21.1)	-	-	-
Transfer from statutory and special reserve	-	(307,392)	(99,265)
Translation difference on repatriation of fund from subsidiary	-	-	-
Directors' fee paid	-	-	-
At 31 December 2025	1,500,000	147,035	-

Consolidated Statement of Changes In Equity (Continued)

For the year ended 31 December 2025

Mudaraba instrument AED'000	Mudaraba instrument Reserve AED'000	Cumulative changes in fair value AED'000	Foreign Currency Translation Reserve* AED'000	Retained Earnings AED'000	Total Equity AED'000
70,872	266,448	(540)	(487,335)	(247,399)	1,508,703
-	-	-	-	1,470,353	1,470,353
-	-	540	487,335	-	487,875
-	-	540	487,335	1,470,353	1,958,228
-	-	-	-	(147,035)	-
(70,872)	(266,448)	-	-	-	(337,320)
-	-	-	-	(25,028)	(25,028)
-	-	-	-	19,444	19,444
-	-	-	-	406,657	-
-	-	-	-	(1,149)	(1,149)
-	-	-	-	(1,400)	(1,400)
-	-	-	-	1,474,443	3,121,478

Consolidated Statement of Changes In Equity (Continued)

For the year ended 31 December 2025

	Share capital AED'000	Statutory reserve AED'000	Special reserve AED'000
At 1 January 2024 (as previously reported)	1,500,000	302,155	99,265
Impact of change in assessment	-	-	-
Restated balance at 1 January 2024	1,500,000	302,155	99,265
Profit for the year (restated)	-	-	-
Other comprehensive loss for the year	-	-	-
Total comprehensive (loss) / income for the year (restated)	-	-	-
Transfer to statutory reserve	-	5,237	-
Voluntary repayment of Mudaraba Instrument (Note 21.2)	-	-	-
Gain on voluntary repayment of Mudaraba Instrument (Note 21.2)	-	-	-
Directors' fee paid	-	-	-
At 31 December 2024 (restated)	1,500,000	307,392	99,265

Consolidated Statement of Changes In Equity (Continued)

For the year ended 31 December 2025

Mudaraba instrument AED'000	Mudaraba instrument reserve AED'000	Cumulative changes in fair value AED'000	Foreign Currency Translation Reserve* AED'000	Accumulated Losses AED'000	Total Equity AED'000
82,872	311,565	4,222	(418,474)	(257,896)	1,623,709
-	-	-	-	(9,615)	(9,615)
82,872	311,565	4,222	(418,474)	(267,511)	1,614,094
-	-	-	-	12,488	12,488
-	-	(4,762)	(68,861)	-	(73,623)
-	-	(4,762)	(68,861)	12,488	(61,135)
-	-	-	-	(5,237)	-
(12,000)	(45,117)	-	-	-	(57,117)
-	-	-	-	14,261	14,261
-	-	-	-	(1,400)	(1,400)
70,872	266,448	(540)	(487,335)	(247,399)	1,508,703

Notes to the Consolidated Financial Statements

At 31 December 2025

1. Activities

Amlak Finance PJSC (the 'Company') was incorporated in Dubai, United Arab Emirates, on 11 November 2000 as a private shareholding company in accordance with UAE Federal Law No (8) of 1984, as amended by the Federal Law No. 2 of 2015 and by Law No. 32 of 2021 on Commercial Companies (the "New Companies Law").

At the constituent shareholders meeting held on 9 March 2004, a resolution was passed to convert the Company to a Public Joint Stock Company.

The Company is licensed by the UAE Central Bank as a

finance company and is engaged in financing and investing activities based on structures such as Ijara, Murabaha, Mudaraba, Wakala and Musharaka. The activities of the Company are conducted in accordance with Islamic Sharia'a, which prohibits usury, and within the provisions of its Articles and Memorandum of Association.

During the year, the Group did not purchase any shares (2024: Nil).

The registered address of the Company is P.O. Box 2441, Dubai, United Arab Emirates.

2. Material Accounting Policies

2.1 Assessment of Going Concern Assumption

For the year ended 31 December 2025, the Group reported a profit of AED 1,470,353 thousand (31 December 2024 restated: AED 12,488 thousand), reflecting strong financial performance and a significantly improved liquidity position.

As disclosed in the financial statements for the period ended 31 March 2025, the Group previously faced a material uncertainty regarding its ability to meet future repayment obligations under the restructured Common Terms Agreement ("CTA") dated 17 March 2025. This uncertainty was linked to the need to generate sufficient cash flows from asset sales to settle outstanding liabilities to financiers.

During the year, these uncertainties have been fully resolved. The Group completed the sale of its Ras Al Khor plots for AED 2.9 billion on 23 July 2025 and received full proceeds on the same date. The proceeds were used to fully settle all remaining obligations to financiers amounting to AED 898 million, including accrued profit, on 24 July 2025. In addition, the Group completed the sale of its investment in an associate in June and July 2025, further strengthening liquidity.

Following these transactions, the Group has fully discharged all obligations under the CTA and currently maintains a strong liquidity position with no outstanding financing liabilities. Management and the Board of Directors are confident that the Group has adequate resources to continue in operational existence for the foreseeable future.

Management and the Board of Directors have developed a new strategic business plan leveraging the Group's enhanced capital structure and strong position which will be presented to shareholders for approval in general assembly meeting. Based on the current financial position, available liquidity, and future business plans, management and the Board of Directors are confident that the Group has adequate resources to continue in operational existence for the foreseeable future.

Accordingly, these consolidated financial statements for the year ended 31 December 2025 have been prepared on a going concern basis.

Basis of preparation

The Group's consolidated financial statements have been prepared under the historical cost basis except for investment properties carried at fair value, financial assets at fair value through profit or loss.

The consolidated financial statements have been presented in UAE Dirhams (AED) which is the Company's functional and presentation currency and all values are rounded to the nearest thousand (AED'000) except when otherwise indicated.

Statement of compliance

The consolidated financial statements of the Group have been

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS accounting standards), and applicable the Shariah rules and principles as determined by the Internal Sharia Supervision Committee of the Company, UAE Federal Decree Law No. (32) of 2021, as amended and UAE Federal Decree Law No. (6) of 2025.

Basis of consolidation

The consolidated financial statements comprise the financial statements of Amlak Finance PJSC and its subsidiaries (the Group) as at 31 December 2025.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and

If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary;
- Derecognises the carrying amount of any non-controlling interest;
- Derecognises the cumulative translation differences, recorded in equity;
- Recognises the fair value of the consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss; and
- Reclassifies the parent's share of components previously recognised in other comprehensive income to profit or loss.

The principal activities of the subsidiaries are the same as those of the parent company. The extent of the Group's shareholding in the subsidiaries is as follows:

Company	Basis for consolidation	Country of incorporation	Percentage shareholding	
			2025	2024
Amlak Finance Egypt Company (S.A.E.) Note 201)	Subsidiary	Egypt	-	100%
Amlak Sky Gardens LLC	Subsidiary	UAE	100%	100%
Amlak Holding Limited	Subsidiary	UAE	100%	100%
Warqa Heights LLC	Subsidiary	UAE	100%	100%

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Company	Basis for consolidation	Country of incorporation	Percentage shareholding	
			2025	2024
Amlak Capital LLC	Subsidiary	UAE	100%	100%
Amlak Property Investment LLC	Subsidiary	UAE	100%	100%
Amlak Limited	Subsidiary	UAE	100%	100%
Amlak Nasr City Real Estate Investment LLC Note 20.2	Subsidiary	Egypt	100%	100%

2.2 Changes in Accounting Policies, Estimates and Judgements

New and amended IFRS Accounting Standards that are effective for the current year

In the current year, the Group has applied a number of amendments to IFRS Accounting Standards and Interpretations issued by the International Accounting Standards Board (IASB) that are effective for an annual period that begins on or after 1 January 2025.

The following new and revised IFRS Accounting Standards, which became effective for annual periods beginning on or after 1 January 2025, have been adopted in these consolidated financial statements of the group. Their adoption has not had any material impact on the disclosures or on the amounts reported in these consolidated financial statements of the group.

New and revised IFRS Accounting Standards	Summary
IAS 21 (Amendments) Lack of exchangeability	Clarifies when a currency is considered non-exchangeable and how to estimate a spot exchange rate in such cases. Under these amendments, an entity must apply a consistent approach to determine a suitable exchange rate when the official rate is not available. New disclosures are required to help users understand the effect of using an estimated rate.

Other than the above, there are no other significant IFRS Accounting Standards and amendments that were effective for the first time for the financial year beginning on or after 1 January 2025

New and revised IFRS Accounting Standards in issue but not yet effective and not early adopted

At the date of authorisation of these consolidated financial statements, the Group has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective:

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

New and revised IFRS Accounting Standards	Effective for annual periods beginning on or after
Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures regarding the classification and measurement of financial instruments The amendments address matters identified during the post-implementation review of the classification and measurement requirements of IFRS 9.	1 January 2026
IFRS 18 Presentation and Disclosures in Financial Statements IFRS 18 includes requirements for all entities applying IFRS for the presentation and disclosure of information in financial statements to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses.	1 January 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures IFRS 19 specifies the disclosure requirements an eligible subsidiary is permitted to apply instead of the disclosure requirements in other IFRS Accounting Standards.	1 January 2027
Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) The amendments relate to the treatment of the sale or contribution of assets from an investor to its associate or joint venture	Effective date deferred indefinitely. Adoption is still permitted.
Annual Improvements 2024–2026 (Volume 11) Narrow-scope amendments to multiple standards, effective 1 January 2026. They include minor edits to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7, intended to clarify guidance and correct inconsequential errors.	1 January 2026

The Group anticipates that these new standards, interpretations and amendments will be adopted in the Group's consolidated financial statements as and when they are applicable and the management is in the process of assessing the impact of adoption of these new standards, interpretations and amendments on the consolidated financial statements of Group in the period of initial application.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

2.3 Definitions

The following terms are used in the consolidated financial statements with the meaning specified:

Ijarah (Ijarah Muntahia Bittamleek)

A lease agreement whereby one party (lessor) leases an asset to the other party (lessee), after purchasing/acquiring the asset according to the other party's request against certain rental payments for specified lease term/periods. The duration of the lease, as well as the basis for rental payments, are set and agreed in advance. The lessor retains ownership of the asset throughout the lease term. Ijarah ends by transfer of ownership in the asset to the lessee pursuant to a sale and purchase agreement. Under an Ijarah contract the Group may act as a lessor or a lessee as the case may be.

Forward Ijarah (Ijara Mausoofoa Fiz Zimma)

Forward Ijarah is an arrangement whereby the parties' (i.e. lessor and lessee) agree that the lessor shall on a specified future date provide certain described property on lease to the lessee upon its completion and delivery by the developer, from whom the lessor has purchased the property. The lessee pays on-account rentals during the construction period which is setoff against lease rental obligations which commence only upon the lessee having received possession of the property from the Group. Forward Ijarah ends by transfer of ownership in the asset to the lessee. Under a Forward Ijara, the Group may act as a lessor or a lessee, as the case may be.

Sharikatul Milk

Sharikatul Milk is a joint ownership of two or more entities/persons is created in a particular asset or property without common intention to engage in business with respect to such asset or property. The parties share income / revenues from such joint ownership when the asset or property is either leased or sold.

Murabaha to the purchase orderer

Murabaha to the purchase orderer is an agreement whereby one party sells (seller) an asset to the other party (purchaser) after purchasing the assets which the seller has purchased based on a promise received from the purchaser to buy the asset to be purchased according to specific terms and conditions. The seller should disclose cost of the asset and an agreed profit to the purchaser. Under the Murabaha contract the Group may act either as a seller or a purchaser, as the case may be.

Mudaraba

An agreement between two parties whereby one party as a fund provider (Rab Al Mal) would provide funds (Mudaraba Capital), to the other party (Mudarib). Mudarib would then invest the Mudaraba Capital in a specific enterprise or activity against an agreed share in the profit. Mudaraba is an investment contract, however the Mudarib would bear the loss in case of default, negligence or violation of any of the terms and conditions of the Mudaraba by the Mudarib. Under the Mudaraba contract the Group may act either as Mudarib or as Rab Al Mal, as the case may be.

Sharia'a

Sharia'a is the body of Islamic law and is essentially derived from the Quran and the Sunna'h, Ijma and Qiyas. The Group, being an Islamic Financial Institution, incorporates the Principles of Sharia'a in its activities, as interpreted by its Internal Sharia Supervision Committee.

Wakala Investments

An agency agreement whereby the principal (Muwakkil) provides a certain sum of money (Wakala Capital) to an agent (Wakeel) to invest it in a Sharia'a compliant manner and in accordance with the feasibility study/investment plan submitted to the Muwakkil by the Wakeel. Wakeel for the services is entitled to a fixed fee (Wakala fee) and if the Wakeel achieves a return over and above the amount of expected profit (as stated in the feasibility study/investment plan) Muwakkil may grant such excess to the Wakeel as an incentive for its excellent performance.

However, the Wakeel is obliged to return the invested amount in case of its default, negligence or violation of any of the terms and conditions of the Wakala. The Group may either receive the funds from the investors as their investment agent (Wakeel) or provide the funds for management/investment as Muwakkil

Mudaraba Instrument

An instrument issued in favour of a facility agent, acting for and on behalf of the financiers (as Agent) in respect of their share in the finance portfolio pursuant to which the Agent transferred rights, interests, benefits

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

and entitlements in the finance portfolio to Amlak Shaheen Limited (as Issuer). The Company and the Issuer (as Rab Al Maal) entered into Mudaraba whereby the finance portfolio as Mudaraba Capital will

be invested by the Company. Any redemption of the Mudaraba Instrument will be through the Group making a payment under a Mudaraba contract to the Issuer.

2.4 Significant Management Estimates and Judgments

Use of estimates

The preparation of the consolidated financial statements requires management to use its judgment and make estimates and assumptions that may affect the reported amount of financial assets and liabilities, revenues, expenses, disclosure of contingent liabilities and the resultant provisions for impairment and fair values. Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Significant items where the use of estimates and judgments are required are outlined below:

(i) Financial instruments

Judgments made in applying accounting policies that have most significant effects on the amounts recognized in the consolidated financial statements of the year ended 31 December 2025 pertain:

- Classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial assets are solely payment of principal and profit on the principal amount outstanding.
- Calculation of expected credit loss (ECL): Assumptions and estimation uncertainties that have a significant impact on ECL for the year ended 31 December 2025. The impact is mainly driven by inputs, assumptions and techniques used for ECL calculation under IFRS 9 methodology.
- Reclassification of financial assets: Financial assets are reclassified only when the Group changes its business model for managing those assets. Such changes are expected to be infrequent and must be significant and demonstrable. Reclassifications are applied prospectively from the reclassification date, and prior periods are not restated. The Group exercises judgment in assessing whether a genuine change in business model has occurred

Inputs, assumptions and techniques used for ECL calculation

Key concepts that have the most significant impact and require a high level of judgment, as considered by the Group while determining the ECL, are:

Assessment of Significant Increase in Credit Risk

The assessment of a significant increase in credit risk is done on a relative basis. To assess whether the credit risk on a financial asset has increased significantly since origination, the Group compares the risk of default occurring over the expected life of the financial asset at the reporting date to the corresponding risk of default at origination, using key risk indicators that are used in the Group's existing risk management processes.

The Group's assessment of significant increases in credit risk is being performed at least quarterly for each individual exposure based on three factors. If any of the following factors indicates that a significant increase in credit risk has occurred, the instrument will be moved from Stage 1 to Stage 2:

1. The Group has established thresholds for significant increase in credit risk based on movement in Probability of Default relative to initial recognition.
2. Additional qualitative reviews have been performed to assess the staging results and make adjustments, as necessary, to better reflect the positions which have significantly increased in risk.
3. IFRS 9 contains a rebuttable presumption that instruments which are 30 days past due have experienced a significant increase in credit risk.

Movements between Stage 2 and Stage 3 are based on whether financial assets are credit-impaired as at the reporting date. The Group reviews its Islamic financing and investing assets for credit impaired financial assets, the assessment of ECL which is performed individually, include key assumptions used in estimating recoverable cash flows.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Macroeconomic Factors, Forward Looking Information (FLI) and Multiple Scenarios

The measurement of ECL for each stage and the assessment of significant increases in credit risk considers information about past events and current conditions as well as reasonable and supportable forecasts of future events and economic conditions. The estimation and application of forward-looking information requires significant judgment.

Probability of Default (PD), Loss Given Default (LGD) and Exposure At Default (EAD) inputs used to estimate Stage 1 and Stage 2 credit loss allowances are modelled based on the macroeconomic variables (or changes in macroeconomic variables) such as occupancy rates, oil prices, housing price index and GDP (where applicable), that are closely correlated with credit losses in the relevant portfolio. Each macroeconomic scenario used in the Group's ECL calculation will have forecasts of the relevant macroeconomic variables.

The Group estimation of ECL in Stage 1 and Stage 2 is a discounted probability-weighted estimate that considers a minimum of three future macroeconomic scenarios.

The Group base case scenario is based on macroeconomic forecasts published by the external experts and other publicly available data. Upside and downside scenarios are set relative to the Group base case scenario based on reasonably possible alternative macroeconomic conditions. Scenario design, including the identification of additional downside scenarios will occur on at least an annual basis and more frequently if conditions warrant.

Scenarios are probability-weighted according to the Group best estimate of their relative likelihood based on historical frequency and current trends and future outlook. Probability weights are updated on a quarterly basis (if required).

All scenarios considered are applied to all portfolios subject to ECL with the same probabilities. Sensitivity assessment due to movement in each macroeconomic variable and the respective weights under the three scenarios is periodically assessed by the Group.

In some instances the inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the consolidated financial statements.

To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material. Such cases are subjected to the Group's Governance process for oversight

(ii) Definition of default

The definition of default used in the measurement of ECL and the assessment to determine movement between stages is consistent with the definition of default used for internal credit risk management purposes. IFRS 9 does not define default, but contains a rebuttable presumption that default has occurred when an exposure is greater than 90 days past due.

Expected Life

When measuring ECL, the Group must consider the maximum contractual period over which the Group is exposed to credit risk. All applicable contractual terms are considered when determining the expected life, including prepayment options and extension and rollover options. The expected life is estimated based on the period over which the Group is exposed to credit risk and where the credit losses would not be mitigated by management actions.

Governance

In addition to the existing risk management framework, the Group has established an internal workgroup to provide oversight to the IFRS 9 impairment process. The workgroup is comprised of senior representatives from the Finance and Risk Management team and will be responsible for reviewing and approving key inputs and assumptions used in the Group ECL estimates. It also assesses the appropriateness of the overall allowance results to be included in the Group financial statements.

(i) Fair value of financial instruments

Where the fair values of financial assets and financial liabilities recorded in the consolidated statement of financial position cannot be derived from quoted prices, they are determined using a variety of valuation techniques that include the use of mathematical models. The input to these models is taken from observable market data where possible, but where this is not possible, a degree of judgment is required in establishing fair values. The judgments include consideration of liquidity and model inputs such as correlation and volatility for longer dated derivatives.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Fair values are subject to a control framework designed to ensure that they are either determined or validated, by a function independent of the risk taker.

(ii) Investment and development properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in the consolidated statement of profit and loss. The Group engaged independent valuation specialists to assess fair value during the year. These are valued using appropriate valuation technique by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property, specialist also assesses the impairment of any.

The Group carries its development properties at lower of cost and net realisable value, with changes recognised in the consolidated statement of profit and loss. Assessment of the NRV of development properties requires judgment in estimating expected selling prices and the costs to sell the properties. These estimates depend on market conditions and project-specific factors and may change over time.

(iii) Loss of control

Management exercised significant judgment in assessing control in accordance with IFRS 10, which requires evaluation of power over relevant activities, exposure to variable returns, and the ability to use power to affect those returns.

Key information relating to the transaction, including the date of loss of control, consideration received, carrying amounts derecognized, and the impact on the Group's financial position and performance, is disclosed below (Note 201).

3. Summary of Material Accounting Policy Information

The Group has consistently applied the following accounting policies to all periods presented in these Group consolidated financial statements, except for the changes not yet applicable explained in note 2.2.

Revenue recognition

Revenue is recognised when the Group satisfies a performance obligation by transferring control of a good or

(iv) Satisfaction of performance obligations

The Group exercises judgement in determining the date on which control over land is transferred to customer.

(v) Business combination

The Group accounts for business combinations using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group.

The Group measures goodwill at the acquisition date as:

- the fair value of consideration transferred; plus
- the recognised amount of any non-controlling interest in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

Transaction costs incurred in connection with a business combination are expensed as incurred and included in administrative expenses.

Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Attributable deferred tax assets/liabilities arising from the business combination are recognised and measured in accordance with IAS 12 Income Taxes.

Any contingent consideration payable is measured at fair value at the acquisition date and, if applicable, re-measured subsequently with changes recognised in profit or loss. This policy is applied to all business combinations except for those under common control.

service to the customer, in an amount that reflects the consideration to which the Group expects to be entitled. Revenue is measured based on the consideration specified in a contract with a customer. The Group has concluded that it is the principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements has pricing latitude and is also exposed to credit risks. Revenue is recognised in the income statement as follows:

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Revenue from contracts with customers

The Group recognises revenue from contracts with customers based on a five step model as set out in IFRS 15:

- Step 1.** Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.
- Step 2.** Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.
- Step 3.** Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
- Step 4.** Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.
- Step 5.** Recognise revenue when (or as) the entity satisfies a performance obligation.

The Group satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs; or
- The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

When the Group satisfies a performance obligation by delivering the promised goods or services it creates a contract asset based on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The

Group has concluded that it is acting as a principal in all of its revenue arrangements.

Revenue is recognised in the consolidated income statement to the extent that it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably.

The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, including the significant payment terms, and the related revenue recognition policies.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Type of product / services	Nature and timing of satisfaction of performance obligations, including significant payment terms	Revenue recognition policies
Revenue from development properties to Al Warqa Garden	In accordance with the joint venture agreement with Al Warqa Garden (the "JV"), upon signing of the sale and purchase agreement ("SPA") between the JV and the third-party customers, control over the development properties is transferred to the JV at a point in time, being the date of signing of the SPA between the JV and the third-party customers. Invoices are usually payable within 30 days.	Revenue from development properties is recognized at a point in time upon signing of the SPA between the JV and third-party customers, when control of the property is transferred.
Revenue from development properties	Revenue from development properties is recognized at a point in time when control of the property is transferred to the customer. Derecognition of development property occur when the control of the property is transferred to the customer. Invoices are usually payable within 30 days.	Revenue from sale of development properties is recognized at a point in time, as this best depicts the transfer of control to the customer. Revenue is recognized on gross basis while cost of inventory is recognized in profit or loss as Cost of sales of development properties. Advances received from customers are recognized as contract liabilities until the related performance obligations are satisfied.
Rental income	Rental income on investment properties is recognised in the profit and loss statement on a straight-line basis over the term of the lease where the lease is an operating lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease on a straight-line basis. Invoices are usually payable within 30 days.	

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Type of product / services	Nature and timing of satisfaction of performance obligations, including significant payment terms	Revenue recognition policies
Gain on sale of investment properties	Gain from contracts with customers relating to the sale of investment properties is recognized at a point in time when control of the property transfers to the customer, which generally occurs when the control of the property is transferred to the counter party. Gain is measured at the agreed transaction price, net of amounts collected on behalf of third parties such as VAT and the carrying value of the investment property derecognized. Invoices are usually payable within 30 days.	Gain on sale of investment properties is presented on net basis on the face of the group consolidated profit or loss statement.

Ijarah

Ijarah income is recognised on a time-proportion basis over the lease term.

Forward Ijarah

Forward Ijarah income is recognised on a time-proportion basis over the lease term, commencing from the start date of the lease contract.

Sharikatul Milk

Sharikatul Milk income is recognised on a time-proportion basis over the lease term or on transferring to the buyer the significant risks and rewards of ownership of the property.

Murabaha

Murabaha deferred profit is accounted for on a time-proportion basis over the period of the contract based on the net Murabaha amounts outstanding.

Mudaraba

Income or losses on Mudaraba financing are accounted for on a time-proportion basis if they can be reliably estimated. Otherwise, income is recognised on distribution by the Mudarib, whereas losses are charged to income on their declaration by the Mudarib.

Musharaka

Income is accounted for on the basis of the net invested

Musharaka capital on a time-apportioned basis that reflects the effective yield on the asset.

Documentation fees

Documentation fees estimated to cover processing costs are recognised when related facilities are approved.

Dividend

Dividend revenue is recognised when the right to receive the dividend is established.

Income on deposits

Income on deposits is recognized on an accrual basis using the Effective Profit Rate (EPR) method, which allocates income over the relevant period in a manner that reflects a constant periodic rate of return on the deposit balance.

The EPR is determined at initial recognition based on the contractual terms of the deposit and is applied consistently over the tenure of the deposit. Income recognition is therefore time-apportioned based on the effective profit rate, ensuring that income is recognized systematically and rationally over the period to which it relates.

Gain on debt settlement

The Group derecognises a financial liability when it is extinguished — i.e., when the contractual obligation is discharged, cancelled, or expires.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

If the terms of a financial liability are renegotiated and result in substantial modification (i.e., present value of modified terms differs significantly from original), the original financial liability is derecognised and a new financial liability is recognised at fair value. Any difference between the carrying amount of the original financial liability and the fair value of the new financial liability is recognised in profit or loss as a gain or loss on modification/extinguishment of financial liability.

In a debt settlement arrangement, if a lender agrees to accept terms that result in the extinguishment of the original liability (e.g., reduced principal), the difference between the carrying amount of the financial liability derecognised and the consideration paid (including any non-cash assets transferred) is recognised immediately in profit or loss as a gain on debt settlement.

Gains recognised on extinguishment are presented in separate line item as gain on debt settlement" in profit or loss. (IFRS 9 Financial Instruments: derecognition and modification requirements)

Allocation of profit

Allocation of profit between the financiers and the shareholders is calculated according to the Group's standard procedures and is approved by the Group's Internal Sharia Supervision Committee.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank balances and short-term deposits with an original maturity of three months or less.

Islamic financing and investing assets

Islamic financing and investing assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Islamic financing and investing assets are initially recognised at fair value, which is the cash consideration to originate the Islamic financing and investing assets including any transaction costs, and measured subsequently at amortised cost using the effective profit rate method. Income on Islamic financing and investing assets is included in the statement of profit or loss and is reported as income from Islamic financing and investing assets.

The Group recognises impairment allowances for Islamic financing and investing assets using the expected credit loss

("ECL") model in accordance with IFRS 9. ECL represents a probability-weighted estimate of credit losses that incorporates past events, current conditions and reasonable and supportable forward-looking information, including multiple macroeconomic scenarios.

Islamic financing and investing assets are classified into three stages based on changes in credit risk since initial recognition:

- Stage 2: Assets for which there has not been a significant increase in credit risk since initial recognition. A 12-month ECL is recognised.
- Stage 2: Assets for which there has been a significant increase in credit risk since initial recognition but which are not credit-impaired. A lifetime ECL is recognised.
- Stage 3: Credit-impaired assets. A lifetime ECL is recognised and profit income is calculated on the net carrying amount.

The assessment of a significant increase in credit risk is performed on a relative basis by comparing the risk of default at the reporting date with that at initial recognition, using both quantitative thresholds (including changes in probability of default) and qualitative indicators. As a rebuttable presumption, exposures more than 30 days past due are considered to have experienced a significant increase in credit risk unless evidence demonstrates otherwise.

ECL is estimated using Probability of Default (PD), Loss Given Default (LGD) and Exposure at Default (EAD) parameters, which are modelled using relevant macroeconomic variables such as occupancy rates, oil prices, housing price indices and GDP. The Group uses a minimum of three forward-looking macroeconomic scenarios, including base, upside and downside scenarios, which are probability-weighted based on management's best estimate of their relative likelihood.

Where modelled outcomes do not fully capture observed or emerging risks, management overlays may be applied. Such overlays are subject to established governance and periodic review.

ECLs are measured as the present value of expected cash shortfalls, discounted using the original effective profit rate. The carrying amount of Islamic financing and investing assets is reduced through an allowance account, with movements recognised in the statement of profit or loss.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

When an Islamic financing and investing asset is uncollectible, it is written off against the related impairment allowance. Write-offs are recognised in the statement of profit or loss when there is no reasonable expectation of recovery.

The reclassification of financial assets is required if, the objective of the entity's business model for managing those financial assets changes, if the group determines that its business model has changed in a way that is significant to its operations, then all affected assets are reclassified from the first day of the next reporting period (the reclassification date) Prior periods are not restated.

Effective from 01 October 2025, the Group reclassified certain Islamic financial assets from amortised cost (ACM) to fair value through profit or loss (FVTPL) due to a change in the business model for managing those assets. In accordance with IFRS 9, the reclassification was applied prospectively from the reclassification date, with no restatement of prior periods. Following the reclassification, the affected assets are measured at fair value at each reporting date, with changes in fair value recognised in profit or loss.

Investment properties

Investment properties are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day to day servicing of an investment property. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the date of the statement of financial position. Fair values in the consolidated financial statements are determined based on valuations performed by an accredited external, independent valuer. Gains or losses arising from changes in the fair values of investment properties are included in the statement of income in the year in which they arise.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the assets is recognised in the statement of profit or loss in the period of derecognition.

Fair value is determined by reference to open market values

based on valuations performed by independent surveyors and consultants.

Transfers to or from investment property are made only when there is a change in use and supported by evidence. The Group applies the fair value model, therefore the property is remeasured at fair value on the date of transfer, and the accounting treatment of any resulting gain or loss for transfers from properties previously held for own use property, plant and equipment is transferred to Investment property, the difference between the carrying amount and fair value at the transfer date is recognised as a revaluation adjustment in OCI and subsequently, the revaluation surplus remains in OCI and is not recycled to profit or loss on transfer or disposal; and recycled to retained earnings on disposal.

Transfers from investment property to owner-occupied property or inventory: - The transfer is made at fair value, which becomes the deemed cost under property, plant and equipment or development property. Any difference between previous carrying amount and fair value at transfer is recognized in profit or loss.

Development properties

Development properties comprise properties under development held for sale in the ordinary course of business and are classified as inventories. Development properties are measured at the lower of cost or net realizable value.

Cost includes the cost of land, development and construction costs, and other directly attributable expenditures incurred in bringing the properties to their present location and condition. Costs are capitalized when activities necessary to prepare the properties for their intended sale are in progress.

Assets held for sale

An asset (or disposal group) is classified and disclosed as held for sale when all of the following are met:

- Management is committed to a plan to sell
- Asset is available for immediate sale in present condition
- Sale is highly probable (expected within 12 months)
- Asset is actively marketed at a reasonable price
- Actions required to complete the sale indicate it is unlikely the plan will be withdrawn or changed

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Assets held for sale classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Discontinued operations

A discontinued operation is a component of the Group that has been disposed of or is classified as held for sale and represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of such a component. The results of discontinued operations, including any post-tax gain or loss on disposal, are presented as a single amount in the statement of profit or loss, with comparative information re-presented accordingly.

Investment securities

All investments are initially recognised at fair value, being the fair value of the consideration given including acquisition costs.

At fair value through profit or loss

These are initially recognised at fair value. Gains and losses arising from changes in fair values are included in the statement of profit or loss for the year. Dividends received are included in other income according to the terms of the contract or when the right to the payment has been established.

At fair value through other comprehensive income

After initial recognition, investments classified as "fair value through OCI," are remeasured at fair value. Unrealised gains and losses are reported as a separate component of equity until the investment is derecognised or the investment is determined to be impaired. Cumulative gains and losses on equity instruments recognized in OCI are transferred to retained earnings on disposal of an investment.

Investment in associates and joint venture

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group's investments in its associate and joint ventures are

accounted for using the equity method in accordance with IAS 28 – Investments in Associates and Joint Ventures.

Under the equity method, investments in joint ventures are initially recognized at cost and subsequently adjusted to recognize the Group's share of the joint ventures' profit or loss and other comprehensive income. The carrying amount of the investment is reduced by distributions received from the joint ventures.

The Group assesses investments in joint ventures for impairment at each reporting date and recognizes any impairment losses in profit or loss when there is objective evidence that the investment is impaired.

The aggregate of the Group's share of profit or loss of an associate and joint venture is shown on the face of the statement of profit or loss and represents profit or loss after tax.

Furniture, fixtures and office equipment

Furniture, fixtures and office equipment are stated at cost less accumulated depreciation and any impairment in value. Depreciation is calculated on a straight line basis over the estimated useful lives of assets as follows:

Offices	25 years
Furniture and fixtures	4 - 7 years
Computer and office equipment	3 - 5 years

Capital work in progress is stated at cost less impairment and is transferred to the appropriate asset category when it is brought into use and is depreciated in accordance with Group's accounting policies.

The carrying values of furniture, fixtures and office equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount, being the higher of their fair value less costs to sell and their value in use.

Expenditure incurred to replace furniture, fixtures and office equipment is capitalised and the carrying amount of the component that is replaced is written off. Other subsequent expenditure is capitalised only when it increases future economic benefits of the related equipment. All other

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

expenditure is recognised in the consolidated statement of profit or loss as the expense is incurred.

Accounts payable and accruals

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the obligation amount can be made.

Leases

Leases where the lessor retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Operating lease payments are recognised as an expense in the statement of income on a straight-line basis over the lease term.

Employees' end of service benefits

With respect to its national employees in the UAE, the Group makes contributions to a pension fund established by the General Pension and Social Security Authority calculated as a percentage of the employees' salaries. The Group's obligations are limited to these contributions, which are recognised in the statement of profit or loss when due.

The Group provides end of service benefits to its expatriate employees. The entitlement to these benefits is based upon the employees' salary and length of service, subject to the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment.

Trade and settlement date accounting

All "regular way" purchases and sale of financial assets are recognised on the "trade date", i.e. the date that the Group purchases or sells the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

a) Financial assets

Initial recognition

On initial recognition, a financial asset is classified as

measured: at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL).

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

(i) Initial recognition and measurement

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as described in three categories:

- At amortised cost
- Financial assets at fair value FVTPL
- Financial assets at fair value FVOCI

Debt instrument

A financial asset (debt instrument) is measured at amortised cost if it meets both the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and;
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and profit on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective profit rate (EPR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EPR. The EPR amortisation is included in finance income in the consolidated statement of profit or loss. The losses arising from ECL are recognised in the statement of profit or loss.

A debt instrument is measured at FVOCI only if it meets both of the following conditions and is not designated as at FVTPL:

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and profit on the principal amount outstanding.

Financial assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in the statement of profit or loss and other comprehensive income and presented on net basis in the period in which it arises. Profit income from these financial assets is included in 'profit income' using the effective profit rate method.

Equity instrument

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI, with only dividend income recognized in profit or loss. This election is made on an investment-by-investment basis.

In addition, on initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Business model assessment

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice.
- how the performance of the portfolio is evaluated and reported to the Group's management; and
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed.

In assessing whether the contractual cash flows are solely payments of principal and profit, the Group considers the contractual terms of the instrument. This includes assessing

whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Group considers:

- prepayment and extension terms;
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse asset arrangements); and
- features that modify consideration of the time value of money – e.g. periodical reset of profit rate.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Group changes its business model for managing financial assets.

Financial assets are not reclassified after their initial recognition except when, and only when, the Group changes its business model for managing those assets. Such changes are expected to be significant, demonstrable, and infrequent. When a genuine change in business model occurs, the Group reclassifies the affected financial assets prospectively from the next reporting period to the business model change date; previous periods are not restated. The classification of the assets following reclassification reflects the new business model.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
 - a. the Group has transferred substantially all the risks and rewards of the asset, or
 - b. the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Any cumulative gain/loss recognised in OCI in respect of equity investment securities designated as FVOCI is not recognised in profit or loss account on derecognition of such securities.

Any interest in transferred financial assets that qualify for derecognition that is created or retained by the Group is recognized as a separate asset or liability.

Write-off

Assets carried at amortised cost and equity securities at FVOCI are written off (either partially or in full) when there is no realistic prospect of recovery. This is generally the case when the Group has exhausted all legal and remedial efforts to recover from the customers. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

b) Financial liabilities

Criteria for classification of financial liabilities under IFRS 9 financial liabilities are classified as financial liabilities at fair value through profit or loss, amortised cost or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

Initial recognition

Financial liabilities are initially recognized at fair value and, in case of financial liabilities not recorded at fair value through profit or loss, net of directly attributable transaction costs.

The Group's financial liabilities include Investment deposits and other Islamic financing, term Islamic financing, trade and other payables, bank overdrafts, financing including bank overdrafts.

Subsequent measurement

The measurement of financial liabilities depends on their classification as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities held for trading are measured at FVTPL and all other financial liabilities are recorded at amortized cost.

The Group classifies financial liabilities as held for trading when they have issued primarily for short term profit making through trading activities or form part of a portfolio of financial instruments that are managed together for which there is evidence of a recent pattern of short-term profit taking. Gains and losses arising from changes in fair values are included in the consolidated profit or loss statement in the year in which they arise.

Gains or losses on liabilities held for trading are recognised in the consolidated statement of profit or loss.

Financing

After initial recognition, any financing obtained is subsequently measured at amortised cost using the EPR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EPR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EPR. The EPR amortisation is included as finance costs in the consolidated statement of profit or loss.

(i) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

(ii) Impairment

The Group recognises allowance for impairment for expected credit losses (ECL) on financial assets measured at amortised cost and commitments issued.

The Group measures allowance for impairment at an amount equal to lifetime ECL, except for those financial instruments on which credit risk has not increased

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

significantly since their initial recognition, in which case 12-month ECL is measured.

12-month ECL are the portion of lifetime ECL that result from default events on a financial instrument that are possible within the 12 months after reporting date.

Measurement of Expected Credit Losses (ECL):

The impairment of financial assets measured at amortized cost or at fair value through OCI are calculated in accordance with IFRS 9 expected credit loss (ECL) model. The ECL model contains a three stage approach which is based on the change in credit quality of financial assets since initial recognition. The ECL model is forward looking and requires the use of reasonable and supportable forecasts of future economic conditions in the determination of significant increases in credit risk and measurement of ECL.

Stage 1. 12-month ECL applies to all financial assets that have not experienced a significant increase in credit risk (SICR) since origination and are not credit impaired. The ECL will be computed using a factor that represents the Probability of Default (PD) occurring over the next 12 months and Loss Given Default (LGD).

Stage 2. Under Stage 2, where there has been a SICR since initial recognition but the financial instruments are not considered credit impaired, an amount equal to the lifetime ECL will be recorded which is computed using lifetime PD, LGD and Exposure at Default (EAD) measures. Provisions are expected to be higher in this stage because of an increase in risk and the impact of a longer time horizon being considered compared to 12 months in Stage 1.

Stage 3. Under the Stage 3, where there is objective evidence of impairment at the reporting date these financial instruments will be classified as credit impaired and an amount equal to the lifetime ECL will be recorded for the financial assets.

The Group measures loss allowances at an amount equal to lifetime ECL, except for financial instruments on which credit risk has not increased significantly since their initial recognition. 12-month ECL are the portion of life time ECL

that result from default events on a financial instrument that are possible within the 12 months after reporting date.

The Group also considers relevant regulatory requirements, in the context of the alignment of those requirements with IFRS, in the estimation of ECL in respect of Stage 3 exposures.

ECL is calculated by multiplying three main components, being the probability of default (PD), loss given default (LGD) and the exposure at default (EAD), and discounting at the initial effective profit rate. The Group has developed a range of models to estimate these parameters. For the portfolios where sufficient historical data was available, the Group developed a statistical model and for other portfolios judgmental models were developed.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt financial assets carried at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following data:

- significant financial difficulty of the customer;
- a breach of contract such as a default or past due event;
- the restructuring of a finance or advance by the Group on terms that the Group would not consider otherwise;
- it is becoming probable that the customer will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a collateral because of financial difficulties.
- The buyer is 90 days or more past due from its contractual payment.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Contingencies

Contingent liabilities are not recognised in the financial

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is not recognised in the financial statements but disclosed when an inflow of economic benefits is probable.

Zakat

Zakat is computed on the following basis:

- Zakat on shareholders' equity is computed on their Zakat pool (shareholders' equity less paid up capital, plus employees' end of service benefits).
- Zakat on the paid up capital is not included in the Zakat computation as well and is payable by the shareholders personally.

Fair value measurement

The Group measures financial instruments and non-financial assets at fair value at each reporting date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

1. In the principal market for the asset or liability, or
2. In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1.** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 3.** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable
- Level 2.** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair

value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as investment properties and unquoted investment securities.

External valuers are involved for valuation of significant assets, such as investment properties. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

Management, in conjunction with the Group's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Foreign currencies

Transactions in foreign currencies are initially recorded by the Group at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognized in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line

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with the recognition of gain or loss on change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively).

All the assets and liabilities of foreign subsidiaries are translated into the presentation currency of the Group at the rate of exchange ruling at the reporting date and their statements of income are translated at the weighted average

exchange rates for the year. The exchange differences arising on the translation are taken directly to a separate component of equity. On disposal of foreign operation, the deferred cumulative amount recognized in equity relating to those particular foreign operations is recognized in profit or loss.

Segment reporting

The group has presented the segment information in respect of its business segments in the same way as it is presented internally to management.

4. Income from Islamic Financing and Investing Assets

	2025 AED'000	2024 AED'000
Financing assets:		
Real estate Murabaha	1,241	583
	1,241	583
Investing assets:		
Wakala	49,833	20,009
	51,074	20,592

5. Other Income

	2025 AED'000	2024 AED'000 (Restated)
Gain on initial recognition of repossessed properties	210	2,293
Reversal of liabilities no longer payable	888	3,355
Others	656	2,977
	1,754	8,625

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

6. Cumulative Foreign Currency Loss Reclassification

	2025 AED'000	2024 AED'000
Reclassification of FCTR on Amlak Nasr City land (Note 30.1)	388,136	-
Reclassification of FCTR on Amlak Finance Egypt (Note 30.2)	96,437	-
Income tax benefit	(6,920)	-
	<u>477,653</u>	<u>-</u>

During the year 31 December 2025, the Group has divested its foreign investments.. Foreign currency translation reserve has been recycled to profit or loss during the current year."

7. Distribution to Financiers / Investors

The distribution of profit between the financiers and shareholders has been made in accordance with a basis ratified by the Internal Sharia Supervision Committee and in accordance with the agreements with the respective financiers.

8. Operating Expenses

	2025 AED'000	2024 AED'000 (Restated)
Personnel expenses	39,940	49,691
Legal, consultancy and professional	21,406	20,247
Auditors remuneration	1,443	1,027
Property management (Note 11)	10,752	11,947
Business process	4,091	4,857
Registration charges	476	4,245
Marketing and selling expenses	4,307	418
IT related expense	2,110	1,785
Depreciation	914	1,025
Rent	516	538
Others	6,108	5,464
	<u>92,063</u>	<u>101,244</u>

9. Basic and Diluted Profit Per Share

Profit per share is calculated by dividing profit attributable to the ordinary shareholders of the parent for the year net of directors' fees, by weighted average number of ordinary shares outstanding during the year.

Diluted profit per share is calculated by dividing the profit attributable to ordinary shareholders of the parent for the year net of directors' fees by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares:

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

	2025 AED'000	2024 AED'000 (Restated)
Total earnings:		
Profit / (loss) for the year attributable to ordinary shareholders of the parent net of Directors' fee AED 1,400 (2024: AED 1,400) and PIK AED 712 (2024:3,999) (AED'000)	1,468,241	7,089
Weighted average number of shares for basic EPS (shares in thousands)	1,500,000	1,500,000
Effect of dilution:		
Mudaraba Instrument (shares in thousands)	102,357	579,852
Weighted average number of ordinary shares adjusted for the effect of dilution	<u>1,602,357</u>	<u>2,079,852</u>

Attributable to ordinary shareholders of the parent:	2025	2024
Basic profit / (loss) per share (AED)	<u>0.9788</u>	<u>0.0047</u>
Diluted profit / (loss) per share (AED)	<u>0.9163</u>	<u>0.0034</u>

	2025 AED'000	2024 AED'000 (Restated)
Continuing operations:		
Profit / (loss) for the year attributable to ordinary shareholders of the parent net of Directors' fee AED 1,400 (2024: AED 1,400) and PIK AED 712 (2024:3,999) (AED'000)	1,946,499	(9,781)
Weighted average number of shares for basic EPS (shares in thousands)	1,500,000	1,500,000
Effect of dilution:		
Mudaraba Instrument (shares in thousands)	102,357	579,852
Weighted average number of ordinary shares adjusted for the effect of dilution	<u>1,602,357</u>	<u>2,079,852</u>

Attributable to ordinary shareholders of the parent:	2025	2024
Basic profit / (loss) per share (AED)	<u>1.2977</u>	<u>(0.0065)</u>
Diluted profit / (loss) per share (AED)	<u>1.2148</u>	<u>(0.0065)</u>

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

10. Cash and Balances with Banks

	2025 AED'000	2024 AED'000 (Restated)
Cash on hand	48	48
Balances with banks	160,353	173,563
Deposits with banks	35,000	35,000
Cash and balances with banks	195,401	208,611
Less: Restricted cash and deposits		
Less: Regulatory deposit with no maturity (Note 10.1)	(35,000)	(35,000)
Add: Wakala deposits with original maturity of 90 days or less (Note 10.2)	868,344	69,609
Cash and cash equivalents	1,028,745	243,220
10.1 Represents deposits with a local bank under lien to the Central Bank of UAE in accordance with Central Bank regulations for licensing.		
10.2 Represents the Wakala deposits with local banks, with variable maturities and profit rates.		

11. Islamic Financing , Others and Investing Assets

	2025 AED'000	2024 AED'000
<i>Financing assets:</i>		
Ijarah	-	696,548
Forward Ijarah	-	37,337
Shirkatul Milk	-	322
Others	-	14,255
Allowance for impairment	-	748,462
	-	(189,457)
Total financing assets	-	559,005
<i>Other financial assets:</i>		
Real estate Musawamah	47,382	8,563
Allowance for impairment	(399)	-
Total other financing assets	46,983	8,563
<i>Investing assets:</i>		
Wakala deposit*	-	69,609
Total investing assets	2,653,344	69,609
	2,700,327	637,177

*This includes Wakala deposits with original maturity of 90 days or less for AED 868 million (31 December 2024: 69 million)

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Net Islamic financing and investing assets by geographical area are as follows:

	2025 AED'000	2024 AED'000
Within U.A.E.	2,700,327	434,173
Outside U.A.E.	-	203,004
	2,700,327	637,177

The movement in the allowance for impairment is as follows:

	2025 AED'000	2024 AED'000
Balance at 1 January	189,457	187,065
Charge for impairment made during the year	39,103	67,525
Reversal of impairment	(18,932)	(10,949)
Amounts written off during the year	(15,362)	(63,021)
Foreign exchange and write backs	1,706	8,837
	195,972	189,457
Reclassified to assets held for sale	(195,573)	-
Closing balance	399	189,457

11.1 Carrying value of exposure by stage

31 December 2025

	Stage 1 AED'000	Stage 2 AED'000	Stage 3 AED'000	Total AED'000
Gross Exposure	2,694,323	6,042	361	2,700,726
Expected Credit Losses	(375)	-	(24)	(399)
	2,693,948	6,042	337	2,700,327

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

12. Investment Properties

	2025 AED'000	2024 AED'000 (Restated)
At 1 January	376,463	441,656
Additions during the year - Repossessed properties	1,551	38,721
Disposals during the year	(315,020)	(116,470)
Transfer to asset held for sale - (Al Ttay properties note 19)	(33,160)	-
Transfer to asset held for sale - (Amlak finance Egypt note 20.1)	(1,080)	-
Fair value gain on investment properties	16,564	12,632
Foreign exchange fluctuation	22	(62)
Reversal / (charge) of provision on foreclosed properties	1,528	(14)
At 31 December	<u>46,868</u>	<u>376,463</u>

Investment properties consist of land and units in buildings held to earn rental income or for capital appreciation. In accordance with its accounting policy, the Group carries investment properties at fair value.

The fair values of the properties are based on valuations performed at quarter end by independent professionally qualified valuers who hold a recognised relevant professional qualification and have relevant experience in the locations and segments of the investment properties valued. The valuation model used is in accordance with that recommended by the Royal Institute of Chartered Surveyors.

All investment properties are located within the UAE. Investment properties are categorized as Level 3 in the fair value hierarchy, as their fair values are determined using the comparable price approach based on recent market transactions for similar properties. Key unobservable inputs include estimated price per square foot, adjusted for

Inputs used by valuator described in below table

Type of holding by Group	Valuation technique	Significant unobservable inputs
Units in building	Market approach method	Price per square foot (SQF) ranges from AED 332 per SQF to AED 2,095 per SQF(31 December 2024: AED 228 to AED 1,979)
Vacant plots (Al Ttay)	Market approach method	Price (SQF) ranges from AED 275 Per SQF to AED 300 Per SQF,(31 December 2024: AED 275 to AED 300)
Vacant plots (Warqa Gardens)	Market approach method	Price per square foot (SQF) range from AED 80 Per SQF to AED 125 Per SQF for residential and mis use plots,(31 December 2024: AED 80 to 110)

The attached notes 1 to 36 form part of these consolidated financial statements.

differences in location, size, and other relevant characteristics. Significant judgements include selection of comparable properties, adjustments for key attributes, and assumptions regarding market conditions at the reporting date. The fair value of investment properties is sensitive to changes in the key unobservable input (price per square foot). Reasonable changes in this input could significantly affect the estimated fair value.

There were no transfers into or out of the Level 3 category during the year.

Valuation technique used for investment properties of units in building has been derived using the market approach method and for vacant land plots has been derived using the comparable price approach based on comparable transactions for similar properties. There has been no change to the valuation techniques used during the year.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

The estimated fair value would increase (decrease) if the expected market rent per square foot were higher (lower), the capitalization rate was lower (higher), and the price per square foot were higher (lower)

Type of property	Fair value at 31 December 2025 AED'000	+5% change in market value per SQF AED'000	- 5% change in price per SQF AED'000
Units in building	4,560	228	(228)
Vacant plots (Al Ttay)	19,170	959	(959)
Vacant plots (Warqa Garden)	23,138	1,157	(1,157)

As at 31 December 2025 investment properties having fair value of nil (31 December 2024: AED 1.108 million) were mortgaged.

	2025 AED'000	2024 AED'000
Rental income derived from investment properties	20,991	23,203
Direct operating expenses (including repairs and maintenance) generating rental income	(10,759)	(11,979)
Profit arising from rental on investment properties carried at fair value	<u>10,232</u>	<u>11,224</u>

13. Development Properties

	2025 AED'000	2024 AED'000 (Restated)
At 1 January	826,227	892,396
Disposals during the year	(786,254)	(72,369)
Reversal of development properties written down	7,500	6,200
At 31 December	<u>47,473</u>	<u>826,227</u>

The Group acquired land plots in Ras Al Khor during 2021 at a total cost of AED 734 million, comprising AED 705 million purchase price and AED 29 million in acquisition-related costs. At the time of acquisition, the property was classified as Investment Property in accordance with IAS 40 – Investment Property and measured subsequently using the fair value model. Fair value gains of AED 52 million were recorded in the Group's financial statements for the year ended 31 December 2024. As of 31 December 2024, the aggregate appraised value of the plots (based on individual pricing mechanism by external valuator is AED 782 million.

In 2025, following further evaluation, management reassessed the classification of the Ras Al Khor property. Considering the Group's original intention to develop the plots before their eventual sale, it was concluded that the property should be classified as Development Property under IAS 2 – Inventories, rather than as investment property.

The property was sold in July 2025 for AED 2.9 billion. Based on the revised cost basis of AED 734 million plus associated selling expenses of AED 27 million, a gain on sale is recognized in the financial statements for the year ending 31 December 2025.

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

In 2025, following further evaluation, management reassessed the classification of the properties controlled by the Group and developed by the joint venture and concluded that the property should be classified as Development Property under IAS 2 – Inventories, rather than as investment property. The net realizable value as of 31 December 2025 is AED 47.47 million (31 December 2024: AED 91.684 million) and generated income during the year

ended 31 December 2025 of AED 51.712 million (31 December 2024: AED 72.369 million) and cost of sale of AED 51.712 million (31 December 2024: AED 72.369 million).

This reclassification does not impact the Group's cash flows. Management believes the revised classification more accurately reflects the intended use and treatment of the property in accordance with IFRS.

14. Investment in Joint Venture

On 1 October 2014, the Group entered into a joint venture agreement with another party to develop a jointly owned plot of land in Nad Al Hammar. Amlak Finance PJSC acquired a 50% interest in Al Warqa Gardens LLC, a jointly controlled entity to develop a jointly owned plot of land in Nad Al Hammar. Dubai, UAE. The Group has a 50% share in the net assets of the investee and accordingly under IFRS 11 it is deemed to be a joint venture.

The following items represent the Group's interest in the assets, liabilities, revenue and expenses of the joint venture:

	2025 AED'000	2024 AED'000 (Restated)
Investment properties	30,176	13,898
Development properties	9,327	22,766
Cash and balances with banks	74,468	29,657
Other assets - receivables	131,693	110,792
Other liabilities	(135,021)	(102,666)
Net Assets	110,643	74,447
Adjustments for difference in accounting	(13,755)	(52,492)
Investment in joint venture	96,888	21,955

	2025 AED'000	2024 AED'000 (Restated)
Revenue	110,931	157,558
Operating expenses	(65,150)	(92,100)
Other expenses	(6,024)	(8,126)
Corporate tax	(3,561)	(5,143)
Profit for the year	36,196	52,189
Adjustments for difference in accounting	38,737	(25,572)
Share of profit from joint venture, net of tax	74,933	26,617

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

15. Investment in an Associate

Amlak International Finance Company Saudi Arabia is Saudi joint stock Company established to provide real estate finance under Saudi Central Bank (SAMA) regulations. The Group holds 0% (31 December 2024: 18.35%) ownership interest in the company.

As at 6 May 2025, the Group reclassified its investment in Amlak International Finance Co. (KSA), previously accounted for using the equity method, as a non-current asset held for sale under IFRS 5. This classification was made following the approval of a formal plan to dispose of the investment and the initiation of active marketing to locate a potential buyer.

The cumulative loss recognised in the consolidated statement of profit or loss in respect of this investment amounted to AED 24.98 million, comprising:

- AED 21.4 million impairment loss (upon reclassification)
- AED 3 million disposal loss.

The investment carrying amount before impairment and disposal was AED 218.8 m. A fair value adjustment loss of AED 21.98 million was recognised in the profit or loss statement under "Impairment on asset held for sale" for the year ended 31 December 2025.

As at 31 December 2025, the Group fully divested its investment for a gross consideration of AED 194 million. Upon disposal, a loss of AED 3 million was recognised in the consolidated statement of profit or loss.

	Percentage shareholding		2025 AED'000	2024 AED'000
	2025	2024		
Amlak International Finance Company, Saudi Arabia	nil	18.35%	-	218,804

The movement during the year ended 31 December 2025 as follows:

	2025 AED'000	2024 AED'000
Carrying value at 1 January	218,804	216,617
Share of profit for the year	-	8,519
Share of profit till reclassification as held for sales assets	2,852	-
Share of other comprehensive income / (loss) during the year	540	(4,761)
Exchange gain	239	-
Impairment loss recognized	(21,979)	-
Foreign currency translation fluctuation	-	(1,558)
Book value	200,456	218,817
Disposal during the year	(200,456)	(13)
As at 31 December 2025	-	218,804

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

16. Receivables from Disposal Transaction

	2025 AED'000	2024 AED'000
Receivable against mortgaged portfolio sale (Note 16.1)	70,473	-
Receivable against sale of subsidiary (Note 20.1)	30,864	-
	<u>101,337</u>	<u>-</u>

16.1 During the year the Group executed a transaction for the partial sale of its mortgage loan portfolio. The transaction was assessed in accordance with IFRS 9 Financial Instruments, and the transferred loans were derecognised, as the Group transferred substantially all the risks and rewards associated with the transferred assets and did not retain control over the contractual cash flows.

Under the terms of the sale agreement, the total consideration comprises (i) an amount payable on settlement and (ii) retention money equivalent to 5% of the total consideration, which is contractually withheld by the buyer pending the satisfactory fulfilment of specified representations and warranties and are recognised under other assets (Note 17).

The sale consideration excluding the retention amount was received after the reporting date in accordance with the contractual settlement terms.

17. Other Assets

	2025 AED'000	2024 AED'000 (Restated)
Financial assets:		
Receivable from joint venture	99,080	72,360
Profit receivable	8,588	293
Land registration and service fees	6,589	7,711
Retention receivable against mortgage portfolio sale	3,709	-
	<u>117,966</u>	<u>80,364</u>
Non-financial assets:		
Foreclosed accounts receivables (Note 17.1)	1,350	1,350
Advances	2,223	3,184
Prepayments	2,935	2,832
Others	2,986	3,703
	<u>9,494</u>	<u>11,069</u>
	<u>127,460</u>	<u>91,433</u>

17.1 This represents the fair values of the foreclosed units in relation to settlement of financing assets wherein units will be transferred to investment properties in subsequent period post completion of ownership transfer formalities with the Dubai Land Department.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

18. Furniture, Fixtures and Office Equipment

	2025 AED'000	2024 AED'000
Furniture, fixtures and office equipment (Note 18.1)	1,842	-
Capital work in progress (Note 18.2)	588	-
	<u>2,430</u>	<u>-</u>

18.1 Furniture, fixtures and office equipment are as follows:

	Head Office AED'000	Furniture and fixtures AED'000	Computers and office equipment AED'000	Total AED'000
2025:				
Cost:				
At 1 January 2025	8,338	3,156	67,555	79,049
Additions during the year	-	29	142	171
Disposals during the year	(2,651)	(149)	(642)	(3,442)
Foreign currency movement	-	3	13	16
Reclassified to held for sale	(4,839)	-	-	(4,839)
At 31 December 2025	<u>848</u>	<u>3,039</u>	<u>67,068</u>	<u>70,955</u>
Accumulated depreciation:				
At 1 January 2025	1,503	2,553	66,417	70,473
Depreciation charge for the year	259	173	526	958
Disposals during the year	(556)	(146)	(615)	(1,317)
Foreign currency movement	-	3	12	15
Reclassified to held for sale	(1,016)	-	-	(1,016)
At 31 December 2025	<u>190</u>	<u>2,583</u>	<u>66,340</u>	<u>69,113</u>
Net book value:				
At 31 December 2025	<u>658</u>	<u>455</u>	<u>729</u>	<u>1,842</u>
2024:				
Cost:				
At 1 January 2024	8,338	3,189	67,497	79,024
Additions during the year	-	60	452	512
Disposals during the year	-	-	(3)	(3)
Exchange adjustments	-	(93)	(391)	(484)
At 31 December 2024	<u>8,338</u>	<u>3,156</u>	<u>67,555</u>	<u>79,049</u>

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

2024:	Head Office AED'000	Furniture and fixtures AED'000	Computers and office equipment AED'000	Total AED'000
Accumulated depreciation:				
At 1 January 2024	1,169	2,466	66,184	69,819
Depreciation charge for the year	334	179	579	1,092
Exchange adjustments	-	(92)	(346)	(438)
At 31 December 2024	1,503	2,553	66,417	70,473
Net book value:				
At 31 December 2024	6,835	603	1,138	8,576

19. Non Current Assets Held for Sale and Discontinued Operations

	2025 AED'000	2024 AED'000
Investment property (Note 19.1)	33,160	-
Property Plant and Equipment (Note 19.2)	3,823	-
Financing assets at fair value through profit or loss (Note 20.3)	61,710	-
	98,693	-

19.1 Investment property

As at 31 December 2025, the Group has reclassified certain investment properties to held for sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations. These assets are expected to be sold within 12 months from the reporting date and are being actively marketed.

The Al Ttay property (8 plots) has been approved by the Board for sale as of 31 December 2025. The company has engaged a broker to actively market the asset. Offers and letter of intent has been received from a potential buyer for some properties, and negotiations are ongoing. Management expects the sale to be completed within the next 6 months.

In accordance with IAS 40, these assets have been measured at fair value.

	31-Dec 2025 AED'000
Fair value	33,160

19.2 Property Plant and Equipment

As at 31 December 2025, the Group has classified five office units with carrying value of AED 3.8 million as held for sale. The classification follows the decision by management and the Board to dispose of the asset and aligns with IFRS 5. The

Group has initiated an active program to locate a buyer. The sale is expected to be completed within 12 months of the classification date.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

The asset was previously recognised under fixed assets (head office) and measured at cost less accumulated depreciation. Upon classification as held for sale, the building was remeasured at the lower of its carrying amount and fair value less costs to sell. As a result, no impairment loss was recognised in the consolidated statement of profit or loss for the.

The asset is now presented separately under "non-current assets classified as held for sale" in the statement of financial position. No further depreciation has been charged following the reclassification.

	31-Dec 2025 AED'000
Carrying value	3,823
Calculation of net realizable value	
Fair value	9,589
Less: cost to sell	(398)
Fair value less cost to sell	9,191

20. Discontinued Operations

Results of Discontinued Operations

	2025 AED'000	2024 AED'000
Amlak Finance Egypt (Note 20.1)	11,187	5,269
Amlak Nasr City Real Estate Investment LLC (Note 20.2)	2,174	19,081
Financial assets at fair value through profit or loss (Note 20.3)	(13,966)	(7,480)
Foreign exchange loss realized on divestment of subsidiary (net of tax) (Note 6)	(477,653)	-
Total results of discontinued operations	(478,258)	16,870

20.1 Amlak Finance Egypt

In line with the Group's Corporate Strategy, shareholders approved the divestment of investments outside the UAE. The Board approved the sale of Amlak Finance Egypt S.A.E. ("AFE"), a 100 % subsidiary with share and paid-up capital of 125,500,000 shares. On 23 October 2025, the Group entered into a Sale and Purchase Agreement ("SPA") with Al Baraka Bank Egypt for the disposal of its entire interest in AFE for a consideration of EGP 400 million, based on the financial statements as of 30 June 2025. The SPA was signed on 23 October 2025. The Group concluded that it lost control over AFE in accordance with IFRS 10 and, accordingly, deconsolidated AFE during the year ended 31 December

2025. The assets and liabilities of AFE were derecognised, and the resulting gain or loss on disposal was recognised in profit or loss. The cumulative foreign currency translation reserve relating to AFE amounting to AED 96 million was reclassified to profit or loss under discontinued operations.

AFE met the criteria to be classified as held for sale in the interim financial statements prior to deconsolidation. Completion of the transaction remains subject to regulatory approvals in Egypt, and the related share sale orders are currently with the transaction advisor pending receipt of these approvals. The regulatory approval is administrative in

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

nature and does not affect the conclusion that control over AFE has been lost. The Group no longer has power over AFE, as the board of directors has been dissolved, and the

Group is neither exposed to nor entitled to variable returns from its involvement with AFE.

Results of Discontinued Operations

	2025 AED'000	2024 AED'000
Income from Islamic financing and investing assets	24,344	58,913
Fee and commission income	886	2,735
Income on deposits	42	542
Other income	562	140
	<u>25,834</u>	<u>62,330</u>
(Charge) / reversal of impairments, net	(98)	182
Operating expenses	(2,403)	(7,281)
Distribution to financiers*	(20,223)	(48,355)
Profit before tax	3,110	6,876
Income tax expenses	(651)	(1,607)
Total profit from discontinued operations, net of tax	<u>2,459</u>	<u>5,269</u>
Gain on sale of investment	8,728	-
Total profit from discontinued operations, net of tax	<u>11,187</u>	<u>5,269</u>

*Distribution to financiers include contractual profit accrued against the term Islamic financing.

Assets and Liabilities

	2025 AED'000
Assets	
Cash and balances with banks	3,070
Islamic financing assets	208,602
Investment properties	1,080
Other assets	2,652
Furniture, fixtures and office equipment	30
Total assets classified as held for sale	<u>215,434</u>
Liabilities	
Term Islamic financing	(183,146)
Other liabilities	(10,152)
Total liabilities classified as held for sale	<u>(193,298)</u>
Net assets	<u>22,136</u>
Sales price	<u>30,864</u>
Gain on sale of subsidiary	<u>8,728</u>

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

20.2 Amlak Nasr City Real Estate Investment LLC

The results of the discontinued operation are presented in the statement of profit or loss and other comprehensive income.

Results of Discontinued Operations

	2025 AED'000	2024 AED'000
Income from investing assets	1,336	16,853
Income on deposits with banks	1,815	7,913
Operating expenses	(345)	(145)
Profit before tax	2,806	24,621
Income tax expenses	(632)	(5,540)
Total profit from discontinued operations	<u>2,174</u>	<u>19,081</u>

The Group committed to a plan to cease the operations of its subsidiary, Amlak Nasr City Real Estate Investment LLC. The subsidiary represents a separate major line of geographical area of operations together with Amlak Finance Egypt.

20.3 Financial assets at fair value through profit or loss

The assets were reclassified as financial assets at fair value through profit or loss (FVTPL) in accordance with IFRS 9 – Financial Instruments.

Valuation technique

The fair value of the debt instruments is determined using a market approach, primarily based on non-binding price indications and offers received from third-party investment entities that actively participate in the relevant markets.

These non-binding offers represent indicative exit prices that market participants would be willing to transact at the measurement date and are assessed to be consistent with the definition of fair value under IFRS 13.

Key aspects of the valuation technique include:

Use of multiple non-binding offers, where available, to corroborate pricing, consideration of the credit quality of the issuer, remaining tenor, and seniority of the debt instruments.

Fair value hierarchy

The fair value measurement is classified as Level 3 in the IFRS 13 fair value hierarchy due to the use of significant unobservable inputs.

Significant unobservable inputs

Unobservable input	Description
Indicative market price	Non-binding offers received from investment entities

These inputs are based on management estimates supported by historical performance and available market data.

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Sensitivity analysis

Reasonably possible changes in key assumptions would have the following directional impact on fair value, with other variables held constant:

Description	Fair Value	+ 5% change	- 5% change
Indicative market price	61,710	3,086	(3,086)

Given the use of significant unobservable inputs, the valuation is subject to measurement uncertainty.

During the year, Company has sold a part of its financing portfolio to Central Bank of UAE regulated entity with a carrying value amounting to AED 92 million at sale price of AED 74 million which resulted in loss and impairment of AED 18 million.

The results of profit or loss have been reclassified as discontinued operations for the current and comparative year, as follows:

Results of Discontinued Operations

	2025 AED'000	2024 AED'000
Income from Islamic assets	23,024	38,648
Fee and commission income	543	548
Charge of impairment -net	(39,103)	(67,525)
Reversal of impairment and recoveries	23,936	20,110
Loss on disposal	(18,547)	-
Fair value loss	(5,200)	-
(Loss) / profit before tax	(15,347)	(8,219)
Income tax (benefit) / expenses	1,381	739
Total (loss) / profit from discontinued operations	(13,966)	(7,480)

	2025 AED'000
Financing assets:	
Ijarah	193,492
Others	10,101
	203,593
Impairment till date of classification to FVTPL	(136,683)
Fair value loss	(5,200)
Total financing assets	61,710

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Net Islamic financing assets by geographical area are as follows:

Based on shareholders special resolution passed on 30 June 2025, the Group is in the process to dispose of a portfolio of Islamic financing assets comprising Ijarah financing contracts with a gross carrying amount of AED 204 million as on 31 December 2025. The disposal forms part of the Group's strategic plan.

	2025 AED'000
Within UAE.	61,710

Basic and Diluted earnings per share from discontinued operations

	2025 AED'000	2024 AED'000 (Restated)
Discontinued operations: (Loss) / profit for the period attributable to ordinary shareholders (AED'000)	(478,258)	16,870
Weighted average number of shares for basic EPS (in thousands)	1,500,000	1,500,000
Effect of dilution: Mudaraba Instrument	102,357	579,852
Weighted average number of ordinary shares adjusted for the effect of dilution	1,602,357	2,079,852
Basic earnings per share (AED)	(0.3188)	0.0112
Diluted earnings per share (AED)	(0.2985)	0.0081

Cash flows from / (used in) discontinued operations

	2025 AED'000	2024 AED'000
Cash generated used in operating activities	(128,987)	234,709
Cash generated from financing activities	2,617	(8,346)

21. Investment Deposits and other Islamic Financing

	Frequency of instalments	Final instalment date	Profit rate	2025 AED'000	2024 AED'000
Purchase price payable	Monthly	25-Oct-2026	EIBOR + 2%	-	609,740
				-	609,740
Unamortised fair value adjustment (Note 21.1)				-	(19,068)
				-	590,672

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

21.1 Unamortised fair value adjustment

	2025 AED'000	2024 AED'000
At 1 January	19,068	76,213
Amortisation charged for the year - regular	(17,861)	(31,302)
Amortisation charged for the year - voluntary prepayment	(20,651)	(17,347)
Fair value adjustment on CCI deferred sale consideration	19,444	-
Amortisation charged for the year - debt settlement	-	(8,496)
	<u>-</u>	<u>19,068</u>

Upon signing the restructured Common Terms Agreement with the financiers, effective 17 March 2025, the Mudaraba Instrument (Contingent Convertible Instrument ("CCI")) AED 337 million was derecognised from equity and recorded as investment deposits at its fair value of AED 318 million.

Under the revised terms agreed, the Mudaraba Instrument was no longer convertible into shares and had a fixed payment schedule, with the final repayment due on 25

September 2026. The instrument bore a profit rate of 1%.

The accumulated profit in kind of AED 26 million was recorded under other liabilities, with a corresponding adjustment recognised in equity.

During the year ended 31 December 2025, the Group had fully settled the investment deposits and all the mortgages were released from financiers.

21.2 Debt Settlement

Based on the revised CTA, the Group initiated debt settlement auctions either through a cash swap or an asset swap during the year ended 31 December 2024.

For the debt settlement through cash, a cash consideration of AED nil (31 December 2024: AED 167 million) was offered to financiers against settlement of their exposures and two financiers settled their exposure of AED nil (31 December 2024: AED 238 million) which included investment deposits of AED nil (31 December 2024, AED 177 million), Mudaraba

Instrument of AED nil (31 December 2024: AED 57 million) and profit in kind of AED nil (31 December 2024: AED 4 million). As a result of this settlement, the Group has recorded a gain of AED nil (31 December 2024: AED 45 million) in statement of profit or loss after netting of amortization of fair value adjustment on restructuring amounting to AED nil (31 December 2024: AED 8 million) and recorded a gain of AED nil (31 December 2024: AED 14 million) related to Mudaraba instrument, in statement of changes in equity.

22. Term Islamic Financing

	2025 AED'000	2024 AED'000
Egyptian Mortgage Refinance Company	-	60,105
National Bank of Egypt (NBE)	-	30,648
Bank Misr	-	25,408
Ahli United Bank	-	14,864
Egyption Gulf Bank	-	13,972
Arab African International Bank (AAIB)	-	8,859

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

	2025 AED'000	2024 AED'000
Egyptian Arab Land Bank	-	6,194
Baraka bank	-	256
	<u>-</u>	<u>160,306</u>

The term Islamic financing pertains to Amalak finance Egypt which was reclassified to discontinued operations and disposed of during the year (Note 20).

23. Employees' End of Service Benefits

	2025 AED'000	2024 AED'000
At 1 January	5,688	4,845
Provided during the year	1,265	875
Paid during the year	(678)	(32)
At 31 December	<u>6,275</u>	<u>5,688</u>

24. Other Liabilities

	2025 AED'000	2024 AED'000 (Restated)
Accrued expenses	45,756	71,334
Provisions for expenses	39,697	35,790
Provision for litigation claims (Note 24.1)	-	450
Anticipated profits payable on investment deposits and other Islamic financing	-	380
Other payables	23,381	12,074
	<u>108,834</u>	<u>120,028</u>

24.1 This represents provision against certain litigation proceedings in the United Arab Emirates, involving claims by and against it, mainly in respect of certain sale and financing transactions.

25. Taxation

On 9 December 2023, the United Arab Emirates (UAE) Ministry of Finance ("MOF") released Federal Decree-Law No 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to enact a new CT regime in the UAE. The new CT regime has become effective for accounting periods beginning on or after 1 June 2023. The CT Law confirms the rate of 9% to be applied to taxable income exceeding a specified threshold.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

The new CT Law provides certain transitional rules and gives choices for irrevocable elections regarding the treatment to be followed for calculation of taxable income

The Group's consolidated effective tax rate for the year ended 31 December 2025 is 11% (31 December 2024: 33%).
The Group's consolidated effective tax rate for the continuing operations for the year ended 31 December 2025 is 9% (31 December 2024: 8%).

25.1 Income tax expense

	2025 AED'000	2024 AED'000 (Restated)
Current Tax (continued operations)	193,603	1,081
Current Tax benefit (discontinued operations)	(7,018)	6,407
Deferred Tax	(1,743)	(1,441)
Balance at 31 December	184,842	6,047

25.2 Provision for taxation

	2025 AED'000	2024 AED'000 (Restated)
Balance at 1 January	5,747	20,335
Charged during the year	186,585	7,488
Paid during the year	(8,170)	(12,853)
Foreign exchange effect	(4,174)	(9,223)
Balance at 31 December	179,988	5,747

Deferred tax asset / (liability)	2025 AED'000	2024 AED'000
Deferred tax liability on investment properties	(302)	(923)
Deferred tax asset on unrealised FCTR	-	2,364
Tax losses carried forward	-	60,869
Deferred tax asset / (liability movement)		
Balance at 1 January	1,441	3
Movement during the year	1,743	1,438
Closing balance	(302)	1,441

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Effective tax rate (ETR) reconciliation

	2025 AED'000	%	2024 AED'000 (Restated)	%
Profit before tax	1,655,196		18,535	
Tax at UAE statutory rate (9%)	148,986	9%	1,668	9.0%
Adjustments:				
Effect to tax rates in foreign jurisdictions	799	0%	4,252	71%
Tax Incentives	(34)	0%	(34)	(1%)
Deferred tax movements (net)	1,541	0.1%	(1,441)	(8%)
Non-deductible expenses	34,082	1.6%	3,043	16%
Utilisation / recognition of tax losses	(5,478)	(0.3%)	-	-
Total Income Tax Expense	179,896	10.9%	7,488	40.4%

Management is currently assessing the UAE Corporate Tax implications of these adjustments, including the potential positive impact on the Group's tax position, which is expected to be reflected in the relevant Corporate Tax returns once finalized. Because of the restatement of the 2024 financial statements, the Corporate Tax return filed for the year 2024 may be required to be revisited.

26. Share Capital

	2025 AED'000	2024 AED'000
Authorised, Issued and fully paid 1,500,000,000 shares of AED 1 each (31 December 2023: 1,500,000,000 ordinary shares of AED 1 each)	1,500,000	1,500,000

Mudaraba Instrument

The Group had previously issued a Mudaraba Instrument that was convertible into ordinary shares upon the completion of certain conditions (note 28).

During the year, the Mudaraba Instrument was fully settled, and accordingly, no Mudaraba Instrument remains outstanding as at 31 December 2025.

27. Statutory Reserve

As required by the UAE Federal Law No. (32) of 2021 and the Company's Articles of Association, 10% of the Company's profit for the year is to be transferred to statutory reserve. The Company may resolve to discontinue such annual transfers when the reserve totals 50% of paid-up share capital. During the year, the Company transferred AED 150 million (31 December 2024: AED 5.2 million) to statutory reserve.

Shareholders in the general assembly meeting dated 30 June 2025 post regulatory approvals resolved to transfer balance of the Statutory Reserve amounting to AED 307 million to offset the accumulated losses partially, accordingly the Company has transferred the entire balance of AED 307 million to accumulated losses during the year ended 31 December 2025.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

28. Special Reserve

Shareholders in general assembly meeting dated 30 June 2025 post regulatory approvals resolved to transfer balance of the Special Reserve amounting to AED 99 million to offset the accumulated losses partially, accordingly the Company has transferred the entire balance of AED 99 million to accumulated losses during the year ended 31 December 2025.

29. Mudaraba Instrument

	2025 AED'000	2024 AED'000
Mudaraba Instrument (nominal value)	-	337,320
Mudaraba Instrument Reserve	-	(266,448)
Mudaraba Instrument (carrying value)	-	70,872

On 25 November 2014, a Mudaraba Instrument of AED 1,300 million with a maturity in November 2026 was issued through a special purpose vehicle owned by the Group. On maturity, the Mudaraba Instrument to the extent it is not redeemed, will mandatorily convert into ordinary shares of the Company with the face value of AED 1 each.

The Mudaraba Instrument at the time of issue comprised:

- Face Value of AED 1,300 million.
- An expected profit rate of 1% per annum on the outstanding balance each year, payable as profit in kind ("PIK") which the Company can elect to make distributions in cash or in the form of shares.
- A contingent issuance of upto 500 million shares applicable only to the extent the Mudaraba Instrument remains outstanding at maturity. The number of contingent shares to be issued is prorated with the amount of Mudaraba Instrument remaining outstanding.

As the Mudaraba Instrument is redeemed, there will be a proportionate reduction in the contingent share issuance due.

During the year ended 31 December 2025 the Group redeemed Mudaraba instrument in the value of AED nil (31 December 2024: AED 57 million) through the debt settlement mechanism (Note 21).

Upon signing the restructured Common Terms Agreement with financiers effective from 17 March 2025, the Mudaraba Instrument (Contingent Convertible Instrument "CCI") has been derecognised from equity and recorded as investment deposits. The fair value impact arising from difference in profit rate was recognised in equity upto the date of reclassification to investment deposits. (Note 21).

30. Foreign Currency Translation Reserve (FCTR)

	2025 AED'000	2024 AED'000 (Restated)
Balance as at 01 January	(487,335)	(418,474)
Transferred through other comprehensive income	487,335	(68,861)
Balance as at 31 December (refer to note 6)	-	(487,335)

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

31. Segmental Information

For management purposes, the Group is organised into following three business segments:

Real Estate Financing:

This segment comprises financing activities, including property financing solutions to customers through Ijara and Murabaha arrangements. It also includes investing activities such as Wakala placements. All financing and investing activities under this segment are conducted in accordance with Islamic Sharia'a principles.

Real Estate Investments:

This segment comprises activities relating to real estate transactions and asset management, including:

- Investments in joint ventures

Operating segments:

The Group's revenues and expenses for each segment for the year ended 31 December are as follows:

2025	Real Estate Finance AED'000	Real Estate Investment AED'000	Corporate Finance Investments AED'000	Total AED'000
Operating income	58,063	3,058,947	2,852	3,119,862
Allowances for impairment	6,542	(67)	-	6,475
Amortization of fair value gain on investment deposits - voluntary	(20,651)	-	-	(20,651)
Amortization of initial fair value gain on investment deposits - regular	(7,031)	(8,282)	(2,548)	(17,861)
Impairment on assets held for sale	-	-	(21,979)	(21,979)
Loss on sale on investment in an associate	-	-	(3,147)	(3,147)
Cost of sales of development properties	-	(813,660)	-	(813,660)
Expenses (including allocated expenses)	(35,567)	(50,900)	(5,596)	(92,063)
Distribution to financiers / investors	(12,204)	(3,289)	(1,012)	(6,505)
Income tax expense	4,841	(196,494)	(207)	(191,860)
Segment results - continuing operation (Loss) / profit from discontinued operations (net of tax)	(6,007)	1,986,255	(31,637)	1,948,611
Foreign exchange loss on divestments	-	(1,868)	(475,785)	(477,653)
(Loss) / profit for the year	(19,974)	1,986,563	(496,236)	1,470,353

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

2024 (Restated)	Real Estate Finance AED'000	Real Estate Investment AED'000	Corporate Finance Investments AED'000	Total AED'000
Operating income	90,244	134,219	8,521	232,984
Allowances for impairment	10,090	-	-	10,090
Amortization of fair value gain on investment deposits - voluntary	(17,347)	-	-	(17,347)
Amortization of fair value gain on investment deposits	(7,204)	(15,561)	(8,537)	(31,302)
Cost of sales of development property	-	(72,369)	-	(72,369)
Expenses (including allocated expenses)	(37,036)	(63,385)	(823)	(101,244)
Distribution to financiers / investors	(11,493)	(10,244)	(3,818)	(25,555)
Income tax expense	360	-	-	360
Loss for the period - continuing operations	27,614	(27,340)	(4,657)	(4,383)
Profit from discontinued operations (net of tax)	(7,479)	19,081	5,269	16,871
Profit / (loss) for the year	20,135	(8,259)	612	12,488

Segment assets and liabilities:

The following table presents segment assets and liabilities of the Group as at 31 December:

2025	Real Estate Finance AED'000	Real Estate Investment AED'000	Corporate Finance Investments AED'000	Total AED'000
Segment assets	3,018,040	367,556	31,281	3,416,877
Segment liabilities	83,933	210,562	904	295,399
Depreciation	914	-	43	957
Capital expenditure	588	-	-	588

2024 (Restated)	Real Estate Finance AED'000	Real Estate Investment AED'000	Corporate Finance Investments AED'000	Total AED'000
Segment assets	624,548	1,359,538	407,981	2,392,067
Segment liabilities	697,296	17,265	168,803	883,364
Depreciation	1,024	-	68	1,092
Capital expenditure	457	-	-	457

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

32. Related Party Transactions

In the ordinary course of its activities, the Group enters into transactions with related parties, comprising major shareholders, directors, associates and joint ventures, key management and their related concerns. The pricing policies and terms of these transactions are approved by the Group's management. Transactions with such related parties are made on substantially the same terms as those prevailing at the same time for comparable transactions with external customers and parties.

Balances with related parties included in the consolidated statement of financial position are as follows:

31 December 2025:

	Joint Venture AED'000	Other related parties AED'000	Total AED'000
Financing & investing assets	-	667	667
Receivable from joint venture	99,080	-	99,080

31 December 2024:

	Major shareholders AED'000	Joint Venture AED'000	Other related parties AED'000	Total AED'000
Investment deposits	25,764	-	32,490	58,254
Financing & investing assets	-	-	828	828
Other liabilities	16	-	20	36
Mudaraba instrument	14,240	-	17,975	32,215
Receivable from joint venture	-	72,369	-	72,369

Transactions with related parties included in the statement of profit or loss are as follows:

31 December 2025:

	Major shareholders AED'000	Director's and senior management AED'000	Joint Venture AED'000	Other related parties AED'000	Total AED'000
Income from Islamic financing and investing assets	-	-	-	12	12
Distributions to financiers	697	-	-	880	1,577
Cash received from JV (net of payable)	-	-	24,722	-	24,722
Sales revenue from development properties***	2,900,000	-	-	-	2,900,000
Management fee	-	270	-	-	270
Cost of land charged to joint venture	-	-	51,712	-	51,712

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

31 December 2024:

	Major shareholders AED'000	Director's and senior management AED'000	Joint Venture AED'000	Other related parties AED'000	Total AED'000
Income from Islamic financing and investing assets	-	-	-	13	13
Distributions to financiers / investors	926	-	-	1,167	2,093
Dividend received from JV	-	-	140,000	-	140,000
Management fee	-	270	-	-	270
Cost of land charged to joint venture	-	-	72,369	-	72,369

*The major shareholder is Emaar Properties PJSC which is an investor with significant influence. All the transactions are with the subsidiary of Emaar Properties PJSC.

**Other related parties include employees of the Group which do not meet the definition of key management personnel as per IAS 24, however, have been included in related parties as per regulatory requirements of Securities and Commodities Authority.

*** The sale of development properties pertains to Emaar Development PJSC, a subsidiary of the Company's major shareholder.

Compensation of key management personnel

The compensation paid to key management personnel of the Group is as follows:

	2025 AED'000	2024 AED'000
Salaries and other benefits	15,419	15,688
Employee terminal benefits	133	-
	<u>15,552</u>	<u>15,688</u>

33. Commitments and Contingencies

Commitments

Credit-related commitments include commitments to extend facilities designed to meet the requirements of the Group's customers. Commitments generally have fixed expiration dates, or other termination clauses, and normally require the payment of a fee. Since commitments may expire without being drawn upon, the total contract amounts do not necessarily represent future cash requirements. There are no commitments as at 31 December 2025 and 31 December 2024.

Contingencies

a. The Group is engaged in certain litigation proceedings

in the United Arab Emirates, involving claims by and against it, mainly in respect of certain sale and financing transactions. The Group is defending these cases and, based on legal counsel advice received, believes it is less than probable that such actions taken by counter parties would succeed, except for cases against which a provision of AED nil (202: AED 0.45 million) has been made.

b. As at 31 December 2025, the Group had a contingent liability for proposed Directors' remuneration of AED 6 million (2024: AED 1.4 million). Directors' remuneration is governed by UAE Federal Law No (32) of 2021. AED 1.4 million was paid during the year.

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

34. Risk Management

Risk is inherent in the Group's activities but it is managed through a process of ongoing identification, measurement, mitigation and monitoring subject to risk limits and other controls. This process of risk management is critical to the Group's sustainability. The Group is exposed to credit risk, liquidity risk, market risk and operational risks.

The major risks to which the Group is exposed in conducting its business and operations, and the means and organizational structure it employs in seeking to manage them strategically in its attempt to build stakeholder's value are outlined below.

The Board of Directors ("Board") is responsible for the continuous review and approval of the Group's Enterprise Risk Management Policies. The Board reviews the Group's Risk Profile to ensure that it is within the Group's Risk Policies and appetite parameters. It delegates authority to senior management to conduct day-to-day business within the prescribed policy and strategy parameters, whilst ensuring that processes and controls are adequate to manage the Group's Risk Policies and Strategy.

Executive Management is responsible for implementing the Group's Risk Strategy and Policy guidelines as set by the Board including the identification and evaluation on a continuous basis of all significant risks to the business and the design and implementation of appropriate internal controls to minimise them. This is done through the following senior management committees:

The Board Audit Committee is responsible to the Board for ensuring that the Group maintains an effective system of financial, accounting and risk management controls and for monitoring compliance with the requirements of the regulatory authorities.

The Group's Internal Sharia Supervision Committee is responsible to review the operational, financing and

investing activities of the Group ensuring their alignment and compliance with the principles of Sharia. Being a supervisory Board they are also required to audit the business activities undertaken and present an independent report to the shareholders. Fatwas and ongoing pronouncements issued by Internal Sharia Supervision Committee are coordinated and implemented by the management of the Group. The management of the Group seeks guidance from the Internal Sharia Supervision Committee for the implementation of its Fatwas and pronouncements.

Credit department is responsible for portfolio management and evaluation, credit policy and procedure formulation, counterparty analysis, approval/review and exposure reporting, control and risk-related regulatory compliance, dealing with impaired assets and portfolio management.

The Asset and Liability Committee (ALCO) is chiefly responsible for defining long-term strategic plans and Risk is inherent in the Group's activities but it is managed through a process of ongoing identification, measurement, mitigation and monitoring subject to risk limits and other controls. This process of risk management is critical to the Group's sustainability. The Group is exposed to credit risk, liquidity risk, market risk and operational risks.

The Asset and Liability Committee (ALCO) is chiefly responsible for defining long-term strategic plans and short-term tactical initiatives for directing asset and liability allocation prudently for the achievement of the Group's strategic goals. ALCO monitors the Group's liquidity and market risks and the Group's risk profile in the context of economic developments and market fluctuations, to ensure that the Group's ongoing activities are compatible with the risk/reward guidelines approved by the Board.

Enterprise Risk Management (ERM) is responsible for managing risks within the Group. The Group's risks are

The attached notes 1 to 36 form part of these consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

measured using a method which reflects both the expected loss likely to arise in normal circumstances and unexpected losses, which are an estimate of the ultimate actual loss. The Group also runs worse case scenarios that would arise in the event that extreme events which are unlikely to occur do, in fact, occur. It is also responsible for identifying market and operational risks arising from the Group's activities, recommending to the relevant committees appropriate policies and procedures for managing exposure to such risks and establishing the systems necessary to implement effective controls.

Monitoring and controlling risks are primarily performed based on limits established by the Group. These limits reflect the business strategy and market environment of the Group as well as the level of risk that the Group is willing to accept. In addition, the Group monitors and measures the overall risk bearing capacity in relation to the aggregate risk exposure across all risk types and activities.

For all levels throughout the Group, specifically tailored risk reports are prepared and distributed in order to ensure that all business divisions have access to extensive, necessary and up-to-date information.

Excessive risk concentration

Concentration arises when a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentration indicates the relative sensitivity of the Group's performance to developments affecting a particular nationality, industry or geographical location. The Group's risk is mainly related to the property market in the UAE, in particular in Dubai.

In order to avoid further excessive concentration of risk, the Group's policies and procedures include specific guidelines to focus on counter party limits and maintaining a diversified portfolio. Identified concentration of credit risks are controlled and managed accordingly. ERM monitors the

concentration risk on monthly basis and reports to Management Committee (MANCO) and Board Risk Committee (BRC) on quarterly basis.

Credit risk

Credit risk is the risk that a customer or counterparty will fail to meet a commitment, resulting in financial loss to the Group. Such risk stems mainly from day to day Islamic financing activities undertaken by the Group. Credit risk is actively monitored in accordance with the credit policies which clearly define delegated financing authorities, policies and procedures. For details of composition of Islamic financing assets refer note 11.

The Group attempts to control credit risk by monitoring credit exposures, limiting transactions with specific counter parties and continually assessing the creditworthiness of counter parties. The Group has built and maintains a sound receivable portfolio in terms of a well-defined Credit Policy approved by the Board of Directors. Its credit evaluation system comprises of well-designed credit appraisal, sanctioning and review procedures for the purpose of emphasizing prudence in its financing activities and ensuring quality of asset portfolio. Special attention is paid to the management of non-performing financing assets. However, Group is not originating any new business as a result of restriction laid by CBUAE during 2021.

The Group constantly monitors overall credit exposure and categorizes the credit portfolio by industry, geography, and counterparty, and consequently, the portfolio is diversified. The credit portfolio is also diversified by industry and customer segment/geography to manage concentration risk. Geographically, the Group's customers are predominantly based in the United Arab Emirates, with exposure concentrated across various Emirates. Credit exposures are primarily denominated in AED. Top per-party exposures are monitored and reported to the Board Risk Committee to avoid excessive concentration.

The credit ratings as at 31 December 2025 of the Group's bank balances and wakala deposit are kept with rated reputable banks which range between credit rating of A+ and BBB+ in accordance with external rating agencies.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Credit risk measurement

The estimation of credit risk for risk management purpose is complex and requires use of models, as the exposure varies with changes in market condition, expected cash flows and the passage of time. The assessment of credit risk of a portfolio of assets entails further estimations as to the likelihood of defaults occurring and of the associated loss ratios. The Group measures credit risk using PD, EAD and LGD. This is similar to the approach used for the purpose of measuring ECL under IFRS 9.

ECL measurement

IFRS 9 outlines a 'three-stage' model for impairment based on changes in credit-quality since initial recognition as summarized below:

- A financial instrument that is not credit-impaired on initial recognition date is classified in stage 1 and has its credit risk continuously monitored by the Group.
- If a significant increase in credit risk ('SICR') since initial recognition is identified, the financial instrument is moved to 'stage 2' but is not yet deemed to be credit-impaired. If the financial instrument is credit-impaired, the financial instrument is then moved to stage 3.
- Financial instrument in stage 1 have their ECL measured at an amount equal to the portion of 12 month ECL that results from default events possible within the next 12 months.
- Instruments in stages 2 or 3 have their ECL measured based on a lifetime basis. ECL is measured after factoring forward-looking information.
- ECL on purchase or originated credit-impaired financial assets is measured on a lifetime basis.

Significant increase in credit risk

The Company uses many indicators to identify any significant increases in credit risk (SICR). The occurrence of any one of those indicators should be considered as an indicator of SICR and consequently the related financial instrument will be classified as Stage 2 and attract a lifetime ECL. Following are key indicators

- **Internally set scorecard:** The Company uses an internal credit risk rating system, which assesses customer financial strength, repayment history, sector, and other relevant factors.

- **Customer delinquency status:** Financial instruments are considered to have experienced SICR if payments are more than 30 days past due, in line with IFRS 9 rebuttable presumption.
- **Watch list status:** Customers identified for close monitoring due to potential credit deterioration.
- **Probability of default:** A material increase in PD relative to origination, as determined using the Company's internal credit models, indicates SICR.
- **Restructured status of the customers:** Restructuring of facilities that indicates increased credit risk.
- **Regulatory guidance:** Any SICR indicators identified by regulators are also considered.

Backward transition

Back ward transition from stage 2 to stage 1

The Group continues to monitor financial instruments classified as Stage 2 to determine whether the risk of default has decreased sufficiently to warrant reclassification to Stage 1 (12-month ECL). A backward transition occurs only when all of the following criteria are met:

- The customer has no overdue contractual payments for a specified period;
- The internal credit risk rating / scorecard has improved to above the significant increase in credit risk threshold;
- The customer is removed from the watch list and any restructured status has been resolved;
- The probability of default (PD) has decreased to a level consistent with Stage 1 assessment; and
- No regulatory guidance or other qualitative indicators suggest a continuing elevated credit risk.

Management believes that these criteria provide a robust basis for reclassifying exposures back to Stage 1 and are consistently applied across the portfolio.

Back ward transition from stage 3 to stage 2

The Group monitors that underlying facility have become regular, is current and no longer meets the definition of credit impaired or is in default before it is reclassified back from stage 3. Any upgrading of non-performing exposure to a performing status is subject to a cooling off period of 12 months from the date of becoming regular in repayment. Any facility classified in Stage 3 cannot be directly classified in Stage 1 and should meet the backward transition criteria for Stage 2 to Stage 1 as documented above.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

The Group is observing a probationary period of a minimum of 3 instalments (for repayments which are on a quarterly basis or shorter) and 12 months (in cases where instalments are on a longer frequency than quarterly) after the restructuring, before upgrading from Stage 3 to 2

Forward-looking information incorporated in the ECL model

The assessment of SICR and the calculation of ECL both incorporate forward-looking information. The Group has performed historical analysis and identified key economic variables impacting credit risk and ECL for each portfolio.

Quantitative Information

Maximum exposure to credit risk without taking account of any collateral and other credit enhancements

The table below shows the maximum exposure to credit risk for the components of the statement of financial position. The maximum exposure is shown gross.

	Gross maximum exposure 2025 AED'000	Gross maximum exposure 2024 AED'000
Balances with banks (Note 10)	195,353	208,611
Islamic financing and investing assets (Note 11)	2,700,725	826,634
Receivable from disposal transaction (Note 16)	101,337	-
Other assets (excluding prepayments) (Note 17)	126,832	87,723
Net credit risk exposure	3,124,247	1,122,968

Collateral and other credit enhancements

The finance provided by the Group is completely asset backed in accordance with the principles of Shariah. Properties are funded based on the "Group's Appraised Value." In the case of new properties, the appraised value is similar to the developers' per square footage rate further assessed by independent valuation and internal assessment. In the case of older properties the appraised value is based on the valuation report from independent third party valuers obtained on regular basis.

Property insurance is mandatory and the property is insured against all normal risks for the value stated in the sale agreement, or the valuation amount given by the surveyor, as the case maybe. The insured value is maintained at the original property value through the life of the finance.

These economic variables and their associated impact on PD, EAD and LGD vary by financial instrument. Expert judgement has also been applied in this process. Forecast of these economic variables (the "base economic scenario") are provided by the Group's ERM team on a quarterly basis.

The impact of these economic variables on the PD, EAD and LGD has been determined by performing statistical analysis to understand the impact changes in these variables have had historically on default rates and on the components of LGD and EAD.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

The Group has established risk management policies and limits within which exposure to market risk is monitored, measured and controlled with strategic oversight exercised by the Board and ALCO. These units are responsible for developing and implementing market risk policies and risk measuring/monitoring methodologies and for reviewing all new trading products and product limits.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As the UAE Dirham

and Saudi Riyal are pegged to the US Dollar, these balances are not considered to represent significant currency risk.

	currency rate in AED'000	2025 % Change in Effect on profit AED '000	Effect on profit AED'000	currency rate in AED'000	2024 % Change in Effect on profit AED '000	Effect on Equity AED'000
Currency						
Egyptian Pound (LEY)	± 5%	229	23	± 5%	1,218	5,168
Egyptian Pound (LEY)	± 10%	459	46	± 10%	2,435	10,336

Profit rate risk

Profit rate risk arises from the possibility that changes in profit rates will affect future profitability or the fair values of financial instruments. In the Group's financial statements, mainly two line items can lead to such exposure i.e. Islamic financing assets and financing obligations, as shown on the assets and liabilities sides respectively. The profit rate risk for the Group is minimal in the short term period. The profit rate for investing assets is a composition of EIBOR and internal spread which can be expected to fluctuate frequently based on EIBOR movement. The Group reviews the profit rate on a regular basis during its ALCO meeting

and, if required, recommends a rate change based on market conditions and competitiveness.

The following table demonstrates the sensitivity to a reasonable possible change in profit rates, with all other variables held constant, on the Group's statement of income.

The sensitivity of the statement of income is the effect of the assumed changes in profit rates on the results for one year, based on profit bearing financial assets and financial liabilities held at 31 December.

	2025 AED'000	2024 AED'000
Effect of a ± 50 bps change in EIBOR	8,498	±4,088
Effect of a ± 100 bps change in EIBOR	16,996	±8,177

Early settlement risk

Early settlement risk is the risk that the Group will incur a financial loss because its counterparties settle earlier than expected.

Liquidity risk

The table below summarises the maturity profile of the Group's financial liabilities and off balance sheet commitments based on contractual undiscounted payment obligations. Payments, which are subjected to notice, are treated as if notice were to be given immediately.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

At 31 December 2025	Up to 1 year			
Expected Profit rate %	Less than 3 months AED'000	3 months to 6 months AED'000	6 months to 1 year AED'000	
Investment deposits and other Islamic financing	-	-	-	-
Term Islamic financing	-	-	-	-
Other liabilities	34,698	41,320	25,359	
	<u>34,698</u>	<u>41,320</u>	<u>25,359</u>	

At 31 December 2024	Up to 1 year			
Expected Profit rate %	Less than 3 months AED'000	3 months to 6 months AED'000	6 months to 1 year AED'000	
Investment deposits and other Islamic financing	41,336	43,016	421,089	2%
Term Islamic financing	20,117	29,902	58,845	22%-28%
Other liabilities	5,171	19,364	23,125	
	<u>66,624</u>	<u>92,282</u>	<u>503,059</u>	
OFF BALANCE SHEET ITEMS	-	-	-	
Commitments	-	-	-	

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Total up to 1 year AED'000	1 year to 5 years AED'000	Over 5 years AED'000	Items with no maturity AED'000	Total AED'000
-	-	-	-	-
-	-	-	-	-
101,377	7,457	-	-	108,834
<u>101,377</u>	<u>7,457</u>	<u>-</u>	<u>-</u>	<u>108,834</u>

Total up to 1 year AED'000	1 year to 5 years AED'000	Over 5 years AED'000	Items with no maturity AED'000	Total AED'000
505,441	118,202	-	-	623,643
108,864	91,206	8,536	-	208,606
47,660	72,368	-	-	120,028
<u>661,965</u>	<u>281,776</u>	<u>8,536</u>	<u>-</u>	<u>952,277</u>
<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Maturity analysis of assets and liabilities

The maturity analysis of assets, liabilities and off balance sheet items analysed according to when they are expected to be recovered, settled or sold. The values presented in this table include the impact of fair value adjustment as per the statement of financial position and excludes profit not yet due at year end.

At 31 December 2025	Up to 1 year		
	Less than 3 months AED'000	3 months to 6 months AED'000	6 months to 1 year AED'000
Assets			
Cash and balances with banks	160,401	-	-
Islamic financing and investing assets	2,657,349	8,601	8,793
Investment properties	-	-	-
Development properties	-	-	-
Investment in joint venture	-	-	-
Receivable from sale of investments	101,337	-	-
Other assets	22,927	5,598	2,125
Furniture, fixture and office equipment	-	-	-
Asset held for sale	35,192	8,124	55,377
Total assets	2,977,206	22,323	66,295
Liabilities			
Employees' end of service benefits	-	-	-
Deferred tax liability	302	-	-
Income tax payable	-	-	179,988
Other liabilities	34,698	41,320	25,359
Total liabilities	35,000	41,320	205,347
Commitments	-	-	-
Net liquidity gap	2,942,206	(18,997)	(139,052)
Cumulative net liquidity gap	2,942,206	2,923,209	2,784,157

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

At 31 December 2025	Maturity Analysis				Total AED'000
	Total up to 1 year AED'000	1 year to 5 years AED'000	Over 5 years AED'000	Items with no maturity AED'000	
Assets					
Cash and balances with banks	160,401	-	-	35,000	195,401
Islamic financing and investing assets	2,674,743	25,584	-	-	2,700,327
Investment properties	-	-	-	46,868	46,868
Development properties	-	-	-	47,473	47,473
Investment in joint venture	-	-	-	96,888	96,888
Receivable from sale of investments	101,337	-	-	-	101,337
Other assets	30,650	96,810	-	-	127,460
Furniture, fixture and office equipment	-	-	-	2,430	2,430
Asset held for sale	98,693	-	-	-	98,693
Total assets	3,065,824	122,394	-	228,659	3,416,877
Liabilities					
Employees' end of service benefits	-	-	-	6,275	6,275
Deferred tax liability	302	-	-	-	302
Income tax payable	179,988	-	-	-	179,988
Other liabilities	101,377	7,457	-	-	108,834
Total liabilities	281,667	7,457	-	6,275	295,399
Commitments	-	-	-	-	-
Net liquidity gap	2,784,157	114,937	-	222,384	3,121,478
Cumulative net liquidity gap	2,784,157	2,899,094	2,899,094	3,121,478	3,121,478

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

At 31 December 2024(restated)	Up to 1 year		
	Less than 3 months AED'000	3 months to 6 months AED'000	6 months to 1 year AED'000
Assets			
Cash and balances with banks	173,611	-	-
Islamic financing and investing assets	82,258	41,757	62,914
Investment properties	-	-	-
Development properties	-	-	-
Investment in an associate	-	218,804	-
Investment in joint venture	-	-	-
Other assets	4,451	9,707	21,952
Deferred tax asset	2,364	-	-
Furniture, fixture and office equipment	-	-	-
Total assets	<u>262,684</u>	<u>270,268</u>	<u>84,866</u>
Liabilities			
Investment deposits and other Islamic financing	33,881	33,881	406,574
Term Islamic financing	8,027	17,812	34,725
Employees' end of service benefits	-	-	-
Deferred tax liabilities	923	-	-
Income tax payable	-	-	5,747
Other liabilities	5,171	19,364	23,125
Total liabilities	<u>48,002</u>	<u>71,057</u>	<u>470,171</u>
Commitments	<u>-</u>	<u>-</u>	<u>-</u>
Net liquidity gap	<u>214,682</u>	<u>199,211</u>	<u>(385,305)</u>
Cumulative net liquidity gap	<u>214,682</u>	<u>413,893</u>	<u>28,588</u>

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

At 31 December 2024(restated)	Up to 1 year				
	Total up to 1 year AED'000	1 year to 5 years AED'000	Over 5 years AED'000	Items with no maturity AED'000	Total AED'000
Assets					
Cash and balances with banks	173,611	-	-	35,000	208,611
Islamic financing and investing assets	186,929	187,516	262,732	-	637,177
Investment properties	-	-	-	376,463	376,463
Development properties	-	-	-	826,227	826,227
Investment in an associate	218,804	-	-	-	218,804
Investment in joint venture	-	-	-	21,955	21,955
Other assets	36,110	55,323	-	-	91,433
Deferred tax asset	2,364	-	-	-	2,364
Furniture, fixture and office equipment	-	-	-	9,033	9,033
Total assets	<u>617,818</u>	<u>242,839</u>	<u>262,732</u>	<u>1,268,678</u>	<u>2,392,067</u>
Liabilities					
Investment deposits and other Islamic financing	474,336	116,336	-	-	590,672
Term Islamic financing	60,564	91,206	8,536	-	160,306
Employees' end of service benefits	-	-	-	5,688	5,688
Deferred tax liabilities	923	-	-	-	923
Income tax payable	5,747	-	-	-	5,747
Other liabilities	47,660	72,368	-	-	120,028
Total liabilities	<u>589,230</u>	<u>279,910</u>	<u>8,536</u>	<u>5,688</u>	<u>883,364</u>
Commitments	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net liquidity gap	<u>28,588</u>	<u>(37,071)</u>	<u>254,196</u>	<u>1,262,990</u>	<u>1,508,703</u>
Cumulative net liquidity gap	<u>28,588</u>	<u>(8,483)</u>	<u>245,713</u>	<u>1,508,703</u>	<u>1,508,703</u>

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Operational risk

Operational risk is the risk of loss arising from systems failure, human error, fraud or external events. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications, or lead to financial loss. The Group cannot expect to eliminate all operational risks, but through a control framework and by monitoring and responding to potential risks, the Group is able to manage the risks. Controls include effective segregation of duties, access, authorisation and reconciliation procedures, staff education and assessment processes.

Capital Management

The primary objective of the Group's capital management is to support its business and to maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of its activities.

Fair value of financial assets and liabilities

The fair values of the Group's financial assets and liabilities at the reporting date approximate their carrying values as reflected in these financial statements. Detailed fair value disclosures are presented within the relevant notes to these financial statements.

35. Social Contributions

The Company pursues a Corporate Social Responsibility strategy and during the year spend AED 0.10 million (31 December 2024: AED 0.10 million) on various social contributions purposes.

36. Comparative Information

During the current reporting year, the Group reassessed the classification of its interest in Warqa Gardens in accordance with IFRS 11 Joint Arrangements. Based on this reassessment, it was determined that the arrangement should be accounted for as a joint venture rather than a joint operation, as previously classified.

This correction in classification has been applied retrospectively, and the comparative figures for the prior years have been restated accordingly. As a result, the Group's share of assets, liabilities, income, and expenses previously recognized on a line-by-line basis has been derecognized, and instead, the investment in the joint venture is presented as a single line item in the consolidated statement of financial position and the share of profit or loss is presented in the consolidated statement of profit or loss statement. Further, the Group has also restated the consolidated statement of cash flows which was previously accounted for on proportionate consolidation basis and now is in line with the JV accounting adopted by the Group.

In 2025, management reassessed the accounting treatment of land sale transactions with one of the Group's joint ventures. The transaction had previously been recorded on a

net basis in the Group's financial statements. Following this reassessment, the Group concluded that the sale should be accounted for on a gross basis, in line with the substance of the transactions and the applicable financial reporting standards. As a result, the prior figures have been restated to reflect the gross presentation of the transactions.

In 2021, the Group acquired land plots in Ras Al Khor for a total consideration of AED 734 million (comprising a purchase price of AED 705 million and acquisition-related costs of AED 29 million). These plots were initially classified as Investment Property under IAS 40 and measured at fair value. As at 31 December 2024 the plots were carried at AED 782 million. In 2025, management reassessed the nature and intended use of the land plots at initial recognition and determined that they were held for development and subsequent sale. As a result, the Group reclassified the plots from Investment Property to Development Property, in accordance with IAS 2 – Inventories. This also includes the plots owned by the Group and developed by the joint venture. Accordingly, fair value gains of AED 52 million for the year ended 31 December 2024 (31 December 2023: AED 4 million loss) have been reversed.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

This reclassification has been accounted for as a restatement of prior years figures to reflect the revised accounting treatment. Comparative figures have been adjusted accordingly.

In 2025, the Group reclassified the proceeds and placements from Wakala deposits, pertaining to financing operations of last year, from investing activities to operating activities in the statement of cash flows after reassessment. Comparative figures have been adjusted for AED 377 million in this regard. For the comparative, the Group also reclassified FCTR reserve of AED 25 million from cash and cash equivalents to operating activities and profit paid on term islamic financing for AED 48 million from operating activities to financing activities.

Additionally, as at 31 December 2024, AED 69.609 million (1 January 2024: AED 383.639 million) was reclassified from investing activities to cash and cash equivalents, as these balances had original maturities of three months or less.

In 2025, the Group disaggregated rental income, fair value gains on investment properties, and gains on sale of investment properties, which were previously presented together as income from investment properties, net. In 2025, the Group presented Loss on derecognition of investment deposits as a separate line item, which was previously included within Amortisation of fair value gain on investment deposits. Comparative figures have been adjusted accordingly.

In 2025, management reassessed the treatment of the foreign currency translation reserve (FCTR) related to a foreign subsidiary and determined that it was incorrectly adjusted with retained earning in prior year on partial repayment of loan. Comparative figures have been adjusted accordingly.

The EPS and DEPS has also been restated due to adjustment of profit in kind on Mudaraba instruments included in equity.

The impact of the restatement on the comparative financial statements is summarized below.

Consolidated statement of financial position	Previously reported 31 December 2024 AED, 000	Restatement AED, 000	Restated 31 December 2024 AED, 000
Cash and balances with banks	238,267	(29,656)	208,611
Islamic financing assets and investing assets	637,177	-	637,177
Investment properties	1,287,011	(910,548)	376,463
Development properties	-	826,227	826,227
Investments in an associate	218,804	-	218,804
Investment in joint venture	-	21,955	21,955
Other assets	146,902	(55,469)	91,433
Deferred tax asset	-	2,364	2,364
Furniture, fixtures and office equipment	9,033	-	9,033
Total Assets	2,537,194	(145,127)	2,392,067
Investment deposits and other Islamic financing	590,672	-	590,672
Term Islamic financing	160,306	-	160,306
Employees' end of service benefits	5,688	-	5,688
Deferred tax liabilities	-	923	923
Income tax payable	-	5,747	5,747
Other liabilities	222,328	(102,300)	120,028
Total Liabilities	978,994	(95,630)	883,364

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Consolidated statement of financial position	Previously reported 31 December 2024 AED, 000	Restatement AED, 000	Restated 31 December 2024 AED, 000
Accumulated losses	(293,802)	46,403	(247,399)
Foreign currency translation reserve	(391,435)	(95,900)	(487,335)
Others	2,243,437	-	2,243,437
Total equity	1,558,200	(49,497)	1,508,703
Total liabilities and equity	2,537,194	(145,127)	2,392,067

Consolidated statement of income for the year ended	Previously reported 31 December 2024 AED, 000	Restatement AED, 000	Reclassification* AED, 000	Restated 31 Dec 2024 AED, 000
Income from Islamic financing and investing assets	135,006	-	(114,414)	20,592
Fee and commission income	3,283	-	(3,283)	-
Income on deposits	13,063	(4,227)	(8,455)	381
Rental income	-	23,203	-	23,203
Income from investment properties	130,173	(130,173)	-	-
Fair value gains on investment properties	-	12,632	-	12,632
Gain on sale of investment properties	-	9,310	-	9,310
Share of profit of an associate, net of tax	8,519	-	-	8,519
Gain on debt settlement, net	44,536	-	-	44,536
Reversal of development properties written down	-	6,200	-	6,200
Share of profit from joint venture, net of tax	-	26,617	-	26,617
Revenue from development properties	-	72,369	-	72,369
Other income	12,298	(3,533)	(140)	8,625
	346,878	12,398	(126,292)	232,984
(Charge) / reversal of impairments, net	(37,143)	-	47,233	10,090
Amortisation of initial fair value gain on investment deposits	(48,649)	17,347	-	(31,302)
Loss on derecognition of investment deposits	-	(17,347)	-	(17,347)
Cost of sales of development properties	-	(72,369)	-	(72,369)
Operating expenses	(118,972)	10,302	7,426	(101,244)
Profit before distribution to financiers	142,114	(49,669)	(71,633)	20,812
Distribution to financiers	(73,910)	-	48,355	(25,555)
Profit / (loss) for the year before income tax – continuing operations	68,204	(49,669)	(23,278)	(4,743)
Income tax expense – continuing operation	(15,834)	9,787	6,407	361
Net profit / (loss) for the year – continuing operations	52,370	(39,882)	(16,871)	(4,382)
Profit from discontinued operations (net of tax)	-	-	16,871	16,870
Net profit for the year	52,370	(39,882)	-	12,488

*This reclassification pertains to Amlak Finance Egypt Company, Amlak Nasr City Real Estate Investment LLC and Islamic financing assets, which have been reclassified under discontinued operations.

Notes to the Consolidated Financial Statements (Continued)

At 31 December 2025

Consolidated statement of cash flows	Previously reported 31 December 2024 AED, 000	Restatement AED, 000	Restated 31 December 2024 AED, 000
Net cash generated from operating activities	231,601	38,282	269,883
Net cash generated from investing activities	593,980	(328,472)	265,508
Net cash used in financing activities	(674,540)	(48,355)	(722,895)
Cash and cash equivalents at the beginning of the year	91,431	383,639	475,070
Foreign currency translation reserve	(68,861)	24,515	(44,346)
Cash and cash equivalents at the end of the year	173,611	69,609	243,220

There is an impact on the Group's total basic or diluted EPS and in the consolidated statement of changes in equity for the year ended 31 December 2024 due to the restatements.

Description	Previously reported 31 December 2024	Restated 31 December 2024
Basic earnings per share (AED)	0.034	0.0047
Diluted earnings per share (AED)	0.025	0.0034

Consolidated statement of financial position	Previously reported 31 December 2023 AED, 000	Restatement AED, 000	Restated 31 December 2024 AED, 000
Cash and balances with banks	222,126	(95,695)	126,431
Islamic financing assets and investing assets	1,318,764	-	1,318,764
Investment properties	1,376,047	(935,603)	440,444
Development properties	-	892,396	892,396
Investment in joint venture	-	135,338	135,338
Investments in an associate	216,617	-	216,617
Other assets	100,714	(47,858)	52,856
Furniture, fixtures and office equipment	9,809	-	9,809
Total Assets	3,244,077	(51,422)	3,192,655
Investment deposits and other Islamic financing	1,229,168	-	1,229,168
Term Islamic financing	201,253	-	201,253
Employees' end of service benefits	4,845	-	4,845
Income tax payable	-	20,335	20,335
Other liabilities	185,102	(62,142)	122,961
Total Liabilities	1,620,368	(41,807)	1,578,562
Accumulated losses	(257,896)	(9,615)	(267,512)
Others	1,881,605	-	1,881,605
Total equity	1,623,709	(9,615)	1,614,093
Total liabilities and equity	3,244,077	(51,422)	3,192,655

Corporate Governance Report

Chapter Four



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Corporate Governance Framework

1. Statement of procedures taken to complete the corporate governance system, during 2025, and method of implementing thereof.

Corporate governance is a fundamental pillar for ensuring that companies are managed in accordance with the principles of transparency and accountability, thereby enhancing performance efficiency and long-term sustainability. The adoption of clear governance frameworks contributes to the proper allocation of authority and definition of responsibilities, mitigation of risks, and support of sound strategic decision-making. It also safeguards the rights of stakeholders through the implementation of balanced policies that take into consideration the interests of all relevant parties.

During 2025, the Company continued to strengthen its governance framework by adopting a range of practices and measures aimed at reinforcing compliance, enhancing transparency, and improving overall institutional performance. A comprehensive review was conducted of the Governance Manual, the Board Charter, and the charters of the Board's committees to ensure alignment the Corporate Governance Guide for Public Joint Stock Companies issued by the Capital Market Authority, thereby ensuring that internal frameworks remain consistent with the latest regulatory requirements.

The Company also engaged an independent party to assess the effectiveness of internal control systems over financial reporting. This assessment included a review of relevant policies and procedures to ensure their adequacy, relevance, and continuous enhancement, thereby strengthening the reliability of financial reporting and the integrity of control mechanisms.

In the context of regulating related party transactions, the relevant policy was reviewed to ensure that all such transactions are entered into and executed in accordance with applicable legal and regulatory frameworks, in a manner that protects the interests of the Company and its shareholders.

The policy governing the appointment of external auditors was likewise reviewed to safeguard the credibility

and reliability of the Company's financial statements, ensure the independence of the external auditor, and maintain compliance with the regulations governing auditor appointment and rotation.

The Company remained committed to the timely disclosure of material information, particularly in relation to the sale of Ras Al Khor land and the exit from the Common Terms Agreement, reflecting its dedication to transparency and equal access to information for all shareholders and stakeholders.

At the Board level, members continue to submit periodic (quarterly) declarations regarding their independence and any positions they hold on the boards of other companies, thereby reinforcing disclosure practices and preventing conflicts of interest.

The Company's website was also regularly updated to include all financial disclosures and press releases, ensuring that stakeholders have clear and accessible access to relevant information.

As part of fostering a strong culture of compliance, awareness sessions were conducted for all employees to highlight the risks of non-compliance and ways to avoid regulatory breaches and violations. In addition, quarterly compliance training sessions were delivered, covering topics such as anti-money laundering, customer due diligence, data privacy, and other related areas, with the aim of enhancing employees' awareness of regulatory risks and strengthening institutional readiness.

Finally, the Company continued to implement periodic Board performance evaluations as a key mechanism for assessing Board effectiveness, identifying areas for improvement, and recognizing strengths and development opportunities, thereby positively contributing to the Company's overall performance and its ability to achieve its strategic objectives.

Board of Directors, Board Committees, and Executive Management

2. Statement of ownership and transactions of Board of Directors (Board) members and their spouses, their children in the company securities during 2025, according to the following schedule:

Sr.	Name	Position/ Kinship	Owned shares as on 31/12/2025	Total Sale	Total Purchase
1	Mr. Jamal Hamed Almarri	Chairman	Nil	Nil	Nil
2	Mr. Shaker Fareed Zainal	Vice Chairman	Nil	Nil	Nil
3	Mr. Khalid Salim Alhalyan	Board Member	2,388	Nil	Nil
4	Mrs. Fatima Ahmed Qasimi	Board Member	44,570	Nil	Nil
5	Mr. Mastafa Ismail Karam	Board Member	Nil	Nil	Nil
6	Mr. Rashed Mohammad Ali Abdulrahman	Board Member	Nil	Nil	Nil
7	Mr. Ayad Hammad Alharazeen	Board Member	Nil	Nil	Nil

3. Board Formation:

Statement of the current Board formation (along with the names of both the resigned and appointed Board members) according to the following schedule:

Sr.	Name	Category (executive, non-executive, and independent)	The period he spent as a Board member from the date of his first election	Their membership and positions at any other joint- stock companies	Their positions in any other important regulatory, government or commercial positions.
1	Mr. Jamal Hamed Almarri	Independent	One year & 8 Months	Nil	Nil
2	Mr. Shaker Fareed Zainal	Independent	3 years 9 months	Nil	The Chief Business Officer of Emirates Development Bank
3	Mr. Khalid Salim Alhalyan	Independent	7 years 8 months	Nil	- The group Chief Audit Executive at Dubai Aviation City Corporation - Member of UAE Audit Association
4	Mrs. Fatima Ahmed Qasimi	Independent	4 years	Nil	Nil
5	Mr. Mastafa Ismail Karam	Independent	5 years 11 months	Nil	Nil
6	Mr. Rashed Mohammad Ali Abdulrahman	Independent	4 years 9 months	Nil	- Chief Real Estate Officer at Wasl.
7	Mr. Ayad Hammad Al Harazeen	Independent	4 years 9 months	Nil	Nil

Qualifications and Experience of Board Members



Mr. Jamal Hamed Almarri
Chairman

Mr. Jamal Almarri served as the Executive Director of Central Accounts at the Department of Finance for the Government of Dubai. He is a distinguished member of Nedaa, a specialized telecommunications organization, and holds the position of Chairman of the Audit Committee at Imdaad, previously known as Dubai World Corporation.

Mr. Almarri served on the Board of Directors for Emaar Properties PJSC in May 2013, and joined the Board of Directors of Emaar Hospitality Group in 2020. His tenure at Emirates General Petroleum Corporation (Emarat) spanned ten years, during which he progressed through various roles, ultimately serving as Financial Accountant and Chairman of the Tenders Committee.

In 2006, Mr. Almarri joined the Finance Department at His Highness The Ruler's Court in Dubai, where he ascended to his current role as Executive Director. In 2010, he led the Government of Dubai's finance team and represented the government on the restructuring committee of Amlak Finance.

Mr. Almarri has played a pivotal role in the development and review of various local legislation, ultimately submitted to the Department of Finance for approval.

Born in 1971 in the United Arab Emirates, Mr. Almarri is also the Vice Chairman of the UAE Professional Football Association. He earned a Bachelor of Business Administration degree, specializing in Banking and Finance, from the Faculty of Management and Economics at the United Arab Emirates University in 1995.

Qualifications and Experience of Board Members



Mr. Shaker Fareed Zainal
Vice Chairman

Mr. Shaker, a highly experienced banking professional, carries with him a wealth of experience of over 25 years in the United Arab Emirates as well as Egypt, in senior management positions across large multinational and regional banks. Prior to joining Emirates Development Bank, he was the Head of Retail Banking and SME at Commercial Bank International. At the start of his banking career, he took up several leadership roles at HSBC Middle East and Mashreq Bank.

Mr. Shaker, a judicial expert (accountancy & banking) in Dubai Courts, was awarded the Development and Support Local Award from Human Resource Committee in the financial and banking sector by H.H. Sheikh Sultan bin Muhammad Al-Qasimi, Member of the Federal Supreme Council of the United Arab Emirates.

Mr. Shaker Fareed Zainal is a Member of the Board of Directors at Amlak Finance PJSC. Currently he is the Chief Business Officer at Emirates Development Bank. At EDB, Shaker has been vested the responsibility of expanding the Bank's reach in Corporate, SME and Commercial banking segments. He is also in charge of the bank's strategic development as well as the end-to-end management of the Mohammed Bin Rashid Innovation Fund.



Mr. Khlaïd Salim Alhalyan
Member of the Board of Directors

Mr. Khalid Salem Al-Halyan has more than 30 years senior level experience in several industries, and he is currently the group Chief Audit Executive at Dubai Aviation City Corporation (DACC).

Mr. Khalid Al-Halyan started his career at the UAE Central Bank, then moved to the Department of Economic Development (DED) in Dubai before joining the aviation industry in 1996; initially to establish the new Dubai Airport Free Zone (DAFZA) and to head the Finance Department, before moving on to establish the Group Internal Audit & Risk Assessment (GIARA) function at DACC.

Mr. Khalid Al-Halyan has been involved in establishing DED, Emaar Properties, the UAE Internal Audit Association, the UAE Golf Association, and he worked on restructuring projects for DUBAL, Dubai World Trade Centre, Dubai Civil Aviation, UAE Central Bank Banking Supervision, and realized the construction of a new facility for Al Noor Special Needs Centre in Dubai.

Mr. Al-Halyan currently serves as Vice President of the UAE Internal Audit Association (affiliated to the Institute of Internal Auditors (IIA), USA), Chairman of Al Noor Special Needs Centre in Dubai and Chairman of Emaar South, Dubai. He holds an MBA degree from Bradford University in the UK, and BBA from UAE University, Al Ain.

Qualifications and Experience of Board Members



Mr. Ayad Hammad Al Harazeen
Member of the Board of Directors

Mr. Ayad Hammad Al Harazeen is a member of Amlak Finance PJSC's Board of Directors. He is also a Board member of Emaar Misr for Development S.A.E (a wholly owned subsidiary of Emaar Properties PJSC).

Mr. Ayad is currently partner of MAFCO Management & Business Consultancy LLC, Abu Dhabi and Partner & Managing Director of Advanced Solutions Investments & Companies Representation LLC (ASIR), Abu Dhabi. Under these organizations, Mr. Ayad has built several successful partnerships with multinational companies that have added value to the development of UAE economy. Prior to his current positions, Mr. Ayad has served Abu Dhabi National Oil Company in various technical and lead management responsibilities.

Mr. Ayad is a postgraduate in Mechanical Engineering from Massachusetts Institute of Technology (MIT-USA) and Graduate (BE-Honours) from Imperial College of Science & Technology, London.



Mr. Mastafa Ismail Karam
Member of the Board of Directors

Mr. Mastafa Karam has 30 years of experience with Emirates Airlines since 1990. He has worked as Sales and Country Manager in Pakistan, Dubai, Oman, and Egypt. At present, he is the Senior Vice President of Customer Affairs and Service Audit for 20 years, continuing to maintain the brand image of the company and raising the service standards.

Mr. Karam had completed his Bachelor of Arts at the UAE University in 1984, IATA Diploma in Airline Marketing in 1997 and IATA Diploma in Airline Management in 1994 both held in Geneva, a Diploma in Global Business Consortium in 2004 at the London Business School in the United Kingdom, and a Certificate in International Executive Program (INSEAD) held in France in 2006.

Qualifications and Experience of Board Members



Mr. Rashed Mohammad Ali Abdulrahman
Member of the Board of Directors

As Chief Real Estate Officer, Rashed Mohammad Al Awadhi currently leads the real estate division at Wasl which oversees the portfolio of lands, freehold and leasehold, as well as the real estate development and property management departments. With 15+ years of experience in the real estate industry, Rashed has established himself as a visionary leader and a driving force behind Wasl's success. Throughout his career, Rashed has held various key positions in the real estate sector before assuming the role of Chief Real Estate Officer at Wasl. Under Rashed's leadership, Wasl has thrived, consistently delivering exceptional projects that not only enhance communities but also contribute to the long-term prosperity of Dubai.

With Rashed also leading real estate development within Wasl, he is responsible for managing a portfolio of over 79 active projects with a AED 25 bn CAPEX development and construction. Notable previous developments which Rashed has overseen within Wasl include Wasl1, Wasl Tower, Wasl Gate, Mandarin Oriental Jumeira, MGM Island Dubai and W Mina Seyahi. Rashed's dedication to innovation and sustainable development has solidified Wasl position as an industry leader.

In addition to his current roles, he sits on the board of Dubai Sports Corporation, JAG Development, Wasl Gate Development; Emirates NBD REIT and a member of the Industrial and Investment Land Asset Management Committee of the Government of Dubai.

Mr. Al Awadhi holds a Bachelor's degree in Architecture and Design from the American University of Sharjah.



Mrs. Fatima Ahmed Rashid Qasimi
Member of the Board of Directors

Mrs. Qasimi was the Group Head Financial Restructuring & Remedial in Emirates NBD Group until March 2021. Before that she held the position of Head of Shared services operations management in Abu Dhabi Commercial Bank. Fatima was the Head of Elite UAE in First Abu Dhabi Bank; She was in charge of Elite Segment in UAE, Singapore and Switzerland.

Fatima was the Chief Executive Officer of Aseel Islamic Finance where she was responsible for growing shareholder value through the effective management and execution of the business's long-term strategy. Prior to that, she was Head of Corporate Banking in Dubai & Northern Emirates at First Gulf Bank for more than 6 years. Also, she was the Head of Large Corporate at National Bank of Dubai for more than 11 years.

With over of 23 years of experience in the UAE banking and financial services, Fatima is versatile and results-driven Executive-Level professional with a proven track record in driving marketing and increasing revenue, ultimately benefiting the organization's bottom line. She possesses skills across a broad range of areas including Islamic & conventional banking and financial, corporate & commercial, retail, investment, treasury, strategic planning, business development, and product development. Currently, Fatima is founder & owner of Axios Financial Consultancy.

Statement of the percentage of female representation in the Board for 2025 (In case of non-representation, please state that there is no representation).

The composition of the Board of Directors during the year 2025 includes a female member, Mrs Fatima Qasimi, who was appointed as board member on December 30, 2021. Hence the rate of female representation in the Board is scored 14% for year 2025.

Statement of the reasons for the absence of any female candidate for the Board membership. (Explanatory example: No female candidate is nominated in the Board elections).

Nil

A. Statement of remuneration, allowances and fees received by the members of the Board of Directors:

1- The total remunerations paid to the Board members for 2024.

The board remuneration amounting to AED 1,400,000 was approved by shareholders at the General Assembly on April 21, 2025.

2- The total remunerations of the Board members, which are proposed for 2025 that will be presented in the annual general assembly meeting for approval.

The Company recorded a net profit of AED 1.47 billion for the financial year ended 31 December 2025. Accordingly, a total Board remuneration of AED 5,625,000 for the year 2025 will be proposed for approval by the Company's shareholders.

3- Details of the allowances for attending sessions of the committees emanating from the Board, which were received by the Board members for 2025 fiscal year, according to the following schedule:

Allowances for attending sessions of the committees emanating from the Board			
Name	The name of the committee	The value of the allowance for the meeting	Number of meetings
Mr. Khalid Salim Alhalyan	Internal Audit Committee	10,000	4
Mr. Ayad Hammad Alharazeen	Internal Audit Committee	10,000	4
Mr. Rashed Mohammad Abdulrahman	Internal Audit Committee	10,000	4
Mrs. Fatima Qasimi	Risk Committee	10,000	4
Mr. Shaker Zainal	Risk Committee	10,000	4
Mr. Rashed Mohammad Abdulrahman	Risk Committee	10,000	4
Mr. Mastafa Karam	Nominations & Remuneration	10,000	1
Mrs. Fatima Qasimi	Nominations & Remuneration	10,000	1
Mr. Ayad Hammad Alharazeen	Nominations & Remuneration	10,000	1

4- Details of the additional allowances, salaries or fees received by a Board member other than the allowances for attending the committees and their reasons.

No allowances, salaries or fees other than the allowances for attending the committees' meetings were paid

- Number of the Board meetings held during 2025 fiscal year along with their convention dates, personal attendance times of all members, and members attending by proxy (The Board members names must match what is stated in the above- mentioned Clause (3A)).

Date of the meeting	Number of attendees	Number of acting	Names of absent members
18 February 2025	6 members	Nil	Fatima Ahmed Qasimi
19 March 2025	7 members	Nil	Nil
29 May 2025	7 members	Nil	Nil
24 September 2025	7 members	Nil	Nil
12 November 2025	5 members	Nil	Rashed Mohammad Abdulrahman, Ayad Hammad Alharazeen
16 December 2025	6 members	Nil	Fatima Ahmed Qasimi

- Number of the Board resolutions passed during the 2025 fiscal year, along with its meeting convention dates.

The Board of Directors has issued a total of twenty resolutions by circulation, distributed across the following dates:

- 3 January 2025
- 7 May 2025
- 30 July 2025
- 18 August 2025
- 28 August 2025
- 13 October 2025
- 21 October 2025
- 4 November 2025
- 29 December 2025

4. The Board Committees:

Audit Committee:

A. The Audit Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

Mr. Khalid Salim Alhalyan, Chairman of the Audit Committee, acknowledges of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

B. Names of the Audit Committee members and clarifying their competences and tasks assigned to them.

Members of the Audit Committee:		
1.	Mr. Khalid Salim Alhalyan	Chairman of the Committee
2.	Mr. Ayad Hammad Alharazeen	Committee member
3.	Mr. Rashed Mohammad Abdulrahman	Committee member

C. Number of meetings held by the Audit Committee during 2025 and their dates to discuss the matters related to financial statements and any other matters, and demonstrating the members' personal attendance times in the held meetings.

Meeting Number	Date of the meeting	Khalid Salim Alhalyan	Ayad Hammad Alharazeen	Rashed Mohammad Ali Abdulrahman
1	11 February 2025	√	√	√
2	5 May 2025	√	√	√
3	30 July 2025	√	√	√
4	26 November 2025	√	√	√

**D. Annual Audit Committee Report:
Please refer to Annex no (1)**

1. Significant issues considered by the Committee in relation to the financial statements and how they were addressed:

With respect to the year 2025, the Audit Committee did not identify any significant matters or concerns relating to Amlak's financial statements.

2. An explanation of how the committee assessed the independence and effectiveness of the external audit process and the approach followed in appointing or reappointing the external auditor and information on the length of the term of the current audit firm.

To ensure the effectiveness and independence of the external audit process, the Committee carried out the following oversight activities during 2025:

- Discussed and reviewed the annual financial statements for 2024 and the quarterly financial statements for 2025 with the external auditor and the Chief Financial Officer.
- Ensured that the Company's accounts were prepared in accordance with international accounting standards and principles, and that the financial statements present a true and fair view of the Company's results, in compliance with the relevant laws and regulations.
- Discussed the assessment related to internal control over financial reporting and the latest implementation developments at Amlak.
- Met with the external auditors, KPMG, four times during 2025 to ensure that they conducted their review and audit without any restrictions or limitations on the scope of the audit, with full access to records, and without any disagreements with management or material reservations concerning the financial statements.
- Discussed the appointment of the external auditor for 2026 and recommended the reappointment of KPMG as the external auditor of Amlak for 2026.
- Conducted an evaluation of the external auditor's performance for the year 2025

3. A statement explaining the Committee's recommendation regarding the appointment, reappointment or removal of the external auditor and the reasons why the Board did not accept that recommendation.

In accordance with Article 245 of Federal Decree-Law No. 32 of 2021 concerning Commercial Companies, the Committee followed the procedures for appointing the external auditor of Amlak for the year 2026.

Proposals were solicited from major audit firms, and a recommendation was submitted to the Board of Directors and the General Assembly to reappoint KPMG as the external auditor for the year 2026.

No disagreements were reported between the Board of Directors and the Board Audit Committee concerning the appointment, reappointment, or removal of the external auditor.

4. An explanation of how the independence of the external auditor is ensured if it provides services other than the audit of the company's accounts.

To safeguard the independence of the external auditor, while enabling the provision of other permissible non-audit services in accordance with the regulations of the Securities and Commodities Authority, a policy governing engagement with the external auditor has been adopted.

This policy sets out the necessary procedures to maintain such independence and provides clear guidance on the services that are permitted and prohibited for the external auditor during the term of appointment.

5. Actions taken or will be taken by the Committee to address any shortcomings or weaknesses in the event of any failures in internal audit or risk management

No actions were reported as having been taken, or planned to be taken, by the BAC to address any shortcomings or weaknesses arising from failures in internal audit or risk management.

6. Evidence that the Committee has reviewed all reports of medium and high risk issued by the internal audit to determine whether they arise from major failures or weaknesses in internal audit.

On a quarterly basis, the BAC received regular reports on the work performed by the Internal Audit function during 2025, including the audit observations, MIS status of open or overdue findings, and discussed with the Head of Internal Audit the progress made in resolving these audit observations.

7. Comprehensive information about the corrective action plan in the event of material deficiencies in the areas of risk management and internal audit systems.

No corrective action plans or material deficiencies were reported in the areas of risk management and internal audit systems.

8. Evidence that the committee has reviewed all transactions concluded with related parties and the resulting observations or results and the extent of compliance with the laws in force in this regard.

The Committee plays a critical role in overseeing and safeguarding AMLAK's interests in relation to Related Party Transactions (RPTs). As part of its oversight responsibilities, the Committee:

- Reviewed and endorsed the Related Party Transactions Policy.
- Ensured proper disclosure of RPTs in AMLAK's financial statements and regulatory filings, in accordance with applicable accounting standards and regulatory requirements.
- Reviewed RPTs to ensure they were conducted at arm's length and monitored such transactions accordingly.

In line with the Related Party Transactions Policy, no RPTs requiring BAC review or feedback were reported during the year 2025.

Nomination and Remuneration Committee:

A. The Nomination and Remuneration Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, his review of its work mechanism and ensuring its effectiveness.

Mr Mastafa Ismail Karam - Chairman of the Nomination and Remuneration Committee acknowledges of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

Members of the Nomination and Remuneration Committee		
1.	Mr. Mastafa Ismail Karam	Chairman of the Committee
2.	Mrs. Fatima Ahmed Qasimi	Committee member
3.	Mr. Ayad Hammad Alharazeen	Committee member

Nomination & Remuneration Committee members' responsibilities:

- Review the procedures for nomination to the membership of the Board of Directors
- Identify the company needs of competencies at the level of senior executive management and staff and the basis of selecting them.
- Review the policy on granting rewards, benefits, incentives and salaries to the staff therein, on an annual basis.
- Recommend the remuneration to the Board of Directors
- Review the required needs of the suitable skills for Board membership and prepare a description of the abilities and qualifications required for Board membership.

B. Statement of number of meetings held by the Committee during 2025 and their dates, and statement of all Committee members' personal attendance of times.

Date of the meeting	Mastafa Karam	Fatma Qasimi	Ayad Hammad Alharazeen
4 March 2025	√	√	√

The Supervision and Follow-up Committee of insiders' transactions:

A. Acknowledgment by the Committee Chairman or the authorized person of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

In accordance with Article 33 of the Board of Directors' Decision of SCA No. 03- 2020, one of the company's departments may be assigned to supervise and follow up the insiders' transactions in the company and the Board secretariat unit has been assigned these tasks. The Company Secretary of the Board of Directors, Ms. Lama Takieddin, acknowledges the responsibility for the follow-up system and supervision of the insiders' transactions and to review the mechanism of the work and ensure its effectiveness.

B. Names of members of the Supervision and Follow-up Committee of insiders' transactions and clarifying their competences and tasks assigned to them.

The responsibility of following up and supervising the insiders' transactions has been assigned to the Board secretariat unit that shall take over the following tasks:

- Prepare a special and integrated record of insiders who are permanently and temporarily familiar with the company's internal information before publishing it.
- Maintain official declarations from insiders or signing a non-disclosure agreement with the companies in order to maintain the confidentiality of the exchanged information.

C. A summary of the work report during 2025. (In case the committee was not formed, the reasons should be explained).

The Company's Board of Directors issued written rules outlining the mechanism and controls for identifying individuals who have access to the Company's internal information, and for maintaining a dedicated register of insiders on both a temporary and permanent basis. The responsibility for implementing these rules and procedures was assigned to the Company Secretariat Department; therefore, no separate committee was formed for this purpose.

The unit has updated the register of insiders' transactions and provided the market with the register periodically, in addition to the insiders signing official declarations or non-disclosure agreements confirming their possession of internal information and their obligation to comply with the relevant regulations.

Risk Committee:

A. The Committee Chairman's acknowledgment of his responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

Mrs. Fatima Qasimi, Chairman of the Risk Committee, acknowledges her responsibility for the Committee system at the Company, review of its work mechanism and ensuring its effectiveness.

Members of the Risk Committee		
1.	Mrs. Fatima Qasimi	Chairman of the Committee
2.	Mr. Shaker Fareed Zainal	Committee member
3.	Mr. Rashed Mohammed AbdulRahman	Committee member

The Committee's responsibilities and functions:

- Develop a comprehensive risk management strategy and policy consistent with the nature and size of the company's activities, monitor its implementation, review and update it based on the company's internal and external changing factors.
- Identify and maintain an acceptable level of risk that the company can face, and ensure that the company does not exceed this level ensuring that there are sufficient resources and systems to manage risks.
- Overseeing the company's risk management framework and assessing the effectiveness of the framework and mechanisms for identifying and controlling risks to the company to identify areas of inappropriateness and adequacy.

B. Statement of number of meetings held by the Committee during 2025 and their dates, and all Committee members' personal attendance times.

Date of the meeting	Fatima Qasimi	Rahsed Mohammad AbdulRahman	Shaker Zainal
5 February 2025	√	√	√
13 May 2025	√	√	√
11 August 2025	√	√	√
8 December 2025	√	√	√

- Statement of Board duties and powers exercised by Board members or the executive management members during 2025 based on the an authorization from the Board, specifying the duration and validity of the authorization according to the following schedule:

Sr.	Name of the authorized person	Power of authorization	Duration of authorization
1	Mr. Arif Alharmi Albastaki	The Board authorized Amlak's CEO Mr. Arif Alharmi Albastaki by a general power of attorney; valid for an indefinite term	General power of attorney; valid for an indefinite term
2	Heads of Departments	The Board authorized the executive management within certain limits by approving the Authority Matrices of each department of the Company.	The Authority Matrices are reviewed on an annual, periodic basis.

- A statement outlining the details of transactions conducted with related parties, in accordance with their definition as issued by the Capital Market Authority pursuant to Board Resolution No. (3) of 2020, during the year 2025.

Sr.	Clarifying the nature of relationship	Type of transaction	Value of transaction AED 000
1	Employees	Real Estate Finance	667
2	Employees	Receivable, Profit paid during the year	12
3	Major shareholder	Distributions to financiers	697
4	Common Director	Distributions to financiers	880

5- Board evaluation:

Evaluation of the Board of Directors, its Committees, and Executive Management.

In recognition of the importance of periodic evaluation as a tool for improving performance and enhancing effectiveness, the Company conducted a comprehensive assessment during the year of the performance of the Board of Directors, its committees, and its individual members. The evaluation was carried out in accordance with an objective methodology based on both qualitative and quantitative performance indicators.

The assessment covered the following aspects:

- The efficiency of the Board's structure and composition, and the diversity of expertise.
- The effectiveness of meetings, the quality of discussions, and the level of participation.
- The clarity of the strategy and the follow-up on its implementation.
- The effectiveness of oversight over risk management and internal controls.
- The performance of the Board committees and the extent to which they achieved their objectives.
- Members' compliance with independence requirements and the avoidance of conflicts of interest.

The evaluation results demonstrated a high level of commitment and effectiveness. The Company affirms that the evaluation process forms part of a continuous improvement cycle aimed at ensuring the Board's readiness to address challenges and enhance sustainable value for shareholders.

6- Org Chart and Executive Management

- The organizational structure of the company, which shall clarify managing director, the general manager and / or CEO, the deputy general manager and the managers working in the company such as the financial manager:

Please refer to Annex 2.

- A detailed statement of the senior executives in the first and second grade according to the company organizational structure (according to 3-I), their jobs and dates of their appointment, along with a statement of the total salaries and bonuses paid to them, according to the following schedule:

Sr.	Position	Appointment date	Total salaries and allowances paid for 2025 (AED)	Total bonuses paid for 2025 (AED)	Any other cash/in-kind bonuses for 2025 or due in the future
1	Chief Executive Officer	May 23, 2007	3,507,664	3,158,373	-
2	Chief Financial Officer	November 18, 2020	1,531,800	628,898	-
3	Head of Revenue	January 18, 2021	1,154,060	757,350	-
4	Head of Strategy	January 18, 2021	951,000	653,400	-
5	Head of Human Resources and Management	March 27, 2023	951,000	653,400	-

External Auditor

A. Submit an overview of the company auditor to shareholders.

KPMG Lower Gulf is part of KPMG International Cooperative's global network of professional member firms. KPMG firms operate in 143 countries and territories and collectively employs more than 270,000 partners and people. Established in 1973, KPMG in the UAE and Oman is well connected with its global member network and combines its local knowledge with international expertise.

For 50 years, KPMG Lower Gulf has provided audit, tax and advisory services to public and private sector clients and continues to serve the needs of business, governments, public-sector agencies, not-for-profits and through the firms' audit and assurance practices, the capital markets. As we continue to grow, we aim to evolve and progress, striving for the highest levels of public trust in our work. KPMG is committed to quality and service excellence in all that we do, helping to bring our best to clients and actions and behaviors both professionally and personally.

B. Statement of fees and costs for the audit or services provided by the external auditor, according to the following schedule:

Name of the audit office	KPMG Lower Gulf Limited
Name of the partner auditor	Maher AlKatout
Number of years the firm served as the company external auditor	one year
Number of years the partner audit has been auditing the company's accounts	one year
Total audit fees for 2025 in (AED)	AED 843,497
Details and nature of the other services (if any). If there are no other services, this matter shall be stated expressly.	Audit fee for subsidiaries
Fees and costs of other private services other than auditing the financial statements for 2025 (AED), if any, and in case of absence of any other fees, this shall be expressly stated.	AED 323,894 (Audit fee for subsidiaries)
Statement of other services that an external auditor other than the company accounts auditor provided during 2025 (if any). In the absence of another external auditor, this matter is explicitly stated.	NA

C. Statement clarifying the reservations that the company auditor included in the interim and annual financial statements for 2025 and in case of the absence of any reservations, this matter must be mentioned explicitly.

There is no reservation in the auditor's opinion on the quarterly and annual financial statements. However, the annual financial statements included the following emphasis of matter regarding restatement of comparative information: We draw attention to Note 36 to the consolidated financial statements which indicates that the comparative information presented as at and for the year ended 31 December 2024 has been restated. Our opinion is not modified in respect of this matter.

Internal Control System

A. Acknowledgment by the Board of its responsibility for the Company internal control system, review of its work mechanism and ensuring its effectiveness.

The Board of Directors recognizes its responsibility for overseeing the company's internal control system and reviewing the effectiveness of its mechanisms. The primary responsibility for assessing risks and implementing adequate internal controls rests with management, serving as the first line of defense. In this framework, the Internal Audit, Risk Management, Compliance, Internal Sharia Control, and Internal Sharia Audit departments act as the second and third lines of defense, playing crucial roles in verifying the effectiveness of the internal control systems applied throughout the company.

The Three Lines of Defense

First Line:	The first line of defense resides within the business operations and support departments, which are tasked with maintaining effective internal controls and implementing risk management procedures. This includes identifying, evaluating, and mitigating risks through robust supervisory controls.
Second Line:	The Internal Sharia Control, Enterprise Risk Management, and Compliance departments provide independent oversight, ensuring the application of regulatory controls developed by the first line is effective and appropriate.
Third Line:	The Internal Audit and Internal Sharia Audit departments deliver an independent assessment, confirming the adequacy and effectiveness of the internal control system at the company level.

Importance of the Defense Lines

Effective Risk Management:	By clearly segregating responsibilities and establishing defined lines of defense, the company can ensure that risks are thoroughly identified, assessed, and controlled.
Independent Oversight:	Involvement from Board of Directors committees, such as the Audit Committee and Risk Committee, facilitates an objective evaluation of the internal control system.
Good Governance:	The active supervision, follow-up, and participation of the Board of Directors in the internal control system underscore its commitment to effective governance and transparency.

Commitment to Continuous Improvement

The Board of Directors is committed to continually enhancing the internal control system to adapt to evolving risks and regulatory requirements, thereby fostering a culture of continuous improvement and accountability. Regular training and awareness initiatives are implemented to ensure that all employees understand their roles in maintaining internal controls, promoting a culture of compliance and risk awareness across the organization.

Performance Metrics

Key performance indicators (KPIs) are established to measure the effectiveness of the internal control system, ensuring that objectives are met, and adjustments are made as necessary. Overall, the robust internal control system and the established three lines of defense play a pivotal role in safeguarding the company's assets, ensuring compliance with regulations, and supporting the Board of Directors in fulfilling its governance responsibilities. The ongoing commitment to transparency, accountability, and continuous improvement reflects the organization's dedication to maintaining the highest standards of operational integrity.

B. Name of the department director, his qualifications and date of appointment.

The Department is headed by Mr. Wafiq Muhsen who has over 33 years of experience in banking, financial services, internal audit, risk management and compliance, and the internal control framework. Mr. Wafiq also has strong leadership skills and technical background, and holds a bachelor's degree in accounting, a diploma in banking and financial studies, and many other professional certificates.

C. Name of compliance officer, his qualifications and date of appointment.

Ms. Amira Adi was appointed Manager of Compliance in October 2021, wherein Ms. Amira's primary responsibilities are to ensure that the company operates within its defined regulatory framework and promoting the compliance culture within the company.

D. How the Internal Audit Department dealt with any major problems at the Company or those that were disclosed in the annual reports and accounts (in case of the absence of major problems, it must be mentioned that the Company did not face any problems).

The Internal Audit Department (IAD) functions as the third line of defense. If any material issues or control gaps are identified, IAD prepares a detailed report outlining these matters and submits it to the Board Audit Committee. Such issues are also disclosed in the company's annual reports. Concurrently, management is responsible for taking appropriate actions to address each case, including providing necessary clarifications and implementing mitigation measures. For the year 2025, IAD did not report or disclose any material issues.

E. Number of reports issued by the Internal Audit Department to the Company's Board of Directors.

The Board Audit Committee convenes quarterly meetings during which the Internal Audit Department presents its activities, notes, audit observations, reports, and performance updates for discussion. The Internal Audit Department issued four reports to the Board Audit Committee during the year 2025. Additionally, an annual report summarizing the Board Audit Committee's work was submitted to the Board of Directors.

Details of the violations committed during 2025, explaining their causes, how to address them and avoid their recurrence in the future.

No penalties were imposed for the year 2025

Corporate Social Responsibility

Statement of the cash and in-kind contributions made by the Company during 2025 in developing the local community and preserving the environment. (In case of the absence of contributions, it must be mentioned that the Company has not made any contributions.)

Initiatives	Area of Impact	Description
Al Noor Rehabilitation & Welfare Association for People of Determination	Community	Amlak Finance supports meaningful causes and NGO's that help make a difference and contribute to the betterment of society. Our CSR strategy is to align with the United Nations SDG's. With that in mind we support organizations that help build the community, help preserve the environment and contribute to various social causes. One of the organizations we support is Al Noor Centre that provides a helping hand to people and children of determination. We contributed to the education of the children with special needs, downs syndrome and sponsored the Al Noor Annual Fun-Fair. This provided the children of special needs the opportunity to have fun, enjoy various activities & games. This ensures that we as an organization are doing things for the greater good and contributing positively to humanity. Thus giving us a sense of pride and loyalty.
Emirates Thalassemia Society	Community	Amlak Finance supports various charity organizations and NGO's that contribute to the treatment, research & development of certain hereditary diseases and ailments. Our CSR initiatives are aligned with the SDG's and with the vision of the UAE. We supported the Emirates Thalassemia society and helped in treatment of underprivileged people.
UAE Genetics Association	Community/ Environment	Amlak Finance has extended support and contributed to the research of genetic diseases and helped this noble cause, contribute to R&D of certain diseases.
Rashid Center for the Disabled	Community	Amlak is committed to supporting the Rashid Center for the Disabled/people/children of determination. Demonstrating our dedication to empowering individuals with disabilities.

Initiatives	Area of Impact	Description
Responsible Waste Management	Environment	Emphasizing our commitment to sustainability, Amlak Finance successfully initiated & executed a responsible waste management exercise at the office since 2024. New dustbins based on waste segregation vis a vis plastic, paper, plastic, etc were procured and installed at the premises. This aligns with SDG 12- Responsible Consumption & Production, SDG 13 – Climate Action.
Umrah	Workplace/ Community	Amlak is proud to sponsor the Umrah pilgrimage for five employees, who were selected based on specific criteria. This initiative reflects our dedication to supporting our team's spiritual and personal growth.
Al Ibtesamah Centre	Community	Amlak supports various organizations that contribute to treatment of underprivileged children and people. Al Ibtesamah is one such organization.
Tareq Centre for Autism	Community	Amlak contributed to the support of Autism and the treatment and education of children. In line with SDG 10 – Reduced Inequalities and SDG 4 Quality education.
Omniyat Centre	Community	Amlak is committed to support the children of determination This time we supported their education needs. Thus, fulfilling the UN SDG 4 Quality Education
SMEP	Environment	Amlak supported the Sheikh Mohammad Bin Khalid Al Nahyan Cultural Centre (SMEP) and contributed towards planting trees and help preserve the environment. This is in line with SDG 13: Climate Action. SDG 115: Life On Land.

General Information:

A. Statement of the company share price in the market (closing price, highest price, and lowest price) at the end of each month during the fiscal year 2025.

Month	Month - High	Month - Low	Closing Price
January	0.880	0.833	0.859
February	0.869	0.777	0.839
March	0.895	0.814	0.841
April	0.875	0.727	0.845
May	1.100	0.800	1.100
June	1.770	1.260	1.640
July	1.760	1.520	1.690
August	2.010	1.620	1.880
September	1.880	1.750	1.780
October	1.870	1.700	1.730
November	1.830	1.570	1.590
December	1.700	1.590	1.680

B. Statement of the Company comparative performance with the general market index and sector index to which the Company belongs during 2025.

Month	Amlak Finance PJSC	DFMGI	Banks Index
January	0.859	5180.37	3597.35
February	0.839	5317.63	3724.21
March	0.841	5096.24	3441.05
April	0.845	5307.15	3645.11
May	1.100	5480.51	3806.57
June	1.640	5705.76	3984.16
July	1.690	6159.15	4465.32
August	1.880	6063.61	4305.85
September	1.780	5839.64	4196.04
October	1.730	6059.43	4377.01
November	1.590	5836.89	4120.18
December	1.680	6047.09	4327.88

C. Statement of the shareholders ownership distribution as on 31/12/2025 classified as follows: local and foreign.

Sr.	Shareholders classification	Percentage of owned shares			
		Individuals	Companies	Government	Total
1	Local	36.42%	51.38%	-	87.8%
2	Foreign	8.80%	3.39%	-	12.19%
	Total	45.22%	54.78%	-	100%

D. Statement of shareholders owning 5% or more of the Company's capital as on 31/12/2025 according to the following schedule:

Sr.	Name	Number of owned shares	Percentage of owned shares of the company's capital
1	Emaar Properties PJSC	674,999,982	45%

E. Statement of how shareholders are distributed according to the volume of property as on 31/12/2025 according to the following schedule:

Sr.	Share(s) ownership	Number of shareholders	Number of owned shares	Percentage of owned shares of the capital
1	Less than 50,000	19271	110,363,916	7.3576%
2	From 50,000 to less than 500,000	1265	164,244,541	10.9496%
3	From 500,000 to less than 5,000,000	198	256,113,593	17.0742%
4	More than 5,000,000	21	969,277,950	64.6185%

F. Statement of measures taken regarding the controls of investor relationships and an indication of the following:-

- Name of the investor relationships officer. Ms. Tala Ghebeh
- Data of communication with the investor relationships (e-mail- phone- fax).
Name: Ms. Tala Ghebeh
Email: Investorrelations@amlakfinance.com
Telephone: +971 4 427 4526
- The link of investor relationships page on the Company's website.
<https://www.amlakfinance.com/investor-relations/>

G. Statement of the special decisions presented in the General assembly held during 2025 and the procedures taken in their regard.

- ▶ A shareholders' meeting was held on March 24, 2025, during which a special resolution was passed approving the sale of some investment properties, including land plots owned by the Company in Dubai, Ras Al Khor, and authorizing the Company's Board of Directors, or any person delegated by the Board, to take the necessary steps to conclude and finalize the sale and to sign all related documents, including negotiating the terms of sale, such as (but not limited to) the sale price.
- ▶ The Annual General Assembly was held on April 21, 2025, during which the following special resolutions were passed:
 - Approval of voluntary contributions for the year 2025, not exceeding 0.2% of the net profit of 2024.
 - Approval of the sale of the Company's investments outside the United Arab Emirates, in compliance with the regulations issued by the Central Bank of the UAE regarding the "Finance Companies Regulation," which requires divesting investments not related to the Company's core business.

- ▶ Another shareholders' meeting was held on 30 June 2025 during which the following special resolutions were issued:
 - Approval of transferring the balance of the legal reserve and the special reserve, which amounted as of 31 December 2024 to AED 307,392,000 and AED 99,265,000 respectively, for the purpose of partially offsetting the accumulated losses.
 - Approval of the strategic decision to exit the Company's real estate financing portfolio through various methods, including selling financing contracts to other financial institutions and exiting financing contracts through mutual agreement with customers, and authorizing the Board of Directors, or any person delegated by the Board, to approve such transactions and to grant discounts and waivers deemed necessary to execute them.

H. Rapporteur of the Board meetings.

Ms. Lama Takiuddin was appointed as the company's secretary on February 2, 2020, and she holds a bachelor's degree in economics and a bachelor's degree in law, and she is a certified board secretary by the Hawkamah Institute. She plays a key role in ensuring the implementation of a good governance culture within the company and compliance with applicable corporate governance requirements and regulations.

I. Detailed statement of major events and important disclosures that the Company encountered during 2025.

Month	Amlak Finance PJSC
18 March 2025	Notification from the company regarding the agreement reached with financiers on the repayment plan for the outstanding balance of the financing facilities
29 May 2025	Notification from the company on the sale of land plots in Ras Al Khor
24 July 2025	Notification from the company regarding early and full settlement of outstanding financing facilities
4 August 2025	Notification from the company regarding divestment in Amlak International Finance in KSA
23 October 2025	Notification from the company on the divestment of Amlak Finance Egypt SAE
10 November 2025	Notification from the company on the partial sale of financing contracts to a financial institution regulated by the Central Bank
18 December 2025	Notification from the company on the sale of 7 labour camps and 9 plots in Al Khawaneej Labour City

J. Statement of the transactions that the Company has carried out with related parties during the year 2024, which are equal to 5% or more of the Company's capital:

Nil

K. Statement of Emiratisation percentage in the Company at the end of 2023, 2024, 2025 (workers are excluded for companies working in the field of contracting).

2023	2024	2025
16%	20%	25%

A. Statement of innovative projects and initiatives carried out by the company or being developed during 2025.

1. The new Human Resources Management System (HRMS) was successfully implemented during the fourth quarter of 2025, thereby contributed to close existing gaps by enhancing analytical capabilities, delivering comprehensive employee self-service, enabling mobile access, and activating automation. The system enables comprehensive and efficient management of the full employee lifecycle, from recruitment through end of service, while ensuring compliance with UAE labour law and related regulations, and in a manner that supports the achievement of Amlak's strategic objectives.
2. Employee wellness initiatives (Step Challenge, No Sugar Challenge, health screenings, and awareness campaigns).



Mr. Jamal Hamed Almarri
Chairman of the BOD



Mr. Khalid Salim Alhalyan
Chairman of Audit Committee



Mr. Mastafa Ismail Karam
Chairman of NRC



Mr. Wafiq Muhsen
Head of Internal Audit

Annex (1) Board Audit Committee 2025 Annual Report

1. Background

The primary purpose of the Board Audit Committee (The Committee), also referred to as 'BAC', is to assist Amlak Finance's (AMLAK) Board of Directors (BOD) in fulfilling its oversight role related to the establishment and maintenance of effective processes in areas such as Internal Audit, Internal Control, Risk Management, Compliance, and Corporate Governance.

2. Meetings During 2025

The Committee convened Four meetings in 2025. The summaries of these meetings were shared with AMLAK's BOD at the conclusion of each meeting.

3. Duties Performed

3.1 External Audit

The Committee:

- Reviewed and endorsed the External Auditor's Policy.
- Discussed the appointment of the 2025 external auditor and endorsed the appointment of KPMG as AMLAK's External Auditor for the year 2025.
- Discussed and reviewed with AMLAK's External Auditor and AMLAK's CFO the Financial Statements for the year ended 2024 and Q1, Q2, Q3 2025 as well.
- Discussed with KPMG the clarity and completeness of the proposed disclosures and the extent of compliance with applicable legislation, Accounting Standards and other guidelines.
- Discussed with AMLAK's External Auditor the Securities and Commodities Authority (SCA) regulations concerning Internal Control over Financial Reporting (ICFR) and the associated AMLAK-wide implementation and reporting requirements.
- Met with the external auditors four times during the year 2025 and discussed any issues resulting from their audit including any restrictions or impediments on the scope, access to records, and disagreements with management, and any significant audit qualifications or reservations relating to the financial statements.
- At the end of year 2025, KPMG completed its first year as AMLAK's external auditor and is eligible for reappointment for 2026.
- Initiated the process to appoint AMLAK's External Auditor for the year 2026. Based on BAC instruction, Internal Audit Department (IAD) in coordination with the Procurement Team, prepared and sent out Request for Proposal (RFP) to three audit firms (PWC, E&Y and KPMG). The selection process is in progress.

3.2 Internal Audit and Control Functions

In fulfilling its oversight duties over the Internal Audit Function, Systems of Internal Control, Risk Management, Governance and AMLAK's processes for monitoring Compliance with Laws and Regulations, The Committee carried out the following activities:

3.2.1 Internal Sharia Supervisory Committee (ISSC)

The BOD, including Committee members, convened with ISSC members once during 2025. The primary objective of this meeting was to review and discuss ISSC's observations on the AMLAK's operations and to reaffirm continued compliance with Sharia principles.

3.2.2 Internal Audit Department (IAD)

The Committee supported IAD in carrying out its duties independently and objectively. As part of its oversight into the Internal Audit Department, The Committee:

- Reviewed and approved the Internal Audit Charter and Internal Audit Plan for the year 2025.
- Ensured the independence and objectivity of IAD through its direct reporting line to The Committee and its organizational structure within AMLAK.
- Received regular reports on the work carried out by the Internal Audit function during the year 2025, periodically reviewed progress against the approved annual Internal Audit plan, MIS status of open or overdue findings, and discussed with Head of Internal Audit the progress in resolution of such audit observations.
- Reviewed and approved the annual Employee Objective Card of Head of Internal Audit for the year 2025.
- Evaluated the Head of Internal Audit performance on an annual basis.

3.2.3 Internal Sharia Audit (ISA)

The Committee did not hold any meetings with the management of AMLAK's Internal Sharia Audit Department (ISA) during 2025, as the position remained vacant in 2025.

3.2.4 AMLAK's Internal Control, Risk Management and Governance Systems

The Committee periodically reviews the adequacy and effectiveness of internal controls, encompassing areas such as financial reporting, compliance, governance, and risk management. When material findings arise, such as those with significant financial impact, regulatory implications, or reputational risk, The Committee ensures they are reported to the Board Risk Committee for follow-up, where applicable.

3.2.5 Related Party Transactions

The Committee plays a crucial role in overseeing and safeguarding AMLAK's interests in Related Party Transactions (RPTs). As part of its oversight over RPTs, The Committee:

- Reviewed and endorsed the Related Party Transactions Policy.
- Ensures proper disclosure of RPTs in AMLAK's financial statements and filings, adhering to relevant accounting standards and regulatory requirements.
- Reviews the RPTs, to ensure that they are concluded at arm's length and monitors such transactions.

4. Overall Opinion

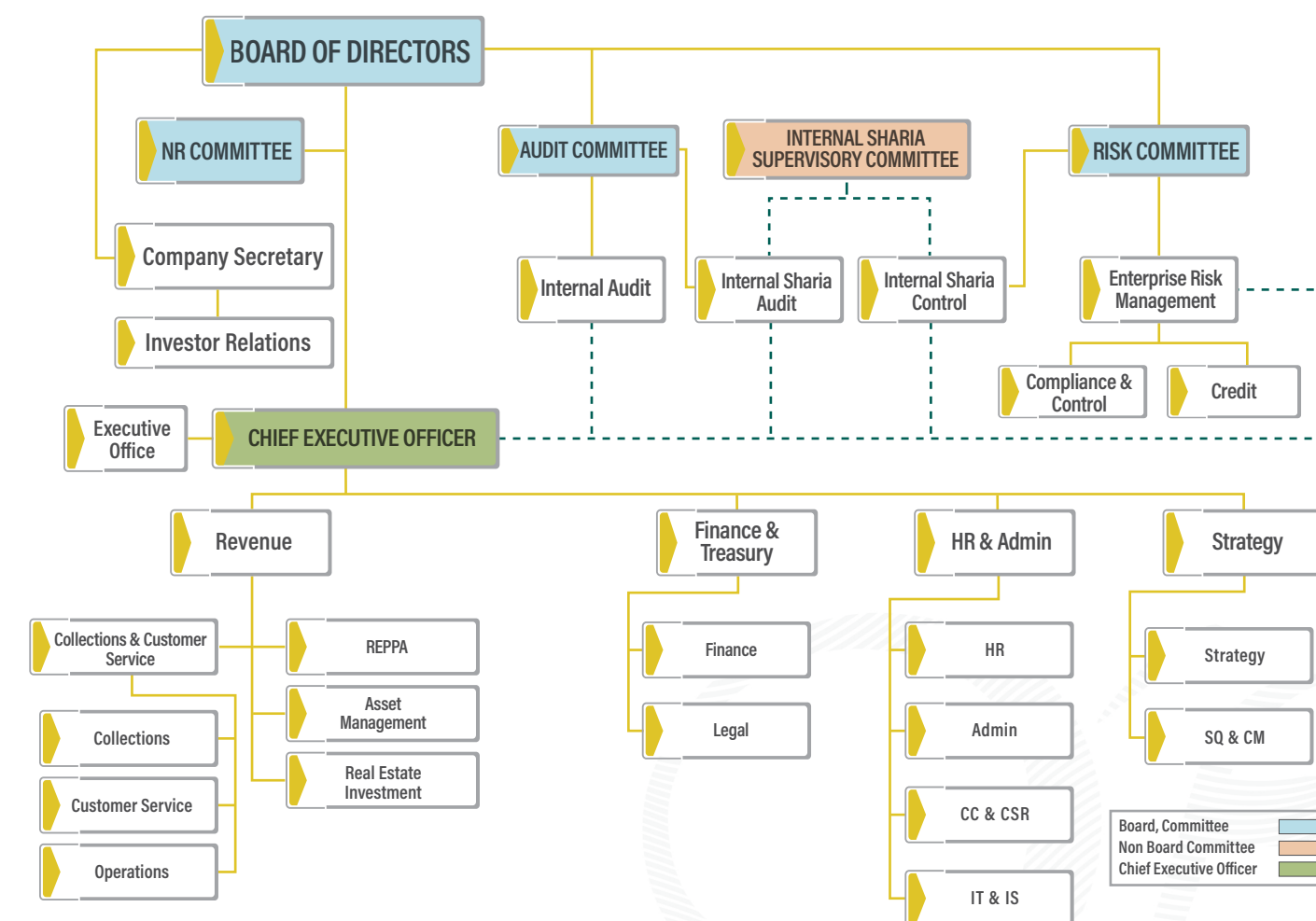
The Committee fulfilled its responsibilities in relation to Governance, Risk Management, Internal Control, Internal Audit, and the Financial Statements, and facilitates effective communication and reporting between AMLAK's BOD, senior management, external auditors, ISA and IAD. This ensures enhanced oversight and transparency. The Committee's overall opinion:

- Found no significant matters or concerns related to AMLAK's Financial Statements.
- No Related-Party Transactions were shared requiring BAC review / feedback during 2025.
- Satisfied with the key actions taken / discussions held during the regular meetings with AMLAK's External Auditors, Senior Management, and Head of Internal Audit.

Khalid Alhalyan
Chairman, Board Audit Committee Amlak Finance

Annexes

Annex 2: Company's Organizational Chart



Sustainability Report

Chapter Five



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Reporting Foundations

1.1. Overview of This Report

Amlak Finance's Sustainability Report 2025 provides a detailed overview of the Company's Environmental, Social, and Governance (ESG) performance for the reporting period from 1st January - 31st December 2025. It covers all activities conducted in 2025, and where relevant, compares the data with the previous years. This report outlines Amlak's strategic priorities, material topics, and the progress towards them, and the company's overall commitment towards transparent disclosures.

This report is intended for all our key stakeholders. The disclosures provided here are to support our stakeholders in their decision-making and uphold our commitment towards sustainable growth, ethical and fair governance, and long-term resilience.

The information presented in this report relates to the 2025 fiscal year and includes all UAE subsidiaries. The Sustainability Report is published on an annual basis and is available on the company's website.

1.2 Reporting Boundary and Frameworks

Amlak Finance is a Public Joint Stock Company (PJSC) operating in the financial sector in the United Arab Emirates (UAE), and adheres to the regulatory landscape applicable towards publicly listed entities. Amlak is licensed by the UAE Central Bank (CBUAE) and is headquartered in Dubai, UAE. This report primarily relates to Amlak Finance's operations within the UAE, unless stated otherwise. The use of 'AF', or 'Amlak', or 'the Organization' all refer to the Amlak Finance Organization.

standards, including the Rules and principles of Sharia, the Global Reporting Initiative (GRI) Standards, the Dubai Financial Market's (DFM) ESG Reporting Guidelines, and the United Nations Sustainable Development Goals (UN SDGs). In addition, the report reflects the requirements of the UAE Capital Market Authority (CMA), which mandates ESG disclosures as part of annual reporting for listed entities, with an emphasis on transparent sustainability reporting aligned with recognised international standards and supported by guidance issued by DFM and Abu Dhabi Securities Exchange (ADX).

The report is prepared in alignment with leading international and national sustainability reporting

1.3 Data Quality

Amlak is committed to strengthening the transparency and completeness of sustainability information disclosed each year. Data disclosed in this report has

been compiled through cross-functional coordination and has been reviewed internally by the relevant stakeholders to ensure consistency and accuracy.

1.4 Contact and Feedback

For further queries or feedback about this report or our sustainability practices, we encourage our stakeholders to please contact us at companysecretary@amlakfinance.com. We remain committed towards open discussion and dialogue and strive towards continuous improvements.

Amlak Finance at a Glance

“
At Amlak Finance, sustainability is fundamentally linked to our purpose as a Sharia-compliant financial institution and to our broader responsibility towards our stakeholders.”

2.1 Leadership Message

As we reflect on 2025, we are motivated by the progress made in strengthening our governance foundations, reinforcing responsible business practices, and continuing to invest in our people. Our people remain a core aspect of our operational performance. In 2025, we continued to invest in targeted training for employees and the strengthening of leadership development initiatives, aimed at increasing capability. By nurturing and developing talent, we are building an organization that is future-ready and well-positioned to adapt to any changes in the regulatory and financial landscape.

Sustainability at Amlak is not a standalone agenda but rather a cornerstone of our long-term strategy and

growth, where ESG principles are embedded within our operations. This integrated approach allows us to balance ESG considerations with commercial performance and maintain strategic priorities while ensuring business continuity and confidence.

Looking ahead to 2026, we at Amlak remain focused on operational excellence and the continued integration of ESG principles into our growth. Amlak Finance is also committed to positively contributing towards advancing the UAE's national sustainability and economic development goals.

Arif Alharmi Albastaki
Chief Executive Officer

2.2 Our Purpose, Identity, and Values

Amlak Finance's purpose is rooted in enabling individuals and businesses to have access to Sharia-compliant solutions, which are ethical and transparent in nature and that support long-term prosperity. Since our establishment in 2000 as the region's first specialised financial service provider, we have remained committed to strengthening market confidence, creating sustainable value, and advancing responsible finance solutions for all our stakeholders.

Our values drive the decision-making across the organization and dictate how we engage with our stakeholders and partners. These values focus on topics

such as ethical conduct, customer centricity, and responsible long-term value creation, which balance social & ethical considerations with commercial objectives of the organization.

Our identity is rooted in the strong heritage of Islamic finance, along with a focus on trust, resilience, and fair conduct. Over the years, our business model has evolved to keep up with the market, customer needs, and regulatory advancements; however, our approach and commitment to integrity and fairness remain unchanged.

2.3 Business Model and Operating Landscape

Amlak Finance operates a Sharia-compliant real estate finance business model and is focused on Islamic home finance, real estate-related investments, and management of portfolios. Our business model is supported by shareholder

capital, established governance and risk management frameworks, experienced employees, and various products and services.

Subsidiary	Country	Percentage of Ownership (2025)	Business
AMLAK Sky Gardens LLC	UAE	100%	Investment in Commercial Enterprises & Management
AMLAK Holding Limited	UAE	100%	General Trading
Warqa Heights LLC	UAE	100%	Investment in Commercial Enterprises & Management Investment in Industrial Enterprises & Management Investment in Agriculture Enterprises & Management
AMLAK Capital LLC	UAE	100%	Investment in Commercial Enterprises & Management
AMLAK Property Investment LLC	UAE	100%	Own, Leasing & Management of self-owned Property Real Estate
AMLAK Limited	UAE	100%	General Trading

Amlak operates within the UAE's regulated financial and real estate markets, which are shaped by evolving regulatory requirements. All products and services are governed by Sharia principles, with contracts incorporating terms such as charitable donation for late

payments, non-accrual of rent on undelivered or under construction properties, and clear terms which detail customer obligations and rights. In 2025, the organization continued to manage its existing portfolio actively. Our core services include:



Edara

A comprehensive property management offering for customers who opt to professionally manage their financed assets.



Customer Service

Amlak delivers focused customer service through dedicated relationship management and structured service channels, supporting customers throughout the financing lifecycle and ensuring transparent, responsive engagement.



Collection & Recovery

A structured and customer-centric approach to collections and recovery, aimed at maintaining asset quality and financial resilience. The approach integrates data analytics, structured settlement solutions, and ongoing engagement to support customers while managing credit risk effectively.

2.4 Sharia-Compliant Finance: Our Ethical Foundation

Sharia principles lay the foundation for Amlak's business model and operational framework. All products, services, and our vision are structured to comply with Islamic principles and ensure the avoidance of interest-based activities. Sharia compliance is

embedded across the governance structure, operational processes, and ethical conduct of our workforce throughout the organization. Oversight of Sharia compliance is conducted by an Independent Sharia Supervisory Committee.

2.5 Core Activities and Value Proposition

Amlak's core activities are centered on the management and servicing of its Sharia-compliant real estate finance portfolio, supported by real estate and customer services. Through its integrated operating mode, the organization delivers value by:

- Providing transparent and Sharia-compliant solutions
- Managing real estate assets and income-generating properties

- Applying risk management and governance frameworks to safeguard financial resilience
- Maintaining a customer-centric approach towards collections and recovery

Together, these activities position Amlak as a stable and responsible participant in the UAE's financial ecosystem, focused on regulatory compliance, long-term sustainability, and stakeholder confidence.

Embedding Sustainability in Our Business

3.1 Our ESG Journey and Milestones

Amlak Finance's ESG journey has evolved along with the Company's operating context, stakeholders, and regulatory expectations, and long-term focus on ethical conduct and financial resilience. Historically, sustainability considerations and Corporate Social Responsibility (CSR) activities have been embedded within Amlak's operations, reflecting the principles of

3.2 Strategic ESG Pillars

ESG strategy is structured around five interconnected pillars that reflect Amlak's business model, priorities of stakeholders and regulators, expectations of our people, and our ethical foundations. These pillars are the groundwork that is aligned with the operating context of Amlak and provide a clear framework for integrating ESG considerations into decision-making and governance operations.

1. Practicing Responsible Business

This pillar emphasizes compliance with relevant laws and regulations, responsible customer engagement, and managing risks effectively. It also reflects Amlak's approach towards following Sharia and the exclusion of unethical and socially harmful activities. The organization is focused on generating value for all our stakeholders while engaging with our community on various social issues and giving back to the community.

2. Delivering Good Governance

Strong and good governance is of utmost importance for Amlak's ability to operate transparently and sustainably. The organization's governance structure is built on strong policies and procedures as well as effective board oversight, well-defined roles, and effective internal control. This allows the organization to prevent non-compliance and regulatory violations while supporting long-term business objectives and aligning with ethical standards.

responsible business conduct and in alignment with Islamic finance principles and UN SDGs.

Key milestones in Amlak's ESG journey include the continuous strengthening of governance oversight into framework requirements, improving risk management and compliance systems, and increasing efforts to be transparent.

3. Nurturing Our Workforce

This pillar reflects the organization's recognition of its employees' importance in delivering reliable service and maintaining organizational resilience. Amlak strives to create a safe, inclusive, and professional workplace where employees feel supported. Amlak aims to attract, retain, and develop talent by promoting fair employment practices and continuous learning. Currently, the Amlak Finance team consists of 77 employees, who support and lead Amlak.

4. Protecting Our Environment

While Amlak's direct environmental footprint is limited, the organization recognises the responsibility to manage environmental impacts associated with its operations. This pillar reflects the efforts to improve operational efficiency and responsible use of resources.

5. Supporting Our Community

As a Sharia-compliant financial institution, Amlak recognises its role in supporting social stability and the well-being of local communities. This pillar emphasizes the organization's commitment to contributing positively to the communities in which it operates through engaging in initiatives that go beyond financial contributions.

Together, these five ESG pillars lay a strong foundation and provide a coherent framework for Amlak's ESG approach, priority setting, informed decision making, and shape disclosures.

3.3 SDG Contribution and Alignment

Amlak's sustainability strategy is designed to contribute significantly to the UAE's national vision and the strategic commitments to the UN SDGs. We recognise the UN SDGs as a globally recognised framework for advancing sustainable development. Amlak's business activities, practices, and foundations contribute to select goals that are most relevant to its role as a Sharia-compliant financial institution. These are primarily aligned with SDG 3 (Good Health and Well-being), SDG 8 (Decent Work and Economic Growth), and SDG 16 (Peace, Justice, and Strong Institutions). These goals reflect the organization's

focus on employee, customer, and community well-being, ethical governance, and transparent and regulatory compliance.

In addition to these goals, we also indirectly support SDGs such as: SDG 1 (No Poverty), SDG 2 (Zero Hunger), SDG 4 (Quality Education), and SDG 10 (Reduced Inequalities). We ensure these goals are supported through responsible financing, economic stability, workforce development and capability building, customer treatment, and inclusive employment.



3.4 Sustainability Operating Principles

Amlak's sustainability operating principles guide how environmental, social, and governance considerations are integrated into the daily operations and long-term planning. These principles are applied in alignment with the business model, Sharia foundations, and regulatory environment. These principles and commitment extend beyond the national and regional expectations and goals, and we actively align our strategy with the UN SDGs. SDG 8 (Decent Work and Economic Growth) represents one of Amlak's most significant areas of impact, and it remains a central priority.

This reflects the organization's role in supporting economic growth in line with the UAE's goals, as well as the overall well-being and professional development of its employees. We intentionally exclude exposure to sectors such as arms and weapons, alcohol, tobacco, adult entertainment, and gambling from our investment and financial portfolio. These exclusions showcase the strict ethical standards and our commitment to responsible conduct.

Listening, Learning and Prioritising What Matters

4.1 Our Stakeholder Network

Amlak's materiality assessment is designed to identify ESG topics that are most relevant to the company's business model, stakeholder expectations, and risk profile. Amlak prioritises stakeholder engagement to ensure that our efforts reflect the interests of employees, clients, investors, and the broader community. We assess our stakeholder networks periodically to ensure we prioritize those that have the greatest impact on the organization. Stakeholder feedback is considered seriously at Amlak.

For effectiveness and accuracy, Amlak maps stakeholders based on their level of influence and contribution in the company. This type of approach enables the company to prioritise engagement results and strategise communications in line with stakeholder expectations.

4.2 Engagement Channels and Insights

Amlak engages with stakeholders through a combination of established channels, discussions, and activities. These channels facilitate meaningful dialogue, gather insights, and increase alignment between priorities and expectations. Stakeholders that have a high level of contribution (shareholders, investors, and other strategic partners) are engaged regularly and provide updates on key developments, as their feedback plays an important role in shaping the company's growth direction. Stakeholders that have a significant influence (regulators, authorities, etc) are also engaged proactively in order to support our efforts

towards compliance, risk management, and transparent conduct.

Stakeholders with lower immediate contribution and or influence are also recognised as important to the company's long-term success and growth. We always strive to maintain a positive collaboration and engagement with these stakeholder groups as well in order to ensure all perspectives are taken into consideration. Insights gathered through these channels inform our strategy and growth to support our business and sustainability planning.

4.3 Materiality Approach and Assessment

Stakeholder insights form the core aspect of Amlak's materiality assessment, along with internal management discussions and regulatory requirements. This approach lets Amlak identify and prioritise sustainability issues in

a manner that is practical and proportionate. The assessment continues to serve as a strategic tool that lets Amlak focus on real efforts that matter the most.

4.4 Priority Topics Shaping Our 2025 Strategy

Based on the 2024 materiality assessment, Amlak's priority ESG topics broadly align with the following areas:

- Governance, Compliance, and Ethics, which includes Sharia governance, regulatory expectations, and transparent management.
- Data privacy and Customer responsibility reflect the importance of trust, confidentiality, and ethical treatment.
- Business resilience and sustainability in operations, including digital resilience and managing risks

- People and workforce considerations, which include workforce well-being, fair employment practices, and professional development.
- Environmental considerations, which primarily relate to climate-related risks and gaps.

4.5 Materiality Matrix and Key Outcomes

No new materiality assessment was conducted in 2025. We continued to apply the materiality assessment completed in the previous reporting year, which remains valid and relevant to our operations, risk profile, and stakeholder expectations.

The material topics identified through the prior materiality assessment and carried forward into 2025 are:



These topics are reflected in the materiality matrix, which illustrates their relative importance based on their impact on both internal and external stakeholders, and continue to guide our sustainability priorities, performance monitoring, and disclosures for the 2025 reporting year.

Governance, Ethics, and Responsible Conduct

5.1 Leadership and Accountability

Effective leadership and accountability are integral to Amlak Finance's approach to governance and responsible conduct. The company's governance is designed to ensure sound

decision-making, ethical and transparent behavior, while ensuring compliance.

Corporate Governance Structure

Amlak operates within a defined corporate governance structure that clearly establishes roles, responsibilities, and accountability across the organization. This structure complies with the regulations set by the UAE Central Bank and the Capital Market Authority (CMA).

The Nomination and Remuneration Committee oversees the nomination process to ensure compliance. Among the seven members, the Board elects a Chairman and Vice-Chairman.

Our Board of Directors (BoD) consists of seven members, elected by the General Assembly via a secret cumulative voting, in accordance with all applicable laws and regulations. All of whom are independent, non-executive directors, serving a three-year term, and our Board reflects gender diversity, comprising six men and one female. The board is fully Emiritized, with 100% of them being United Arab Emirates Nationals.

Directors may hold other professional or board positions, which are disclosed in accordance with applicable regulatory requirements. Collectively, the Board brings extensive expertise across Banking, Real Estate, Finance, Risk Management, Governance, and Strategic Development, which ensures effective oversight and alignment with Amlak's strategic priorities and objectives.

Role of the Board of Directors

The Board of Directors at Amlak Finance:

- Mr. Jamal Hamed Almarri - Chairman
- Mr. Shaker Fareed Zainal - Vice Chairman
- Mrs. Fatima Ahmed Rashid Qasimi - Member
- Mr. Rashed Mohammad Ali Abdulrahman - Member
- Mr. Ayad Hammad Alharazeen - Member
- Mr. Mustafa Ismail Karam - Member
- Mr. Khalid Salim Alhalyan - Member

values, missions, and policies to ensure alignment with frameworks and regulatory standards.

The BoD oversees the organization's process for identifying, assessing, and managing impacts on the economy and people through risk management, internal control systems, and compliance and governance processes. As the highest governance body, the Board reviews and approves all reported information, strategies, and policies prior to publication or implementation. The General Assembly approves the BoD remuneration.

The Board of Directors plays an integral role in setting the strategic direction of Amlak. The Board develops, sets, and periodically reviews the organization's purpose,

Board Committees and Oversight

As part of the Board's oversight, the BoD annually reviews the effectiveness of the organization's procedures and processes by monitoring financial and operational

performance, overseeing internal and external audits, ensuring proper governance and strategic management, and evaluating the performance of Board Committees.

The Board delegates responsibility for managing specific areas of impact through the establishment of specialised Board Committees and management committees. Senior executives are appointed to lead

these functions, and specific responsibilities are given to relevant employees to ensure effective implementation and accountability.

These committees are:



Audit Committee - Safeguards financial integrity by overseeing reporting, audit processes, and compliance with internal controls and regulatory requirements



Risk Committee - Oversees risk management by setting relevant policies, identifying key risks, and ensuring a structured approach to monitor and mitigate risks across the organization.



Nomination and Remuneration Committee - Oversees fair remuneration policies for the board and senior management, and periodically reviews the Board's composition. The committee also oversees the nomination process for the selection of the Board and evaluates them based on Independence, relevant skills and experience, Diversity, and the ability to contribute effectively.

5.2 Ethical and Responsible Conduct

Amlak is committed to conducting its business ethically, responsibly, and in full compliance with all applicable laws, regulations, and Sharia principles. This commitment is embedded across the organization's operations and decision-making process and is supported through structured policies, training, and oversight mechanisms. At Amlak, these policies establish the ethical baseline and define responsibilities across the organisation, ensuring that ethical principles are translated into risk controls, credit decision-making, compliance obligations, and day-to-day operational procedures.

To support this commitment, the organization delivers an annual training programme for all staff that covers compliance obligations, regulatory updates, and any other related requirements. For other parties, such as vendors and contractors, these regulatory and compliance commitments are formally incorporated within the relevant contractual agreements to ensure alignment with Amlak's standards and expectations.

Policy Governance and Regulatory Compliance

Amlak maintains a comprehensive list of internal policies and procedures that govern the way we conduct the organization. All policies are approved by the Board, maintained by the respective policy owners. These policies are reviewed annually to reflect any regulatory developments, internal changes, and evolving best practices. Should there be any notable legislative or regulatory changes, the policies are then reassessed and revised promptly to uphold and maintain compliance.

Any actions, or lack thereof, that result in any actual or potential negative impacts are objectively assessed to identify the root cause and associated impacts. Based on these assessments, appropriate corrective actions are defined to prevent recurrence. Any and all such actions assigned to the relevant departments are monitored by the Enterprise Risk Management and other control teams until closure, ensuring effective implementation and accountability.

Ethical Business Conduct

Amlak is committed to upholding its business with the highest standard of ethics and integrity across all aspects of operations. The organization has a

zero-tolerance approach towards unethical conduct in any form and expects all employees, representatives, and management to act in a manner that complies with

its internal policies, reflecting our efforts in maintaining stakeholder trust and confidence.

HR policies and Code of Conduct are communicated to all employees to reinforce expectations around ethical and non-discriminatory behavior, professionalism, and a positive work culture. With these measures, Amlak aims to foster a strong ethical culture that supports long-term stakeholder trust and confidence. The Human Resources Policy defines the relationship

Anti-Money Laundering (AML) & Counter-Terrorism Financing (CTF) Safeguards

Amlak recognises that Money laundering, terrorism financing, and other related financial crimes pose a severe risk to the financial sector and the entire economy. To address these risks, the organization has Anti-Money Laundering (AML) and Counter-Terrorism Financing (CTF) frameworks, which are aligned with the CBUAE directives, applicable federal legislation, and Financial Action Task Force (FATF) guidelines.

Amlak's AML and CFT frameworks are designed to safeguard the integrity of the operations, and it includes a comprehensive Know Your Customer (KYC) and Customer Due Diligence (CDD) process, which is applicable across the business. These controls adhere to both domestic and international anti-bribery statutes and provide a strict stance

Anti-Bribery and Anti-Corruption Controls

Amlak is committed to maintaining high standards of integrity and is committed to detecting, preventing, and addressing bribery and corruption in all means. Amlak follows a Prevention of Corruption policy, with all employees required to be familiar with it. Employees and governance members receive Regular training, reinforcing skills to identify and prevent unethical conduct. In 2025, 85% of our employees received training on anti-corruption policies, procedures, and ethical conduct.

Whistleblowing and Protection Mechanisms

Amlak promotes and fosters an open and ethical work environment by encouraging open communication and feedback or concerns through secure and confidential whistleblowing mechanisms. Our whistleblower policy provides a safe and confidential channel to report any concern, unethical conduct, financial malpractices, or violations of regulatory objectives. All such disclosures are addressed discreetly and in accordance with established procedures.

between the Company and its employees and outlines the conditions of employment, including the rights and obligations of both parties. This is further supported by the Amlak Advocate Handbook, which reinforces the Company's commitment to transparency, fairness, and ethical conduct. In parallel, Amlak also considers vulnerable groups within its credit and business strategy, reflecting a responsible and inclusive approach to decision-making.

against fraud, bribery, and corruption. Amlak ensures all employees understand their responsibilities to detect and prevent financial crime by providing comprehensive training. In 2025, 85% of employees completed the AML training, enhancing their skills required to identify suspicious activity and uphold regulatory standards.

These measures reflect Amlak's continued dedication to maintaining robust financial integrity and strengthening its compliance with international compliance standards. In 2025, no incidents of corruption were recorded, and no business partners or employees were terminated due to legal cases related to financial crimes.

In 2025, there were no public legal cases related to corruption brought against Amlak or its employees. In addition, there were zero confirmed incidents of corruption, zero confirmed cases where employees were dismissed or disciplined for corruption-related issues, and 0 confirmed incidents where contracts with business partners were terminated/not renewed due to corruption-related violations. Any suspected instances of misconduct are immediately investigated and addressed with appropriate actions taken when required.

We strictly adhere to a non-retaliation policy to protect whistleblowers who raise concerns in good faith. To ensure accessibility, we proactively communicate. Whistleblower policy and program to all employees through various channels. We are proud to report that there were no grievances reported through the whistleblowing mechanism in 2025. Through these arrangements, Amlak seeks to strengthen its ethical culture, support early detection of concerns, and maintain confidence among employees and stakeholders.

Fair Labour Practices and Child Labour Prevention

The organization strives to uphold fair labour practices and prevent forced labour across its value chain. As a financial services institution, Amlak's business activities are primarily office-based and do not involve manufacturing, or physical

production or any labour-intensive activities. Hence, the risk of such child labour or forced labour is extremely low; nevertheless, Amlak stays cautious in ensuring such practices do not take place in the value chain

Ethical Marketing and Market Conduct

Amlak places emphasis on ethical marketing and market conduct and ensures that all customer communications are carried out transparently and ethically. Marketing and promotional activities are designed to be carried out to support informed decision-making and also reflect the company's commitment to integrity, Sharia principles, and fair marketing practices.

Our Advertising and Marketing Policy is developed to adhere to the Central Bank's Consumer Protection Regulation, which protects customers from unethical and unnecessary promotional schemes. This policy includes all activities and communication channels, such

as promotional materials, outdoor and digital media advertisements. Our key themes of this approach include ensuring fair and detailed terms and conditions in the contract, providing warnings and disclaimers regarding risks and obligations. We also ensure a comprehensive communication style for all financial offerings and are in complete alignment with Sharia compliance, with oversight from the Internal Sharia Control Department.

In 2025, no incidents of non-compliance regarding marketing communications, including advertising, promotion, and sponsorship, were reported.

5.3 Resilient Infrastructure and Secure Digital Operations

Amlak recognises that resilient infrastructure and secure digital operations are essential to maintaining service continuity, protecting customer information, and supporting

regulatory compliance. The Company continues to strengthen its systems, controls, and processes to manage operational risks associated with digitalisation and data security.

Digital Transformation and Innovation

Amlak continues to adopt digital tools and systems to enhance operational efficiency and strengthen internal oversight and control. Any digital initiatives are implemented with governance oversight and alignment with Information security standards and consumer protection rights. The organization prioritises customer

privacy throughout digital processes to ensure compliance with Central Bank Consumer Protection Regulations. This process allows for minimal data collection, safeguarding customer information, and maintaining confidentiality.

Cybersecurity and Data Protection

Amlak maintains a comprehensive Information Security Policy that establishes a strong governance framework for continuous monitoring, protection, and management of cybersecurity risks and data privacy and protection across all corporate information assets and network infrastructure. Some of the key elements of this framework include:

- Continuous monitoring of security events and system logs that detect and respond to threats promptly.
- Alignment with regulatory and framework requirements.
- Regular employee training on cybersecurity risks, consequences, and incidents.
- A dedicated Data Management Policy that ensures data integrity and protects the privacy and confidentiality of identifiable information.
- An Incident Management Policy, which is designed to prevent security incidents and minimise potential impacts. This is overseen by the Information Security Officer, who provides monthly security reporting.

During 2025, Amlak is proud to report zero cybersecurity incidents and zero substantiated complaints concerning breaches of customer privacy or losses of customer data. This showcases Amlak's commitment to protecting customer information and maintaining ethical standards.

5.4 Responsible Procurement

Amlak recognises that responsible procurement plays an important role in supporting our operational resilience and promoting local businesses. The organization has a risk-based, structured approach to supplier engagement by integrating environmental and social considerations into vendor selection and evaluation processes. All our suppliers are required to

follow a Code of Conduct, and 100% of our suppliers have formally certified their compliance with this code. Procurement practices are designed to promote transparency and long-term value while supporting national priorities related to local content, economic resilience, and job creation.

Sustainable Procurement Strategy

Environmental and sustainability considerations are integrated into Amlak's procurement and vendor management processes. Suppliers are assessed during onboarding and ongoing evaluations, focusing on compliance with environmental laws, responsible use of resources, and appropriate emissions and waste management practices. Environmental risks within the supply chain are reviewed using a risk-based approach, and extra scrutiny is applied to suppliers assessed as critical or higher impact. Corrective actions are initiated whenever gaps are identified to address risks and support improvement.

vendor performance evaluation process, expanding our scope to include ESG considerations.

Out of 106 total suppliers, 30 were assessed for environmental impacts. Looking ahead, Amlak plans to further strengthen its sustainability procurement framework by refining its ESG evaluation criteria. This criterion includes the introduction of weighted ESG scoring and linking ESG performance to vendor renewal and selection decisions. Along with these, additional priorities for Amlak include expanding ESG data collection, increasing supplier awareness, and ensuring alignment of procurement practices with applicable regulatory frameworks and industry best practices.

In 2025, ESG assessment was formally embedded into both the vendor onboarding framework and the annual

Local Supplier Engagement and ESG Alignment

Year	Total number of suppliers	Local Suppliers Percentage
2023	178	100%
2024	114	100%
2025	106	100%

Year	Total Procurement Spending (AED)	Total Procurement Spending on Local Suppliers (AED)
2023	35.65 M	35.65 M
2024	39.59 M	39.59 M
2025	31.71 M	31.71 M

Environmental Stewardship: Managing Impacts and Enhancing Efficiency

Amlak is aware of the pressing need to reduce environmental impact and support the nation's climate goals. Our energy and resource management efforts have enabled us to keep a sustained focus on

emission reduction, waste minimisation, and resource conservation. We prioritise environmental responsibility across our business.

6.1. Environmental Strategy and Commitments

Amlak views environmental stewardship as not only a business imperative but also a fundamental responsibility. Our operations are conducted in compliance with environmental laws and regulations across all jurisdictions. We continuously monitor, assess, and manage environmental impacts across our offices.

sustainability agenda, including the UAE Green Growth Strategy, the UAE Green Agenda 2015–2030, the UAE Net Zero 2050 Initiative, and the UAE Circular Economy Policy. Although not formally enrolled in these government programs, Amlak Finance's ESG framework, operational controls, and climate risk management practices are designed to support and contribute to these national objectives.

We aim to achieve net-zero emissions by 2050. Moreover, Amlak Finance aligns in principle with the UAE's national

Environmental Priorities for 2025

Our core environmental priorities to minimise impact on the environment include:

- **Material Management**—Ensure efficient and responsible material management by optimising usage, minimising waste, ensuring regulatory compliance, and preventing over-procurement.
- **Emissions Reduction**—Continuously seek to lower emissions and carbon intensity by adopting operational improvements, innovative technologies, and best practices, aiming to achieve performance that exceeds global and international industry standards.
- **Energy Efficiency**—Prioritise energy efficiency by monitoring consumption, identifying optimisation opportunities through periodic reviews, and promoting energy-efficient practices to reduce environmental impact.
- **Water Management**—Reduce impact on local water resources through responsible management and consumption practices.
- **Waste Management**—Focus on reducing waste generation through segregation where feasible, responsible disposal via approved service providers, and periodic reviews to identify improvement opportunities and minimise environmental impact.

6.2 Climate and Resource Performance

Amlak recognises the environmental impacts associated with its operations, particularly energy consumption and greenhouse gas (GHG) emissions that contribute to climate change. We are committed to

reducing our environmental footprint and supporting a low-carbon future through climate change mitigation, adaptation, and resilience measures aligned with global and national climate objectives.

Climate Change and GHG Emissions Profile

Through our ESG policy and strategy, we are aligned with the UAE Green Growth Strategy, the UAE Green Agenda 2015–2030, the UAE Net Zero 2050 Initiative, and the UAE Circular Economy Policy and continue to take steps to reduce our environmental impact.

We have achieved cumulative emissions reductions of over 1.89 million tCO₂e. These milestones underscore our continued commitment to enhancing the carbon efficiency of our operations.

Year	2023	2024	2025
Scope 1 (Fuel)	23.08	21.92	21.35
Scope 2 (Electricity)	37.50	34.42	33.10

GHG Emission Intensity (MT CO ₂ e)	Year
2024	0.695
2025	0.707

Energy Consumption and Efficiency

At Amlak Finance, we recognise the importance of responsible energy management in our operations. Our actions focus on energy efficiency, energy optimisation, and transitioning to renewable energy. Energy consumption and intensity are tracked quarterly across all facilities, with action plans aligned to our sustainability objectives. We aim to be an industry leader in energy efficiency and a benchmark for sustainable operations powered by green energy, which supports our commitment to innovation and energy security. However, currently we are completely dependent on non-renewable

energy. In 2025, total energy consumption reached 612.92 gigajoules (GJ).

A consistent reduction in total energy consumption intensity has been observed over the past three years. The intensity decreased from 9.73 in 2023 to 7.75 in 2024, and further declined to 5.2 in 2025. This improvement is primarily attributed to enhanced space utilisation, increased adoption of hybrid working practices, and strengthened energy management measures, resulting in lower energy consumption per employee.

Energy Consumption	Scope	Unit	2023	2024	2025
Fuel from Owned Vehicles	Direct Consumption	GJ	378.12	316.75	318
Electricity	Indirect Consumption	GJ	323.05	311.37	294.92
Total Energy Consumption	Direct and Indirect Consumption	GJ	701.17	628.12	612.92

Energy Intensity per Employee (GJ/employee)	Scope	2023	2024	2025
Fuel from Owned Vehicles	Direct (Scope 1)	5.25	3.91	1.37
Electricity	Indirect (Scope 2)	4.48	3.84	3.83
Total Energy Consumption	Direct and indirect	9.73	7.75	5.2

Water Use, Conservation and Performance

As an organization operating in a region with significant water scarcity, Amlak Finance is fully committed to respecting, valuing, and conserving both local and global water resources. We recognise the importance of efficient and responsible water usage, and we are dedicated to adopting sustainable water management practices, preventive controls and regulatory compliance while addressing water security through our operations. Our approach focuses on optimising water use, reducing wastage, and enhancing efficiency across the entire Amlak's operations.

Our water consumption for the reporting period was 257,881 m³ which is 16.68% higher than the previous year. However we have prioritised initiatives to reduce water consumption in our

facilities and head office buildings through regular plumbing maintenance and systematic monitoring of water usage, with any abnormal consumption promptly investigated and addressed. These initiatives are expected to reduce water consumption levels and demonstrate tangible operational benefits. By continuing to innovate and expand these initiatives, we aim to set a benchmark for water stewardship within our industry while reducing the overall environmental impact of our operations.

Aligned with Amlak's ESG Strategies, Amlak targets to strengthen water conservation practices through increased awareness, efficient fixtures, and improved monitoring to optimize water usage and minimize water wastage.

Water Consumption	Unit	2023	2024	2025
Water Consumption	m ³	231.66	221	257,881
Water Intensity	m ³	3.21	0.72	3.34

Waste Management and Circular Practices

As part of Amlak's commitment to minimising environmental and community impacts and optimising resource efficiency, the organization periodically reviews its waste streams to better understand waste generation across its operations. This assessment supports the identification of opportunities to reduce waste and, where feasible, prevent waste generation at source.

Waste-related impacts are limited to Amlak's internal operations, as the organization does not engage in manufacturing or other waste-intensive activities. No material waste impacts have been identified upstream or downstream within the value chain. All activities are office-based, resulting in only non-hazardous waste.

Waste is segregated at source into general waste, paper, plastic, cans and glass, pantry waste, and a limited amount of electronic waste from IT equipment. Amlak prioritises responsible waste management practices aligned with the principles of reduction, reuse, and recycling. Waste collection and disposal are managed by approved service providers, with compliance ensured through contractual obligations, licence and permit verification, and periodic performance monitoring.

Due to the nature of office-based operations and reliance on third-party waste contractors, the total volume of non-hazardous

waste diverted is not currently measured in metric tonnes. Monitoring is therefore qualitative, focusing on waste categories and disposal methods rather than weight-based metrics.

Amlak's primary waste reduction efforts focus on minimising paper consumption by increasing the digitisation of processes. The organization remains committed to the safe handling, treatment, and disposal of all waste generated, while progressively integrating circular economy principles into its operational practices.

Amlak has made strides in waste management through the implementation of best practices and process optimisations. Some of the major waste reduction efforts initiated by us are systematic waste segregation and recycling carried out through its facility management provider, along with the promotion of reusing office supplies, furniture, and IT equipment to minimise waste sent to landfill.

Of the total waste generated, 0.9714 MT was non-hazardous in nature. During the reporting period, 0.57 MT of this waste were successfully diverted from disposal, while another 0.4014 MT of waste were directed to disposal.

Waste Type	Unit	2024	2025
General Waste	MT	2.55	0.604
Cans and Glass	MT	0.2	0.1267
Paper	MT	0.4	0.1235
Plastic	MT	0.1	0.1172

6.3 Sustainable Operations and Green Office Initiatives

The organization adopts responsible material management practices to promote efficient resource utilization, ensure regulatory compliance, and minimize environmental impact. Materials are procured strictly in line with operational requirements, with effective controls in place to prevent over-procurement and reduce waste. Wherever feasible, reuse and recycling initiatives are encouraged to extend the lifecycle of materials. Hazardous materials are managed with due care and disposed of through approved and licensed service providers in accordance with applicable legal and safety standards. These practices collectively contribute to

operational efficiency while supporting the organization's broader sustainability objectives.

Furthermore, Amlak Finance has implemented a range of green office initiatives to reduce its environmental footprint, including the adoption of energy-efficient lighting, optimised space utilisation, and digital workflows. These efforts are complemented by waste segregation practices, the installation of water-saving fixtures, and regular maintenance across office premises.

Social Responsibility: Empowering People, Customers & Communities

7.1 People and Culture

At Amlak, we believe that our greatest asset is our people. They are driving our long-term success, the heart of our operations, the drivers of innovation, and the shapers of a sustainable future. With a workforce representing over 18 nationalities, we take great pride in the diversity that reflects the global nature of our business. By embracing this diversity, we gain a deeper understanding of the needs of our customers, partners, and communities, enabling us to deliver innovative solutions that create a positive impact. Inspired by global best practices and aligned with the sustainability

frameworks, we have implemented comprehensive strategies to nurture a culture of inclusion, safety, and professional development. Our Code of Conduct outlines the core behaviours we expect from every individual and serves as a guide to fostering mutual respect and equality. We are committed to fostering a healthy, inclusive, and diverse workplace that empowers every individual to thrive. We firmly believe that employee well-being is critical to satisfaction, retention, and our overall reputation with internal and external stakeholders.

Workforce Profile and Demographics

We focus on Emiratisation and, at the same time, place importance on workforce diversity by nationality. As of December 31, 2025, Amlak employed a total of 77 people representing 18 nationalities, fostering a culturally diverse workforce. In 2025, we added 9 new employees to our team, bringing a wealth of experience, knowledge, and skills to support further growth across the organization. Our voluntary staff turnover in 2025 was 13 across the organization.

During the reporting period, Amlak's workforce comprised employees across a diverse range of age groups. Employees under the age of 30 represented 18% of the total workforce, with an equal gender distribution of 7 male and 7 female employees. The largest proportion of employees fell within the 30–50 age group, accounting for 65% of the workforce, comprising 37 male and 13 female employees. Employees aged over 50 represented 17% of the workforce, including 12 male and 1 female employees.

Total Number of Nationalities	
Year	Number
2023	16
2024	18
2025	18

Governance body		
Year	Female	Male
2023	14%	86%
2024	14%	86%
2025	14%	86%

Total Employees by Gender			
Year	Female	Male	Total
2023	22	53	75
2024	24	57	81
2025	21	56	77

Total Employees by Job Category & by Gender						
Year	Entry Level		Mid Level		Senior to Executive Level	
	Male	Female	Male	Female	Male	Female
2023	50%	50%	73%	27%	94%	6%
2024	82%	18%	58%	42%	92%	8%
2025	60%	40%	85%	16%	93%	7%

Total Employees by Age Group			
Year	Below 30 years old	30-50 years old	Above 50 years old
2023	10%	72%	54%
2024	11%	71%	18%
2025	18%	65%	17%

Total New Employee Hires by Gender			
Year	Male	Female	Total
2023	8	4	12
2024	12	7	19
2025	4	5	9

Total New Hires by Age Group			
Year	Below 30 years old	30-50 years old	Above 50 years old
2023	2	8	2
2024	12	7	0
2025	8	0	1

Total Employee Turnover by Gender			
Year	2023	2024	2025
Male	5	8	5
Female	5	4	8
Total	10	12	13

Absenteeism Rate	
Year	Absenteeism rate
2023	2%
2024	3%
2025	11.3%

Total Number of Employees who took their parental leave, by gender		
Year	Maternity Leave	Paternity Leave
2023	0	4
2024	0	4
2025	0	4

Total Number of Employees who returned to work after their parental leave, who were still employed twelve months after return to work (retention)		
Year	Maternity Leave	Paternity Leave
2023	0	4
2024	0	4
2025	0	4

Emiratization and National Development

Emiratization is a strategic priority for Amlak, reflecting our dedication to empowering UAE nationals, fostering their professional growth, and integrating them into key roles within our organization. Amlak continues to actively contribute to the UAE's nationalization agenda by providing career development opportunities, leadership training, and mentorship programs for Emiratis. Through these initiatives, we aim to build a skilled, future-ready Emirati workforce, driving both the company's growth and the UAE's long-term economic vision.

As of 31 December 2025, Amlak is committed to supporting Emirati talent within its workforce, with UAE nationals making up 14% of its senior management and the entirety of its Board, while comprising 24% of the total workforce across all organizational levels, demonstrating the organization's commitment to national workforce integration and development.

Total Number of UAE Nationals						
Year	Female	Percentage(%)	Male	Percentage(%)	Total Number	Percentage(%)
2023	6	50%	6	50%	12	16%
2024	7	44%	9	56%	16	20%
2025	8	40%	12	60%	20	24%

UAE National Percentage by Job Category			
Year	Entry Level	Mid Level	Senior to Executive Level
2023	50%	33%	17%
2024	44%	44%	13%
2025	75%	11%	14%

Employee Well-being, Engagement and Experience

At Amlak, employees are recognised as the organization's most valuable asset. We are committed to fostering a safe, inclusive, and supportive workplace where employees feel safe, valued, respected, and empowered to perform at their best. This commitment is grounded in Amlak's core values and reflects the belief that employee wellbeing and engagement are fundamental to long-term business sustainability.

In 2025, Amlak continued to prioritise employee welfare through comprehensive benefits, well-being support, medical insurance, and approved healthcare providers, in line with local labour regulations and safe working environments, tailored to support both occupational and non-occupational health needs of its diverse workforce.

The organization proactively manages potential health and well-being risks associated with office environments, including ergonomic strain, prolonged screen use, work-related stress, and general workplace safety hazards. These risks are identified through quarterly workplace reviews, facility management oversight, employee feedback, and incident reporting mechanisms by the administration team. Appropriate preventive measures are implemented, including basic training on workplace safety, emergency preparedness, and ergonomic workstation arrangements.

During the reporting period, we recorded zero fatalities, zero high-consequence work-related injuries, zero recordable

injuries, zero lost-time injuries, zero fatalities due to work-related ill health, and zero work-related ill-health cases. Employees are encouraged to report hazards, incidents, or concerns to the line managers or to the administration/Human Resources (HR) team through established internal channels, including the dedicated email address admin@amlakfinance.com, with assurances of confidentiality and non-retaliation. Management reviews reported issues promptly and implements corrective actions where required, reinforcing a culture of openness and shared responsibility.

While Amlak does not currently operate a formal occupational health and safety management system aligned with international standards such as ISO 45001, health and safety is managed through internal policies, legal compliance, and ongoing oversight.

Employee engagement is promoted through open communication, regular management interactions, and accessible feedback channels. Health, safety, and well-being information is shared through inductions, internal communications, and periodic awareness initiatives.

Looking ahead, Amlak remains committed to enhancing employee wellbeing, engagement, and experience through continuous improvement, preventive initiatives, and a workplace culture that prioritises care, inclusion, and long-term employee development.

Diversity, Equity and Inclusion

Amlak's diversity, equity, and inclusion (DEI) Policy is driven by the purpose of building a culture that embraces diversity, promotes equity, and ensures inclusion at every level of our organization.

We recognise and embrace the value that individuals of different backgrounds, experiences, and perspectives bring to the workplace, understanding its crucial role in fostering tolerance, open-mindedness, and the acceptance of differing

viewpoints. DEI is central to building high-performing teams and driving the future success of our organization. In 2025, we are proud to report zero incidents of discrimination.

In 2025, we continued to integrate DEI into our operations, focusing on initiatives that drove meaningful change. This includes ensuring that all recruitment and new hires are based on selecting the best candidate for the role, regardless of gender, nationality, or age.

Talent, Training and Professional Development

Learning and development remain at the heart of Amlak's strategy to maintain competitiveness, enhance productivity, ensure compliance, attract and develop top talent and sustain leadership in a competitive market. By proactively identifying learning opportunities, we design customised solutions for diverse employee needs, including new hire training, role-specific learning paths, technical training, and performance improvement plans.

In 2025, Amlak established a strong foundation for a structured and inclusive employee training programme, ensuring development opportunities across all levels of the organization. A total of 2200 training hours were delivered, an average of 28.57 hours per employee, underscoring Amlak's commitment to workforce capability building.

Total Training Hours by Gender			
Year	Female	Male	Total
2023	1270	815	2085
2024	384	912	1296
2025	1000	1200	2200

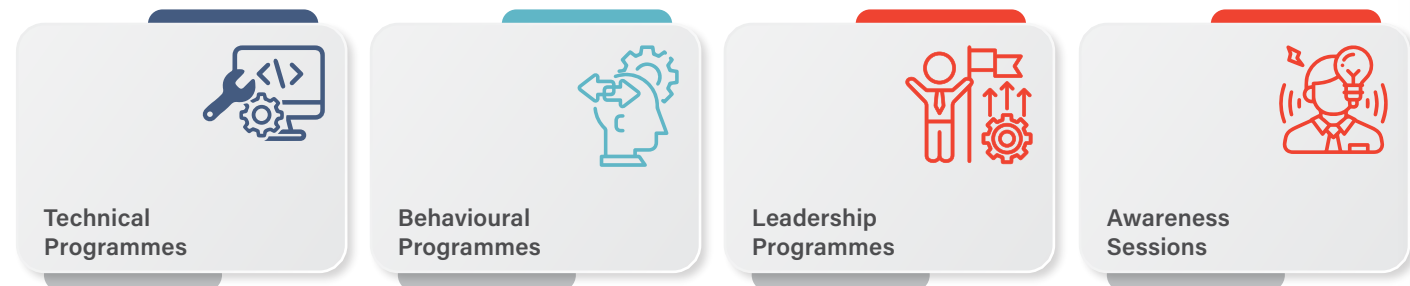
Total Training Hours by Job Category			
Year	Entry-Level	Mid-Level	Senior- to-Executive Level
2023	1196	589	300
2024	720	368	208
2025	1300	500	400

Average Training per Employee (Hours)	
2023	27.8
2024	16
2025	28.57

Number of e-learning training hours delivered	
2023	1000
2024	1200
2025	1100

Performance and Career Growth Framework

At Amlak, we firmly believe that our employees are the cornerstone of our success, and their dedication is integral to achieving our goals. To support their growth and development,



We also prioritised recognising and celebrating the exceptional contributions of our employees through a variety of employee recognition programmes. Recognising employees for their hard work and dedication is crucial to fostering a motivated and engaged workforce, thereby

we introduced tailor-made programmes designed to meet the evolving needs of our dynamic workforce, such as

directly contributing to the organization's success. Amlak understands the importance of celebrating its employees' achievements and regularly implements recognition programmes to honour exceptional performance across the organization.

Total Number of Employees Receiving Regular Performance and Career Development Review, by Gender				
Year	Female	Male	Total	Percentage of Total Workforce
2023	22	53	75	100%
2024	24	57	81	100%
2025	21	56	77	100%

Total Number of Employees Receiving Regular Performance and Career Development Review, by Job Category			
Year	Entry-Level	Mid-Level	Senior-To-Executive Level
2023	39	29	17
2024	45	23	13
2025	43	20	14

Managing Conflict of Interest

To safeguard the integrity of decision-making, the Board maintains a strict conflict-of-interest requirement and policy. BoD are required to immediately disclose any current or potential conflicts of interest in relation to matters brought before the Board. The Board must also sign an annual declaration confirming its compliance with any and all conflict of interest requirements.

Conflicts of interest arise when an individual's personal interests, relationships, or affiliations interfere or appear to interfere with professional duties and responsibilities.

Employees are expected to proactively identify and disclose any potential, perceived, or actual conflict of interest, including any internal or external relationships or interests that could impair objectivity or lead to perceived bias. Amlak's Conflict of Interest Policy outlines comprehensive measures to identify, mitigate, and manage any conflicts of interest, whether actual or perceived, which could harm Amlak's reputation. We are dedicated to handling conflicts of interest fairly, ensuring that no conflicts arise between the organization and its clients or between different clients, and reporting them accordingly.

7.2 Customer Care, Complaint Resolution and Experience Management

Delivering a positive customer experience is fundamental to Amlak's success. To enable this, our customer strategy focuses on key touchpoints along the customer journey, designed to help us continuously monitor and improve the customer experience.

Our outreach to customers occurs through various channels, including phone, SMS, email, social media, and regular

face-to-face interactions. This approach enables us to set service improvement goals and continuously enhance our delivery. We maintain an effective feedback loop that ensures timely responses to customer queries and concerns. Our customer-centric philosophy is further emphasised by our prompt and comprehensive record of complaint resolution. In 2025, 96% of customer complaints were resolved within six working days.

Customer Privacy, Data Protection and Responsible Use of Information

As we continue our digital transformation journey and further embed digitalization and information technology in our operations, it becomes increasingly vital that we protect our digital assets from cyber incidents that could harm our people, disrupt our processes, or affect our systems. Customer data protection is governed through a structured information security framework aligned with applicable Central Bank regulations and relevant legal requirements. This framework supports the responsible use of data while ensuring confidentiality and regulatory compliance.

Oversight is provided by a designated Information Security Officer, who is responsible for regular security monitoring and reporting to management.

As part of our efforts to enhance cybersecurity awareness among employees, we launched an "Information Security Awareness" training via educating our workforce on identifying and mitigating potential cyber threats. By fostering a culture of cybersecurity vigilance, we aim to minimize risks and safeguard our digital infrastructure. Moving forward, we will continue to invest in advanced security measures, employee training, and system enhancements to uphold the highest standards of data privacy and cybersecurity.

Customer data protection is governed through Amlak's Information Security framework. Further details are provided in Section 5.3.

7.3 Community Role and Impact

Guided by Amlak's CSR Strategy, we invest in programs aligned with the UN SDGs that enhance focus on (education equality, health, diverse community empowerment, and wellbeing and the environment).

Our aim is to create opportunities for prosperity and positively impact the communities where we live and operate through

philanthropy and social impact initiatives. In 2025, Amlak's community investment amounted to AED 100,000. The creation of shared value for our communities forms the cornerstone of our CSR Strategy. To further this commitment, we have implemented structured volunteering programmes for our employees, encouraging them to actively participate in community engagement.

Key Focus Areas in Community Engagement

Amlak advanced its corporate citizenship commitments through a structured CSR strategy focused on creating meaningful social, community, and environmental impact aligned with the UN SDGs. In 2025, Amlak actively collaborated with a diverse network of NGOs and non-profit organizations to deliver inclusive community initiatives, engaging a total of 12 community partners and members. Key collaborations included organizations such as Al Noor Rehabilitation & Welfare Association for People of Determination, Rashid Centre for People of Determination,

Emirates Down Syndrome Association, UAE Genetic Diseases Society, Sheikh Mohammed Bin Khalid Al Nahyan Cultural Centre, and Al Tareq Rehabilitation & Autism Centre. Through these partnerships, Amlak implemented 12 community engagement initiatives during the reporting year. Employee participation played a vital role in supporting these efforts, with five employees contributing a total of 25 volunteering hours to CSR activities, reinforcing Amlak's commitment to social responsibility, inclusion, and community wellbeing.

Community Initiatives and Achievements

Under Amlak's CSR strategy, the organization implemented a total of 12 community engagement initiatives during the reporting period. These initiatives were designed to create meaningful social and environmental value while supporting inclusive stakeholder participation. Of the total initiatives, 50% were focused on social impact assessment, 15% on environmental impact assessment and monitoring, and 5% on

community development programmes aligned with local needs. In addition, 15% of initiatives supported local consultation committees and engagement processes that actively included vulnerable and underrepresented groups, reinforcing Amlak's commitment to inclusive and responsible community engagement.

Disclaimer

This Sustainability Report has been prepared to outline Amlak Finance's ESG approach and performance for the reporting period.

Certain information in this report includes forward-looking statements based on current expectations and assumptions. Actual outcomes may differ due to changes in internal or external conditions, including regulatory, economic, or market factors.

Some disclosures are based on estimates and information provided by internal and external sources, including third parties. ESG data collection practices continue to evolve and may be refined in future reporting cycles.

Unless stated otherwise, disclosures in this report reflect Amlak Finance's defined reporting boundary for the reporting period 1st of January 2025 - 31st of December 2025. References to sustainability frameworks are intended to demonstrate alignment and should not be interpreted as full compliance where disclosures are not applicable.

This report does not constitute financial, legal, or investment advice.

DFM, GRI and UNSDGs Index

DFM	INDICATOR	GRI	PAGE NUMBER
Environmental			
E1. GHG Emissions	E1.1) Total amount of Scope 1 emissions	GRI: 1-305	158
	E1.2) Total amount of Scope 2 emissions	GRI: 2- 305	158
	E1.4) Please describe investments, initiatives and projects to reduce CO2 emissions.		157
E2. Emissions Intensity	E2.1) GHG emissions intensity	GRI: 4- 305	158
E3. Energy Usage	E3.1) Total amount of direct energy consumed	GRI: 1,2-302	158
	E3.2) Total amount of indirect energy consumed	GRI: 1,2-302	158
E4. Energy Intensity	E4.1) Direct energy use intensity	GRI: 4- 305	159
	E4.3) Please describe investments, initiatives and projects to reduce energy consumption and to increase energy efficiency		159
	E5.2) Non-renewable energy used	GRI: 2-302	158
E6. Water and Effluents	E6.3) Total amount of water consumed (If possible, a breakdown by source: surface water, groundwater, seawater, etc.)	GRI: 5-303	159
	E6.4) Water intensity		159
	E6.5) Water recycled (If applicable)		Not Applicable
	E6.7) Please describe investments, initiatives and projects to reduce water consumption and to increase water recycling		159
E7. Waste	E7.1) Total amount of waste generated (if possible, broken down by Hazardous and Non-hazardous)	GRI: 3-306	160
	E7.2) Total amount of waste diverted from disposal (if possible, broken down by Hazardous and Non- hazardous)	GRI: 4-306	160
	E7.3) Total amount of waste directed to disposal (if possible, broken down by Hazardous and Non- hazardous)	GRI: 306-5	160

DFM	INDICATOR	GRI	PAGE NUMBER
	E7.4) Total number and volume of oil spills (if applicable)	GRI: 11 Oil and Gas Sector	Not Applicable
	E7.5) Please describe investments, initiatives and projects to reduce waste generation consumption and to increase waste recycling		160
E8. Environmental Management	E8.1) Does your company follow a formal Environmental Policy?	GRI: 23-2	NA
	E8.2) Does your company follow specific waste, water, energy and/or recycling policies?	GRI: 24-2	158
	E8.3) Does your company adopt a recognised environment and energy management systems such as ISO14001 and ISO50001?		NA
	E8.4) Does your company have targets in place with regards to environment, energy, water and waste?		157
	E8.5) Please indicate if any fines received (> USD 10000) for non-compliance with laws and regulations regarding environmental management during the last reporting period	GRI 27-2	Not Applicable
E9. Climate Risks, Opportunities and Governance	E9.1) Please describe the climate-related risks and opportunities that could reasonably be expected to affect your company's prospects. Also explain, for each climate-related risk your organization has identified, whether your organization considers the risk to be a climate-related physical risk or transition risk.		To be disclosed in the future
	E9.2) Please describe the current and anticipated impacts of climate-related risks and opportunities on your company's business model and value chain.		Currently not disclosed
	E9.3) How has your company responded to, and plans to respond to, climate-related risks and opportunities in its strategy and decision-making, including the plans to achieve any climate-related targets it has set and any targets it is required to meet by law or regulation?		Currently not disclosed
	E9.4) What are the current effects, during the reporting period, of climate-related risks and opportunities on your company's financial position, financial performance and cash flows?		To be disclosed in the future
	E9.5) Please describe the processes and policies your company uses to identify, assess, prioritize, and monitor climate related risks, and the inputs and parameters used in these processes.		To be disclosed in the future
	E9.6) Please indicate if and how your company uses climate-related scenario analysis to identify and assess climate related risks.		To be disclosed in the future
	E9.7) Which governance body(s) (which can include a board, committee or equivalent body charged with governance) or individual(s) is responsible for oversight of climate-related risks and opportunities?		152
	E9.10) How does the body or individual consider climate-related risks and opportunities when overseeing your company's strategy?	GRI 2:12	To be disclosed in the future
	E9.11) Are performance metrics related to climate targets included in remuneration policies? If so, how?		NA

DFM	INDICATOR	GRI	PAGE NUMBER
	E9.12) Has your company delegated the role of overseeing climate-related risks and opportunities to a specific management-level position or committee, and how is oversight over this role or committee exercised?		152
	E9.13) Please disclose any quantitative and qualitative climate-related targets to monitor progress towards strategic goals, incl. any GHG emissions targets and specify the metric used to set the target.		157
Social			
S3. Breakdown with Staff	S2.1) Please share the total enterprise headcount held by fulltime employees (broken down by age and seniority level)	GRI 2:7	161,162
	S2.4) Please share the total of national employees (breakdown by age and seniority level)	GRI: 202-2	163,164
S4. Employee Turnover and New Hires	S3.1) Year-over-year change for full-time employees (broken down by gender, age and seniority level)	GRI: 401-1	161,162
	S3.4) Year-over-year of new hires (broken down by age, gender and seniority level)	GRI: 401-1	162
S5. Gender Diversity and Equality	S4.1) Total enterprise headcount held by men and women	GRI 2: 9	162
	S4.2) Total entry and mid-level positions held by men and women	GRI: 405-1	162
	S4.3) Total senior and executive-level positions held by men and women	GRI 2: 9	162
	S4.5) Please describe your company's initiatives or programs to support the recruitment and retention of female employees, and to support female employees to advance to management positions.	GRI: 2-9	165,166
S5. Human Rights	S5.1) Does your company follow a harassment and/or non-discrimination policy?	GRI 405-1	153,154
	S5.2) Does your company have a formal grievance mechanism in place?	GRI 405-2	154,164
	S5.3) Does your company follow a child and/or forced labour policy?	GRI 2: 19	155
	S5.4) Does your company follow a human rights policy?	GRI 2: 23	NA
	S5.5) Does your company provide training on human rights and related internal policies for your employees?	GRI: 404-1	154
S6. Health and Safety	S6.1) Does your company follow an occupational health and safety policy?	GRI 2: 23	164
	S6.2) Does your company adopt a recognised health and safety management system such as ISO45001?		164

DFM	INDICATOR	GRI	PAGE NUMBER
S6. Health and Safety	S6.3) Please share the total employee and total contractors (if available) man hours	GRI: 403-9	To be disclosed in the future
	S6.4) Please share the total employee fatalities, with a breakdown of gender	GRI: 403-9	164
	S6.5) Please share the employee lost time injury (LTI), with a breakdown of gender	GRI: 403-9	NA
	S6.6) Please share the lost time injury frequency (LTIF), with a breakdown of gender	GRI: 403-9	NA
	S6.7) Please share the total health and safety training provided to employees	GRI: 403-5	164
S7. Training and Development	S7.1) Please share the average annual training hours allocated per employee, with a breakdown of gender and employment category	GRI: 404-1	165
	S7.2) Please share the total hours of training per employee on sustainability policies and practices, including human rights.	GRI: 412-2	152,153,154
S8. Community Engagement	S8.1) Please share the total amount invested in the community, including philanthropy, donations and sponsorships	GRI: 413-1	167,168
	S8.2) Please share the total employee volunteering completed during the reporting period	GRI: 413-1	167,168
Governance			
G1. Board Diversity	G1.1) Total board seats occupied by men and women	GRI 405-1	152
	G1.2) Total committee chairs occupied by men and women	GRI 405-1	152
G2. Board Independence	G2.1) Does the company prohibit the CEO from serving as board chair?	GRI 405-1	152
	G2.2) Please share the total board seats occupied by independents	GRI 405-1	152
G3. Collective Bargaining	G3.1) Please share the total enterprise headcount covered by collective bargaining agreement(s) *Applicable to companies operating in countries in which collective bargaining is applicable by law	GRI 2: 30	NA in the UAE
G4. Supply Chain Management	G4.1) Are your vendors or suppliers required to follow a Code of Conduct?	GRI 23-2	156
	G4.2) If yes, what percentage of your suppliers are formally certified and compliant with the Code?		156
	G4.3) Please share the suppliers that underwent a supplier's environmental audit during the reporting period	GRI: 308-1	156
	G4.4) Please share the suppliers that underwent a supplier's social audit during the reporting period	GRI: 414-1	156
	G4.5) Please share the new suppliers receiving warning due to the environmental/social screening	GRI: 308-1	NA

DFM	INDICATOR	GRI	PAGE NUMBER
G5. Ethics and Anti-Corruption	G5.1) Does your company follow an Ethics and/or Anti-Corruption policy?	GRI 2: 23	154
	G5.2) Please share the workforce formally compliant with the Anti-Corruption Policy	GRI: 205-2	154
	G5.3) Please share the confirmed incidents of corruption during the reporting period	GRI: 205-3	154
	G5.4) Please share the corrective measures taken corresponding to the confirmed incidents of corruption (in case of any)	GRI: 205-4	155
G6. Data Security	G6.1) Does your company follow a Data Privacy policy?	GRI: 418-1	155
	G6.2) Has your company taken steps to comply with GDPR rules or similar standards?		167
	G6.3) Data security breaches during the reporting period (if any)	GRI: 418-1	155
G7. Sustainability Risks, Opportunities and Governance	G7.1) Describe the sustainability-related risks and opportunities that could reasonably be expected to affect your organization's prospects.		Currently not disclosed
	G7.2) Describe the current and anticipated impacts of sustainability-related risks and opportunities on your organization's business model and value chain.		Currently not disclosed
	G7.3) Describe how your organization responded to, and plans to respond to, sustainability-related risks and opportunities in its strategy and decision-making		157
	G7.7) Which governance body(s) (which can include a board, committee or equivalent body charged with governance) or individual(s) is responsible for oversight of sustainability-related risks and opportunities?	GRI 2-12	152
G7. Sustainability Risks, Opportunities and Governance	G7.8) How does the body or individual consider sustainability-related risks and opportunities when overseeing your organization's strategy?		153
	G7.10) Has your organization delegated the role of overseeing sustainability-related risks and opportunities to a specific management-level position or committee, and how is oversight over this role or committee exercised?		152,153
	G9. External Assurance	G9.1) Are your sustainability disclosures assured or validated by a third party?	GRI 2: 5



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