# BAYANAT FOR MAPPING AND SURVEYING SERVICES – BAYANAT LLC

Review report and condensed interim financial information for the three-month period ended 31 March 2022

#### BAYANAT FOR MAPPING AND SURVEYING SERVICES – BAYANAT LLC

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# REPORT ON REVIEW OF CONDENSED INTERIM FINANCIAL INFORMATION TO THE SHAREHOLDERS OF BAYANAT FOR MAPPING AND SURVEYING SERVICES – BAYANAT LLC

#### Introduction

We have reviewed the accompanying condensed statement of financial position of Bayanat for Mapping and Surveying Services – Bayanat LLC (the "Company") as at 31 March 2022, and the related condensed statements of profit or loss and other comprehensive income, changes in equity and cash flows for the three-month period then ended, and a summary of significant accounting policies and other explanatory notes. Management is responsible for the preparation and fair presentation of this condensed interim financial information in accordance with International Accounting Standard IAS 34 Interim Financial Reporting ('IAS 34'). Our responsibility is to express a conclusion on this condensed interim financial information based on our review.

#### Scope of review

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

#### Conclusion

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

#### Other Matter

The comparative information presented in the condensed statements of profit or loss and other comprehensive income, changes in equity and cash flows and the related notes has not been reviewed or audited.

Deloitte & Touche (M.E.)

Mohammad Khamees Al Tah

Registration No. 717

17 August 2022

Abu Dhabi

**United Arab Emirates** 

### Condensed statement of financial position as at 31 March 2022

	Notes	31 March 2022 AED (unaudited)	31 December 2021 AFD (audited)
ASSETS		,	, ,
Non-current assets			
Property and equipment	5	20,967,945	22,310,373
Intangible assets	6	972,655	830.751
Total non-current assets		21,940,600	23.141.124
Current assets		0.52 < 0.1	252 (21
Inventories		253,621	253,621
Trade and other receivables	8	2,856,457	7,423.826
Due from related parties	12	147,976,914	102,610,801
Contract assets	7	281,527,918	244.830.547
Contract cost		21,065,699	12,920,934
Refundable deposits		24,828,420	26.471.129
Cash and bank balances	9	21,291,810	56.773,109
Total current assets		499,800,839	451.283.967
Total assets		521,741,439	474,425,091
EQUITY			
Share capital	10	200,000,000	3.000.000
Additional capital	10	200,000,000	197,000,000
	10	1,500,000	1.500.000
Statutory reserve		97,348,575	53.938.277
Retained earnings		91,346,313	33.730.211
Total equity		298,848,575	255.438.277
LIABILITIES			
Non-current liability Employees' end of service benefits		4,383,557	3.883.242
Total non-current liability		4,383,557	3.883.242
Current liabilities			
Trade and other payables	11	147,958,253	145.329.086
Due to related parties	12	15,984,861	15,984.861
I oan from related parties	12	54,566,193	53,789,625
Total current liabilities		218,509,307	215,103,572
Total liabilities	1	222,892,864	218,986,814
Total equity and liabilities		521,741,439	474,425,091
( 86		-22	1
		-	
Hasan Amed Al Hosani Chief Executive Officer	Mansour of Malsoori Charman on the Apard of Directors	Renyl Rauf Chief Financ	eial Officer
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The accompanying notes form an integral part of this condensed interim financial information.

# Condensed statement of profit or loss and other comprehensive income for the three-month period ended 31 March 2022

	Note		s period ended
		31 N	March
		2022	2021
		AED	AED
		(unaudited)	(unaudited)
Revenue	13	89,623,656	79,107,630
Direct costs		(33,086,548)	(29,375,991)
Gross profit		56,537,108	49,731,639
General and administrative expenses		(12,759,685)	(20,527,101)
Finance expenses		(367,125)	(222,281)
Profit for the period		43,410,298	28,982,257
Other comprehensive income for the period		-	-
Total comprehensive income for the period		43,410,298	28,982,257

# Condensed statement of changes in equity for the three-month period ended 31 March 2022

	Share capital AED	Additional capital AED	Statutory reserves AED	Retained earnings AED	Total equity AED
At 1 January 2021 (audited) Total comprehensive income for the	3,000,000	-	1,500,000	87,651,440	92,151,440
period				28,982,257	28,982,257
At 31 March 2021 (unaudited)	3,000,000	<del>-</del>	1,500,000	116,633,697	121,133,697
At 1 January 2022 (audited) Total comprehensive income for the	3,000,000	197,000,000	1,500,000	53,938,277	255,438,277
period	-	-	-	43,410,298	43,410,298
Increase in share capital (refer note 10)	197,000,000	(197,000,000)			-
At 31 March 2022 (unaudited)	200,000,000	-	1,500,000	97,348,575	298,848,575

# Condensed statement of cash flows for the three-month period ended 31 March 2022

		Three-month p 31 Ma	
	Notes	2022 AED (unaudited)	2021 AED (unaudited)
Cash flows from operating activities Profit for the period Adjustments for:		43,410,298	28,982,257
Depreciation of property and equipment Amortisation of intangible assets Finance expenses Provision for employees' end of service benefits	5 6	1,797,437 85,558 367,125 601,192	1,690,460 7,345 222,281 378,339
Operating cash flows before movements			<del></del>
in working capital Decrease/(increase) in trade and other receivables and		46,261,610	31,280,682
refundable deposits Increase in contract assets Increase in contract cost		6,210,078 (36,697,371) (8,144,765)	(25,469,750) (78,889,532)
Increase in inventories (Increase)/decrease in due from related parties Increase in trade and other payables		(45,366,113) 2,629,167	(1,482,739) 35,439,417 13,413,618
Increase in due to related parties Increase in loan from related parties	12	776,568	21,783,569
Cash used in operating activities		(34,330,826)	(3,924,735)
Employees' end of service benefits paid Finance cost paid		(100,877) (367,125)	(222,281)
Net cash used in operating activities		(34,798,828)	(4,147,016)
Cash flows from investing activities Acquisition of property and equipment Acquisition of intangible assets	5 6	(455,009) (227,462)	(137,336) (4,437,000)
Net cash used in investing activities		(682,471)	(4,574,336)
Net decrease in cash and cash equivalents		(35,481,299)	(8,721,352)
Cash and cash equivalents at 1 January		56,773,109	18,748,145
Cash and cash equivalents at 31 March	9	21,291,810	10,026,793

#### 1 Legal status and principal activities

Bayanat for Mapping & Surveying Services - Bayanat LLC (the "Company") was incorporated and registered in the Emirate of Abu Dhabi, United Arab Emirates (U.A.E.) as a Limited Liability Company on 4 February 2008. The registered office of the Company is at P.O. Box 111143, Abu Dhabi, U.A.E.

On 14 September 2021, Group 42 Holding Ltd as the sole shareholder resolved to increase the share capital by AED 197,000,000 by a transfer from retained earnings and reduced the par value per share from AED 1,000 to AED 1. The amended articles of association was notarized by the Notary Public on 10 January 2022.

On 17 January 2022, the Shareholders resolved to change the legal status of the Company from Limited Liability Company to a Private Joint Stock Company. The legal fomalities were completed on 30 June 2022. Accordingly, the name of the Company was changed on 30 June 2022 from Bayanat For Mapping and Surveying Services – Bayanat LLC to Bayanat For Mapping and Surveying Services – Bayanat PJSC.

On 20 July 2022, the Shareholders resolved to change the name of the Company from Bayanat For Mapping and Surveying Services – Bayanat PJSC to Bayanat AI PJSC and to increase the authorized share capital of the Company from AED 200 million upto AED 1,050 million. As on 31 March 2022, the legal formalites are under process.

The principal activities of the Company are data classification & analysis services, data collection from one or more sources, data storing and recovering, computer devices and equipment domain consultancy, air photography, survey planning, air photography and information management systems engineering consultancy, work measurement and space, marine survey engineering consultancy, maps and drawings copying services, typing and documents photocopying services, computer systems and software designing, geographical maps drawing, book publication, maps and atlas printing, onshore and offshore oil and gas fields and facilities services.

The Company has not purchased or invested in any shares during the three-month period ended 31 March 2022.

There were no social contributions made during the three-month period ended 31 March 2022.

#### 2 Application of new and revised International Financial Reporting Standards ("IFRSs")

### 2.1 New and revised IFRSs applied with no material effect on the condensed interim financial information

The accounting policies adopted in the preparation of the condensed interim financial information are consistent with those followed in the preparation of the Company's annual financial statements for the year ended 31 December 2021, and the notes attached thereto, except for the adoption of certain new and revised standards, that became effective in the current period as set out below.

#### Reference to the Conceptual Framework - Amendments to IFRS 3

The amendments update an outdated reference to the Conceptual Framework in IFRS 3 without significantly changing the requirements in the standard.

- 2 Application of new and revised International Financial Reporting Standards ("IFRSs") (continued)
- 2.1 New and revised IFRSs applied with no material effect on the condensed interim financial information (continued)

#### **Interest Rate Benchmark Reform - Phase 2**

The amendments in Interest Rate Benchmark Reform- Phase 2 (Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16) introduce a practical expedient for modifications required by the reform, clarify that hedge accounting is not discontinued solely because of the IBOR reform, and introduce disclosures that allow users to understand the nature and extent of risks arising from the IBOR reform to which the entity is exposed to and how the entity manages those risks as well as the entity's progress in transitioning from IBORs to alternative benchmark rates, and how the entity is managing this transition.

#### Property, Plant and Equipment - Proceeds before Intended Use - amendments to IAS 16

The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in the statement of profit or loss.

#### Onerous Contracts - Cost of Fulfilling a Contract - amendments to IAS 37

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

#### **Annual Improvements to IFRS Standards 2018-2020**

The Annual Improvements include amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IFRS 16 Leases and IAS 41 Agriculture.

#### 2.2 New and revised IFRSs in issue but not yet effective and not early adopted

The Company has not applied the following new and revised IFRSs that have been issued but are not yet effective.

#### New and revised IFRSs

Classification of Liabilities as Current or Non-Current - amendments to IAS 1

The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

Effective for annual periods beginning on or after

1 January 2023

Effective date deferred

indefinitely. Adoption is

still permitted

Notes to the condensed interim financial information for the period ended 31 March 2022 (continued)

- 2 Application of new and revised International Financial Reporting Standards ("IFRSs") (continued)
- 2.2 New and revised IFRSs in issue but not yet effective and not early adopted (continued)

#### Effective for annual periods New and revised IFRSs beginning on or after

Amendment to IAS 12 1 January 2023

The deferred tax related to assets and liabilities arising from a single transaction that clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations.

IFRS 17: Insurance Contracts 1 January 2023

IFRS 17 requires insurance liabilities to be measured at a current fulfilment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts. IFRS 17 supersedes IFRS 4 Insurance Contracts as at 1 January 2023. Amendments to IFRS Insurance Contracts

1 January 2023

IFRS 17 to address concerns and implementation challenges that were identified after IFRS 17 was published in 2017.

Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011)

The amendment relates to the treatment of the sale or contribution of assets from an investor to its associate or joint venture.

1 January 2023 Extension of the Temporary Exemption from Applying IFRS 9 (Amendment to

The amendment changes the fixed expiry date for the temporary exemption in IFRS 4 'Insurance contracts' from applying IFRS 9 'Financial Instrument', so that entities would be required to apply IFRS 9.

IFRS 4)

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice 1 January 2023 Statement 2

The amendments require that an entity discloses its material accounting policies, instead of its significant accounting policies. Further amendments explain how an entity can identify a material accounting policy. Examples of when an accounting policy is likely to be material are added. To support the amendment, the Board has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in IFRS Practice Statement 2.

- 2 Application of new and revised International Financial Reporting Standards ("IFRSs") (continued)
- 2.2 New and revised IFRSs in issue but not yet effective and not early adopted (continued)

#### New and revised IFRSs

Effective for annual periods beginning on or after

Definition of Accounting Estimates - Amendments to IAS 8

1 January 2023

The amendments replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in interim condensed financial information that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in interim condensed financial information to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error.

Management anticipates that these new standards, interpretations and amendments will be adopted in the Company's condensed interim financial information as and when they are applicable and adoption of these new standards and amendments may have no material impact on the condensed interim financial information of the Company in the period of initial application.

#### 3 Statement of compliance and basis of preparation

#### **Statement of compliance**

The interim condensed financial statements are prepared in accordance with International Accounting Standard (IAS) 34, "Interim Financial Reporting" and also comply with the applicable requirements of the laws in the UAE. These condensed financial statements do not include all the information required for full annual financial statements and should be read in conjunction with the financial statements of the Company as at and for the year ended 31 December 2021. In addition, results for three-months period ended 31 March 2022 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2022.

#### **Basis of preparation**

The condensed interim financial information is presented in UAE Dirhams (AED), which is the functional currency of the Company.

These condensed interim financial information has been prepared on the historical cost basis.

#### 4 Summary of significant accounting policies and estimates

The accounting policies applied by the Company in these condensed interim financial information are consistent with those in the audited annual financial statements for the year ended 31 December 2021, except for the adoption of new standards and interpretations effective 1 January 2022.

The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

#### Critical judgements and key sources of estimation uncertainty

The preparation of the condensed interim financial information requires management to make judgments, estimates and assumptions that affects the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the Company's annual financial statements for the year ended 31 December 2021.

#### 5 Property and equipment

During the period ended 31 March 2022, the Company purchased AED 455,009 (31 December 2021: AED 8,477,972) of property and equipment. Depreciation expense during the period amounted to AED 1,797,437 (31 December 2021: AED 6,631,036). No impairment loss on property and equipment was recognised during the period.

#### 6 Intangible assets

Intangible assets comprise of computer software, licenses and development costs.

During the period ended 31 March 2022, the Company purchased AED 227,462 (31 December 2021: AED 931,992) of intangible assets. Amortisation expenses during the period amounted to AED 85,558 (31 December 2021: AED 145,009). No impairment loss on intangible assets was recognised during the period.

#### 7 Contract assets

Contract assets represents balances due from customers under software development, installation and support service contracts that arise when the Company receives payments from customers in line with a series of performance related milestones. Also, contract assets primary relates to the Company's right on consideration for goods and services provided but not billed at the reporting date. The Company recognises a contract asset for any work performed.

Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer. Payments that are not due from the customer until the services are complete and therefore a contract asset is recognised over the period in which the services are performed to represent the entity's right to consideration for the services transferred to date. All the contract assets are expected to be realized within one year hence classified under current assets.

#### **7** Contract assets (continued)

There is no expected credit loss recognised on the above contract assets (31 December 2021: AED nil).

Contract assets of AED 281,527,918 (31 December 2021: AED 244,045,438) pertain to related parties.

#### 8 Trade and other receivables

	31 March	31 December
	2022	2021
	AED	AED
	(unaudited)	(audited)
Trade receivables	2,809,958	2,885,246
Advance to suppliers	-	4,397,580
Other receivables	46,499	141,000
	2,856,457	7,423,826

The Company measures the loss allowance for trade receivables at an amount equal to lifetime ECL. The expected credit losses on trade receivables are estimated using a loss rate, with reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date. There is no loss allowance recorded on the trade receivables and other receivables based on the above assessment made by the management.

The Company has adopted a policy of dealing with only creditworthy counterparties. Adequate credit assessment is made before accepting an order for sale of services or goods from counterparty.

#### 9 Cash and bank balances

Cash and cash equivalents included in the condensed statement of cash flows comprise the following condensed statement of financial position amounts:

	31 March 2022	31 December 2021
	AED	AED
	(unaudited)	(audited)
Cash on hand	10,000	10,000
Bank balances	21,281,810	56,763,109
Cash and cash equivalents in the condensed statement of cash flows	21,291,810	56,773,109

#### 9 Cash and bank balances (continued)

Balances with banks are assessed to have low credit risk of default since these banks are highly regulated by the central banks of the respective countries. Accordingly, management of the Company estimates the loss allowance on balances with banks at the end of the reporting period at an amount equal to 12 month ECL. None of the balances with banks at the end of the reporting period are past due, and taking into account the historical default experience and the current credit ratings of the bank, the management of the Company have assessed that there is no impairment, and hence have not recorded any loss allowances on these balances.

Cash at bank of AED 21,281,810 (31 December 2021: AED 56,763,109) pertains to banks which are related parties.

Bank account under the name of a related party amounting to AED 213,529 (31 December 2021: AED 258,797) has been assigned for the beneficial interest of the Company.

#### 10 Share Capital

Share capital comprised of 200,000,000 (31 December 2021: 3,000) authorized and issued shares of AED 1 (31 December 2021: AED 1,000) each.

On 14 September 2021, Group 42 Holding Ltd (previous sole shareholder) resolved to increase the share capital by AED 197,000,000 by a transfer from retained earnings and reduced the par value per share from AED 1,000 to AED 1. The amended articles of association of the Company was notarized by the Notary Public on 10 January 2022.

On 20 July 2022, the Company's Board of Directors have resolved to increase its authorized share capital from AED 200 million upto AED 1,050 million. As on 31 March 2022, the legal formalites are under process.

#### 11 Trade and other payables

	31 March	31 December
	2022	2021
	AED	AED
	(unaudited)	(audited)
Trade payables	3,268,235	5,145,867
Accrued expenses	140,210,331	134,431,825
Advances from customers	1,201,119	1,201,119
VAT payable	3,278,568	4,550,275
	147,958,253	145,329,086

#### 11 Trade and other payables (continued)

The average credit period on the purchase of goods is 30-60 days (31 December 2021: 30 days). The Company has financial risk management policies in place to ensure that all payables are paid within credit period. No interest is charged on other payables.

Advances from customers of AED 1,201,119 (31 December 2021: AED 1,201,119) pertain to related parties.

#### 12 Related parties

The Company, in the ordinary course of business, enters into transactions, at agreed terms and conditions, with related parties. Related parties comprise of the Company's shareholders, directors, senior management and businesses controlled by them and their families or over which they exercise significant management influence as well as key management personnel. The Company, in the ordinary course of business, enters into transactions, with other business enterprises or individuals that fall within the definition of related parties contained in International Accounting Standard 24 (Revised). The Company has a related party relationship with the Government of Abu Dhabi, directors and executive officers (including business entities over which they can exercise significant influence, or which can exercise significant influence over the Company).

Significant transactions with related parties during the period were as follows:

	Three-month period ended 31 March	
	2022	
	AED	AED
	(unaudited)	(unaudited)
Revenue	89,623,656	79,107,630
Key management compensation		
Short term benefits	1,604,330	840,000
Long term benefits	123,816	-
	1,728,146	840,000

Balances with related parties disclosed in the condensed statement of financial position includes the following:

	31 March	31 December
	2022	2021
	AED	AED
	(unaudited)	(audited)
Due from related parties		
Government entities	147,976,914	102,610,801

#### 12 Related parties (continued)

	31 March 2022	31 December 2021
	AED	AED
	(unaudited)	(audited)
Due to related narties	(unauuiteu)	(auditeu)
Due to related parties	10 212 200	10 212 200
Government entities	10,212,200	10,212,200
Entities under common control	5,772,661	5,772,661
	15,984,861	15,984,861
	31 March	31 December
	2022	2021
	AED	AED
	(unaudited)	(audited)
Loan from related parties		, , ,
Entity under common control (a)	36,712,500	36,712,500
A shareholder (b)	17,077,125	17,077,125
Interest payable	776,568	-
	54,566,193	53,789,625

- a) During 2021, the Company entered into a loan facility arrangement with G42 Companies Management RSC Ltd (a "related party") amounting to USD 50,000,000 (AED 183,625,000), out of which the Company has utilised a facility amounting to USD 9,996,596 (AED 36,712,500) (31 December 2021: AED 36,712,500). The loan bears interest of 4% per annum on the amount of the facility used and is repayable on demand.
- b) During 2021, the Company has entered into a loan facility arrangement with Group 42 Holding Ltd (a "shareholder") to finance a new developing project amounting to USD 5,600,000 (AED 20,566,000) out of which the Company has utilised USD 4,650,000 (AED 17,077,125) (31 December 2021: AED 17,077,125). The loan bears interest of 4% per annum on the amount of the facility used and shall be repayable on the commercialization of the project which is expected to be 12 months from the date of drawdown.

#### 13 Revenue

The Company derives its revenue from contracts with customers for the transfer of goods and services over time and at a point in time as follows:

	For the three-month period ended	
	31 March	31 March
	2022	2021
	AED	AED
	(unaudited)	(unaudited)
Revenue from contracts with customers		
Products and services transferred at point in time	5,388,597	5,638,403
Products and services transferred over time	84,235,059	73,469,227
	89,623,656	79,107,630

All revenue from contracts with customers are within UAE.

#### 14 Contingent liabilities

The Company had the following contingent liabilities and commitments outstanding at:

	31 March 2022 AED (unaudited)	31 December 2021 AED (audited)
Performance guarantees	218,558,288	218,558,288
Letters of credit	<u>-</u>	5,475,698
Capital commitments	485,836	6,013,790

#### 15 Financial instruments

All financial assets and liabilities are measured at amortised cost and the carrying values approximate to the fair value.

#### 16 Seasonality of results

No income of a seasonal nature was recorded in the condensed interim statement of profit or loss for the three-month period ended 31 March 2022 and 2021.

#### 17 Subsequent events

On 20 July 2022, the Shareholder resolved to change the name of the Company from Bayanat For Mapping and Surveying Services – Bayanat PJSC to Bayanat AI PJSC and to increase the authorized share capital of the Company from AED 200 million upto AED 1,050 million.

#### 18 Approval of condensed interim financial information

The condensed interim financial information was approved by management and authorised for issue by the Board of Directors on 17 August 2022.