

**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**FINANCIAL STATEMENTS**  
**For the year ended 31 December 2020**  
Together with the  
**Independent auditor's report**



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**INDEPENDENT AUDITOR'S REPORT  
TO THE SHAREHOLDERS OF DEUTSCHE SECURITIES SAUDI ARABIA  
(A Saudi Closed Joint Stock Company)**

**Opinion**

We have audited the financial statements of Deutsche Securities Saudi Arabia (A Saudi Closed Joint Stock Company) (the "Company"), which comprise the statement of financial position as at 31 December 2020, and the statement of income, statement of comprehensive income, statement of changes in shareholders' equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statement present fairly, in all material respects, the financial position of the Company as at 31 December 2020 and its financial performance and its cash flows for the year then ended in accordance with the accordance with International Financial Reporting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are issued by the Saudi Organization for Certified Public Accountants.

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statement section of our report. We are independent of the Company in accordance with professional code of conduct and ethics endorsed in the Kingdom of Saudi Arabia that are relevant to our audit of the financial statement, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Other Matter**

The financial statements of the Company for the year ended 31 December 2019, were audited by another auditor who expressed an unmodified opinion on those statements on 2 Sha'aban 1441H (corresponding to 26 March 2020).

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

Management is responsible for the preparation and fair presentation of the financial statement in accordance with International Financial Reporting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are issued by the Saudi Organization for Certified Public Accountants and the provisions of Regulations of Companies and the Company's Articles of Association, and for such internal control as management determines is necessary to enable the preparation of financial statement that are free from material misstatement, whether due to fraud or error.



**INDEPENDENT AUDITOR'S REPORT  
TO THE SHAREHOLDERS OF DEUTSCHE SECURITIES SAUDI ARABIA  
(A Saudi Closed Joint Stock Company) (continued)**

**Responsibilities of Management and Those Charged with Governance for the Financial Statements (continued)**

In preparing the financial statement, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statement as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia 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 this financial statement.

As part of an audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.





**INDEPENDENT AUDITOR'S REPORT  
TO THE SHAREHOLDERS OF DEUTSCHE SECURITIES SAUDI ARABIA  
(A Saudi Closed Joint Stock Company) (continued)**

**Auditor's Responsibilities for the Audit of the Financial Statements (continued)**

- 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

for Ernst & Young

Rashid S Al Rashoud  
Certified Public Accountant  
License No. (366)

Riyadh: 16 Sha'aban 1442H  
(29 March 2021)



**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**STATEMENT OF FINANCIAL POSITION**  
As at 31 December 2020  
(Saudi Arabian Riyals in '000)

	<i>Note</i>	<i>31 December</i> <b>2020</b>	<i>31 December</i> <b>2019</b>
<b><u>ASSETS</u></b>			
Cash and cash equivalents	5	<b>82,459</b>	413,269
Term deposits	6	<b>300,000</b>	--
Due from related parties	17	<b>18,094</b>	23,041
Accounts receivable		<b>612</b>	752
Prepayments and other current assets	7	<b>3,048</b>	2,270
Right-of-use assets	8	<b>4,402</b>	4,838
Property and equipment, net	9	<b>2,440</b>	3,360
Deferred tax assets	15	<b>--</b>	2,505
<b>TOTAL ASSETS</b>		<b>411,055</b>	450,035
<b><u>LIABILITIES AND EQUITY</u></b>			
<b><u>LIABILITIES</u></b>			
Due to related parties	17	<b>31,106</b>	34,792
Accrued expenses and other current liabilities	10	<b>6,969</b>	6,604
Income tax provision	15	<b>4,215</b>	4,215
Lease liability		<b>4,402</b>	6,816
Employees' end-of-service benefits	11	<b>4,701</b>	4,542
<b>TOTAL LIABILITIES</b>		<b>51,393</b>	56,969
<b><u>SHAREHOLDERS' EQUITY</u></b>			
Share capital	12	<b>532,235</b>	532,235
Statutory reserve	13	<b>6,264</b>	6,264
Actuarial losses on employees' end of service benefits liability		<b>(842)</b>	(915)
Accumulated losses		<b>(177,995)</b>	(144,518)
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>359,662</b>	393,066
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>411,055</b>	450,035

The accompanying notes 1 to 22 form an integral part of these financial statements.  
These financial statements have been approved by the Board of Directors on 28 March 2021.

**DEUTSCHE SECURITIES SAUDI ARABIA**

(Closed Joint Stock Company)

**STATEMENT OF INCOME**

For the year ended 31 December 2020

*(Saudi Arabian Riyals in '000)*

	<u>Note</u>	<u>2020</u>	<u>2019</u>
Fee income	17	14,042	14,296
Brokerage income, net		1,257	14,794
Service fee, net	17	2,194	2,147
<b>Operating income</b>		<b>17,493</b>	31,237
Administrative expenses	14	(52,096)	(62,262)
<b>Net operating loss</b>		<b>(34,603)</b>	(31,025)
Special commission income	17	3,438	7,743
Exchange income / (loss)		193	(305)
<b>Net loss before tax</b>		<b>(30,972)</b>	(23,587)
Income tax expense	15	(2,505)	(11,790)
<b>Net loss for the year</b>		<b>(33,477)</b>	(35,377)

The accompanying notes 1 to 22 form an integral part of these financial statements.

These financial statements have been approved by the Board of Directors on 28 March 2021.

**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**STATEMENT OF COMPREHENSIVE INCOME**  
For the year ended 31 December 2020  
*(Saudi Arabian Riyals in '000)*

	<i>Note</i>	<b>2020</b>	<i>2019</i>
<b>Net loss for the year</b>		<b>(33,477)</b>	(35,377)
<b>Other comprehensive income</b>			
<i>Item that cannot be reclassified to statement of income</i>			
Re-measurement of employees' end of service benefit liability, net of tax	<i>11</i>	<b>73</b>	(379)
<b>Other comprehensive income / (loss) for the year</b>		<b>73</b>	(379)
<b>Total comprehensive loss for the year</b>		<b>(33,404)</b>	(35,756)

The accompanying notes 1 to 22 form an integral part of these financial statements.  
These financial statements have been approved by the Board of Directors on 28 March 2021.

**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY**  
**For the year ended 31 December 2020**  
*(Saudi Arabian Riyals in '000)*

	<u>Share capital</u>	<u>Statutory reserve</u>	<u>Actuarial losses on employees' end of service benefits liability</u>	<u>Accumulated losses</u>	<u>Total</u>
<b>Balance as at 1 January 2019</b>	532,235	6,264	(536)	(109,141)	428,822
Net loss for the year	--	--	--	(35,377)	(35,377)
Other comprehensive loss	--	--	(379)	--	(379)
<b>Total comprehensive loss</b>	--	--	(379)	(35,377)	(35,756)
<b>Balance as at 31 December 2019</b>	<u>532,235</u>	<u>6,264</u>	<u>(915)</u>	<u>(144,518)</u>	<u>393,066</u>
<b>Balance as at 1 January 2020</b>	532,235	6,264	(915)	(144,518)	393,066
Net loss for the year	--	--	--	(33,477)	(33,477)
Other comprehensive income	--	--	73	--	73
<b>Total comprehensive income / (loss)</b>	--	--	73	(33,477)	(33,404)
<b>Balance as at 31 December 2020</b>	<u>532,235</u>	<u>6,264</u>	<u>(842)</u>	<u>(177,995)</u>	<u>359,662</u>

The accompanying notes 1 to 22 form an integral part of these financial statements.



**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**STATEMENT OF CASH FLOWS**  
**For the year ended 31 December 2020**  
(Saudi Arabian Riyals in '000)

	<i>Note</i>	<u>2020</u>	<u>2019</u>
<b>Cash flows from operating activities</b>			
Net loss before tax		(30,972)	(23,587)
<i>Adjustments to reconcile net loss before tax to net cash used in operating activities</i>			
Depreciation	9	1,388	3,066
Accretion of interest on right of use asset	8	(58)	--
Provision for employees' end of service benefits	11	839	1,530
		<u>(28,803)</u>	<u>(18,991)</u>
<b>Net increase / (decrease) in operating assets</b>			
Due from related parties		4,947	38,692
Accounts receivable		140	7,716
Prepayments and other current assets		(778)	332
<b>Net decrease in operating liabilities</b>			
Due to related parties		(3,686)	(29,462)
Accrued expenses and other current liabilities		(1,950)	(11,626)
		<u>(30,130)</u>	<u>(13,339)</u>
Employees' end of service benefits paid		(680)	(2,347)
Income tax paid		--	--
<b>Net cash used in operating activities</b>		<u>(30,810)</u>	<u>(15,686)</u>
<b>Cash flows from an investing activity</b>			
Purchase of property and equipment	9	--	(206)
Purchase of term deposits	6	(300,000)	--
<b>Net cash used in investing activities</b>		<u>(300,000)</u>	<u>(206)</u>
Net decrease in cash and cash equivalents		<u>(330,810)</u>	<u>(15,892)</u>
Cash and cash equivalents at the beginning of the year		<u>413,269</u>	<u>429,161</u>
<b>Cash and cash equivalents at the end of year</b>	5	<u>82,459</u>	<u>413,269</u>
<b>Non-cash transactions</b>			
<b>Employees' end of service benefits liability</b>			
Transfer of liability between subsidiaries	11	51	42

Non-Cash Transaction

- Gain or loss from fixed Assets Disposals	26	-
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The accompanying notes 1 to 22 form an integral part of these financial statements.

**DEUTSCHE SECURITIES SAUDI ARABIA**  
(Closed Joint Stock Company)  
**NOTES TO THE FINANCIAL STATEMENTS**  
For the year ended 31 December 2020

**1. ORGANISATION AND ITS ACTIVITIES**

Deutsche Securities Saudi Arabia (“the Company”) is a closed joint stock company (“CJSC”) incorporated in the Kingdom of Saudi Arabia under commercial registration no. 1010239773 dated 24/10/1428H (corresponding to 05/11/2008G). On 03/01/1429H (corresponding to 12/01/2008G). The Company received the license as a financial services company regulated by the Capital Market Authority (“CMA”). In 2018, the legal structure of the Company changed from a limited liability company to a CJSC.

The registered address of the Company is as follows:

Deutsche Securities Saudi Arabia  
Floor 17, Al Faisaliah Tower  
Olaya District  
P.O. Box 301809, Riyadh 11372  
Kingdom of Saudi Arabia

The Company is engaged in dealing, arranging, managing, advising and carrying out custody activities in accordance with the CMA Resolution no. 2007-36-3 dated 03/01/1429 corresponding to 12/01/2008 and license number.

**2. BASIS OF PREPARATION**

**2.1 *Statement of compliance***

These financial statements have been prepared in accordance with the International Financial Reporting Standards (“IFRS”) that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are endorsed by the Saudi Organisation for Certified Public Accountants (“SOCPA”) and in compliance with the applicable requirements of the Regulation of Companies in the Kingdom of Saudi Arabia and the By-Laws of the Company (collectively “IFRS as endorsed in KSA”).

**2.2 *Basis of measurement and presentation***

These financial statements have been prepared on a historical cost basis, except employees’ end of service benefits liability, using the accrual basis of accounting and the going concern assumption. Employees’ end of service benefits liability is measured at present value of future obligations using the Projected Unit Credit Method.

Assets and liability balances are presented in the statement of financial position in the order of liquidity.

**2.3 *Functional and presentation currency***

These financial statements are presented in Saudi Arabian Riyals (“SAR”), which is also the functional and presentation currency of the Company. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

**DEUTSCHE SECURITIES SAUDI ARABIA**  
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**2. BASIS OF PREPARATION (CONTINUED)**

**2.4 *Critical accounting estimates and judgements***

The preparation of these financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

Significant areas where management has used estimates, assumption and exercised judgements are as follows:

*Allowance for expected credit loss*

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The information about the ECLs on the Company's accounts receivables is disclosed in Note 3(c).

*Employees' end of service benefits liability*

Management, in coordination with independent qualified actuaries, are required to make assumptions regarding the defined benefit plans. The principal actuarial assumptions for the defined benefit plans are set out in note Note 11 and include assumptions on the discount rate, increments, resignation rates, and inflation. Changes in the assumptions could affect the reported liability and the service cost.

*Going Concern*

The Company's Board of Directors has made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, the Board of Directors is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

*Estimated useful lives and residual life of property and equipment*

The Company's management determines the estimated useful lives of its property and equipment for calculating depreciation on a straight-line basis over their estimated economic useful lives. This estimate is determined after considering the expected usage of the asset or physical wear and tear.

**DEUTSCHE SECURITIES SAUDI ARABIA**  
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**NOTES TO THE FINANCIAL STATEMENTS**  
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**2.4 Critical accounting estimates and judgements (continued)**

Significant judgement in determining the lease term of contracts with renewal options

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the stand-alone credit rating).

**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all periods presented.

***Financial instruments***

***i) Financial assets***

The Company initially recognises financial assets and financial liabilities on the date on which they are originated. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is measured initially at fair value plus, for an item not at FVTIS, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at FVTIS are expensed in the statement of income.

IFRS 9 requires all financial assets to be classified and subsequently measured at either amortised cost or fair value. The classification depends on the business model for managing the financial asset and the contractual cash flow characteristics of financial asset, determined at the time of initial recognition.

Financial assets are classified into the following specified categories under IFRS 9:

- Debt instruments at amortised cost;
- Debt instruments at fair value through other comprehensive income ("FVOCI"), with gains or losses recycled to profit or loss on derecognition;
- Equity instruments at FVOCI, with no recycling of gains or losses to profit or loss on derecognition; and
- Financial assets at fair value through income statement ("FVTIS").

As at 31 December 2020 and 2019, the Company only has financial assets classified and measured at amortised cost.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(a) Financial instruments (continued)**

**i) Financial assets (continued)**

*Financial assets classified as amortised cost*

Debt instruments that meet the following conditions are subsequently measured at amortised cost less impairment loss (except for debt investments that are designated as at fair value through profit or loss on initial recognition):

- 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 instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

If a financial asset does not meet both of these conditions, it is measured at fair value.

The Company makes an assessment of a business model at portfolio level as this best reflects the way the business is managed and information is provided to management. In making an assessment of whether an asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows, the Company considers:

- Management's stated policies and objectives for the portfolio and the operation of those policies in practice;
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed;
- How management evaluates the performance of the portfolio;
- Whether the management's strategy focus on earning contractual commission income;
- The degree of frequency of any expected asset sales;
- The reason for any asset sales; and
- Whether assets that are sold are held for an extended period of time relative to their contractual maturity or are sold shortly after acquisition or an extended time before maturity.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company will consider the contractual terms of the instrument. This will include 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.

Income is recognised on an effective yield basis for debt instruments measured subsequently at amortised cost. Special commission is recognised in the statement of income.

Debt instruments that are subsequently measured at amortised cost are subject to impairment.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(a) Financial instruments (continued)**

**i) Financial assets (continued)**

*Impairment of financial assets*

The Company recognises a loss allowance for expected credit losses (“ECL”) on debt instruments that are measured at amortised cost. The amount of ECL reflects changes in credit risk since initial recognition of the respective financial instrument.

The Company applies the simplified approach to calculate impairment on its financial assets at amortised cost, whenever applicable and this always recognises lifetime ECL on such exposures. ECL on these financial assets are estimated using net flow rate method based on the Company’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The Company recognises impairment loss, if any, in the statement of income with a corresponding adjustment to their carrying amount through a loss allowance account.

*Derecognition of financial assets*

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset or substantially all the risk and rewards of ownership to another entity. If the Company neither transfer nor retains substantially all the risks and reward of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and associated liability for amounts it may have to receive or pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and recognises a collateralised borrowing for the proceeds received.

**ii) Financial liabilities**

Financial liabilities carried at amortised cost have been classified and measured at amortised cost using the effective yield method.

All financial liabilities of the Company is classified and carried at amortised cost.

*Derecognition of financial liabilities*

The Company derecognises financial liabilities when, and only when, the Company’s obligations are discharged, cancelled or they expire.



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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(b) Offsetting**

Financial assets and financial liabilities are offset and the net cash amount presented in the statement of financial position, when, the Company currently has a legally enforceable rights to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**(c) Accounts receivables**

Account receivables mainly includes trade settlement balances which are settled within 1-3 days from the transaction date. Accounts receivables are stated at original invoice amount less provision for expected credit losses, if any, made for amounts, which in the opinion of the management may not be received. Account receivables when identified are written off (either partially or in full) when there is no realistic prospect of recovery.

**(d) Property and equipment**

Property and equipment are stated at cost less accumulated depreciation and any impairment in value. Cost includes expenditure that is directly attributable to the acquisition of the items.

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of income when the asset is derecognised.

Subsequent expenditure are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal expenditures for repair and maintenance are charged to the statement of income.

The residual values, useful lives and methods of depreciation of property and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. In case of reversal of impairment loss, impairment loss is recognised in statement of income to the extent that, what the depreciated historical cost would have been if the impairment had not been recognised.

The cost less estimated residual value of property and equipment is depreciated on a straight line basis over the estimated useful lives of the assets as follows:

Leasehold improvements	5 years or lease period whichever is shorter
Furniture and fixture	5-10 years
Computer and office equipment	3-5 years

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

*(e) Accrued expenses and other payables*

Accrued expenses and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective commission rate method.

*(f) Employees' end of service benefits liability*

The liability for employees' end of service benefits, being a defined benefit plan, is calculated by independent actuaries using the projected unit credit method with actuarial valuation being conducted at end of annual reporting period. The related liability recognised in the statement of financial position is the present value of the end of service benefits obligation at the end of the reporting period.

Current service cost and the commission expense arising on the end of service benefit liability are recorded in the statement of income. Re-measurement of defined benefit liability arising from changes in actuarial assumptions and experience adjustments, which comprise of actuarial gains and losses, are recognised immediately in the other comprehensive income in the period in which they arise.

The discount rate used is determined based on the Company's external actuary's rate model which is based on high quality corporate bonds that have terms to maturity approximating to the estimated term of the post-employment benefit obligations.

*(g) Income tax*

Current tax

Income tax expense comprises current and deferred tax, which is recognised in the statement of income and is computed in accordance with income tax regulations as applicable in the Kingdom of Saudi Arabia.

Current tax is the expected tax payable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of asset and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on laws that have been enacted or substantively enacted by the reporting date. Deferred tax liability is recognised for all temporary differences. Deferred tax asset is recognised for unused tax losses and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

*(h) Provisions*

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

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(i) Value-added tax ("VAT")**

Revenues, expenses and assets are recognized net of the amount of VAT, except for:

- where the VAT incurred on a purchase of assets or services is not recoverable from the tax authority, in which case the VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- in case of receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from or payable to the tax authority is classified as an asset or a liability, respectively, in the statement of financial position.

**(j) Accounting for leases**

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is amortized over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions. The Company uses incremental borrowing rate as a discount factor to compute the present value of lease liability.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(j) *Accounting for leases***

The Company applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**(k) *Statutory reserve***

In accordance with Company's by-laws and the Regulations for Companies in the Kingdom of Saudi Arabia, the Company is required to transfer 10% of its net income every year to the statutory reserve until such reserve equals 30% of its share capital. This statutory reserve is not available for distribution to shareholders.

**(l) *Impairment of non-financial assets***

The carrying amounts of the Company's non-financial assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU"). The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or its cash generating unit ("CGU") exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of income. Impairment losses in respect of non-financial assets recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

**(m) *Revenue from contracts with customers***

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company. The revenue is recognised when the Company transfers the services to customers at an amount that the Company expects to be entitled to in exchange for those services.

The Company assesses its revenue arrangements against specific criteria to determine if it is acting as a principal or as an agent. The Company has concluded that it is acting as a principal in its revenue arrangements since it has exposure to the significant risks and rewards.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

*(m) Revenue from contracts with customers (continued)*

The Company applies the following five-step approach to revenue recognition:

- Step 1: Identify the contract with the customer
- Step 2: Identify the separate performance obligations under the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to separate performance obligations
- Step 5: Recognise revenue when (or as) each performance obligation is satisfied

*Identify the contract with the customer*

The Company carefully evaluates the terms and conditions of the contracts with its customers because revenue is recognised only when performance obligations in contracts with customers are satisfied. A change in the scope or price (or both) of a contract is considered as a contract modification and the Company determines whether this creates a new contract or whether it will be accounted for as part of the existing contract.

*Identify the separate performance obligations under the contract*

Once the Company has identified the contract with a customer, it evaluates the contractual terms and its customary business practices to identify all the promised services within the contract and determine which of those promised services (or bundles of promised services) will be treated as separate performance obligations.

The Company assess the services promised in a contract with a customer and identifies as a performance obligation either a service that is distinct; or series of distinct services that are substantially the same and that have the same pattern of transfer to the customer (i.e. each distinct service is satisfied over the time and the same method is used to measure progress).

A service (or bundle of services) is distinct if the customer can benefit from the service on its own or together with other readily available resources (i.e., the service is capable of being distinct) and the service is separately identifiable from other promises in the contract (i.e., the service is distinct within the context of the contract).

The Company provides management services to its customers which are generally provided continuously over the contract period. Accordingly, the services in these contracts generally represent a single performance obligation. Fees charged for managing mutual funds are recognised as revenue rateably as the services are provided.

*Determine the transaction price*

The Company determines transaction price as the amount which it expects to be entitled. It includes an estimate of any variable consideration, the effect of a significant financing component (i.e., the time value of money), the fair value of any non-cash consideration and the effect of any consideration paid or payable to a customer (if any). Variable considerations are limited to the amount for which it is highly probable that a significant reversal will not occur when the uncertainties related to the variability are resolved.

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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

***(m) Revenue from contracts with customers (continued)***

*Allocate the transaction price to separate performance obligations*

Once the performance obligations have been identified and the transaction price has been determined, transaction price is allocated to the performance obligations, generally in proportion to their stand-alone selling prices (i.e., on a relative stand-alone selling price basis). When determining stand-alone selling prices, the Company is required to use observable information, if available. If stand-alone selling prices are not directly observable, the Company makes estimates based on information that is reasonably available.

*Satisfaction of performance obligations*

Revenue is recognised only when the Company satisfies a performance obligation by transferring control of a promised service to the customer. Control may be transferred over time or at a point in time. Where a performance obligation is satisfied over time, the Company identifies the progress under the contract based on either of an input or output method which best measures the performance completed to date. The method selected is applied consistently to similar performance obligations and in similar circumstances.

The Company fulfills its performance obligations in its contracts with customers at a point in time, and hence it recognises revenue as and when it fulfills its obligations under contracts with customers.

Based on the above five steps, the revenue recognition policy for each revenue stream is as follows:

*Brokerage income*

Brokerage income is recognised when the related transactions are executed on behalf of the customers at the price agreed in the contract with the customers, net of discounts and rebates. The performance obligation of the Company is satisfied when the Company carries out the transaction, which triggers immediate recognition of the revenue, as the Company will have no further commitments.

*Fee income*

Fee from banking services are recognized on an accrual basis when the service has been provided.

*Service fees*

Service fees are recognized based on the applicable service contracts, usually on a time-proportionate basis.

*Special commission income on term deposits*

Special commission income for all special commission bearing financial instruments are recognised in the statement of income using the effective commission rate basis

***(n) Expenses***

Expenses are measured and recognised as a period cost at the time when they are incurred. Expenses related to more than one financial period are allocated over such periods proportionately.



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**3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

**(o) Foreign currency**

Transactions in foreign currencies are translated into SAR at the exchange rate at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into SAR at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in foreign currencies are also translated into SAR at the exchange rate at the reporting date.

Foreign currency differences arising on translation are recognised in the statement of income as net foreign exchange gains or losses, except for those arising on financial instruments at FVTIS, which are recognised as a component of net gain from financial instruments at FVTIS.

**(p) Assets held in trust or in a fiduciary capacity**

Assets held in trust or in a fiduciary capacity by the Company are not treated as assets of the Company and accordingly are treated as off-balance sheet items in these financial statements.

**4. NEW AND AMENDED STANDARDS AND INTERPRETATIONS**

**(i) New and amended standards and interpretations**

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2020. The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

*Amendments to IFRS 3: Definition of a Business*

The amendment to IFRS 3 Business Combinations clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that, together, significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs. These amendments had no impact on the financial statements of the Company but may impact future periods should the Company enter into any business combinations.

*Amendments to IAS 1 and IAS 8 Definition of Material*

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the financial statements of, nor is there expected to be any future impact to the Company.

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**4. NEW AND AMENDED STANDARDS AND INTERPRETATIONS (CONTINUED)**

*(ii) New and amended IFRSs in issue but not yet effective and not early adopted*

The Company has not applied the following new and amended IFRSs that have been issued but are not yet effective, which will become effective for annual periods on or after January 1, 2021.

*Amendments to IAS 1: Classification of Liabilities as Current or Non-Current*

In January 2020, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and must be applied retrospectively. The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

*Reference to the conceptual framework – Amendments to IFRS 3 Business Combinations'*

In May 2020, the IASB issued Amendments to IFRS 3 Business Combinations - Reference to the Conceptual Framework. The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements.

*Reference to the conceptual framework – Amendments to IFRS 3 Business Combinations (continued)*

The Board also added an exception to the recognition principle of IFRS 3 to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 or IFRIC 21 Levies, if incurred separately.

At the same time, the Board decided to clarify existing guidance in IFRS 3 for contingent assets that would not be affected by replacing the reference to the Framework for the Preparation and Presentation of Financial Statements.

The amendments are effective for annual reporting periods beginning on or after 1 January 2022 and apply prospectively.

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**4. NEW AND AMENDED STANDARDS AND INTERPRETATIONS (CONTINUED)**

*(ii) New and amended IFRSs in issue but not yet effective and not early adopted (continued)*

*Property Plant and Equipment: Proceeds before intended use – Amendments to IAS 16*

In May 2020, the IASB issued Property, Plant and Equipment — Proceeds before Intended Use, which prohibits entities from 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 costs of producing those items, in profit or loss.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

*IFRS 9 - Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities*

As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Company will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

**5. CASH AND CASH EQUIVALENTS**

	<i>Note</i>	<i>31 December 2020</i>	<i>31 December 2019</i>
		<b>SR "000"</b>	<b>SR "000"</b>
Time deposits	6.1	-	300,000
Cash at bank – current accounts		<b>82,459</b>	113,269
		<b>82,459</b>	<b>413,269</b>

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**6. TIME DEPOSITS**

	<u>Note</u>	<u>31 December 2020</u>	<u>31 December 2019</u>
		<b>SR "000"</b>	<b>SR "000"</b>
Time deposits	6.1	300,000	300,000
Less: reclassified as cash and cash equivalent (note 5)		-	(300,000)
		<u>300,000</u>	<u>-</u>

- 6.1 Time deposits represent two non-conventional deposit deals placed with Deutsche Bank AG – Riyadh Branch carrying special commission rate ranging from 0.55% to 0.79% (2019: 2.40% to 2.47%) with original maturities ranging from 3 months to 6 months. Time deposits with maturity of 3 months or less has been reclassified as cash and cash equivalent.

**7. PREPAYMENTS AND OTHER CURRENT ASSETS**

	<u>31 December 2020</u>	<u>31 December 2019</u>
	<b>SR "000"</b>	<b>SR "000"</b>
Advance taxation	1,968	1,968
Prepayments	1,080	302
	<u>3,048</u>	<u>2,270</u>

**8. RIGHT-OF-USE ASSETS**

	<u>ROUA</u>	<u>Total</u>
	<b>SR "000"</b>	<b>SR "000"</b>
<b>Cost</b>		
Recognition based on IFRS 16 adoption	6,816	6,816
Additions during the year	--	--
At 31 December 2019	<u>6,816</u>	<u>6,816</u>
Accretion during the year	58	58
<b>At 31 December 2020</b>	<u>6,874</u>	<u>6,874</u>
<b>Accumulated depreciation</b>		
Charge for the year	1,978	1,978
At 31 December 2019	<u>1,978</u>	<u>1,978</u>
Charge for the year	494	494
<b>At 31 December 2020</b>	<u>2,472</u>	<u>2,471</u>
<b>Net book value as at</b>		
<b>31 December 2020</b>	<u>4,402</u>	<u>4,402</u>
31 December 2019	<u>4,838</u>	<u>4,838</u>

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**8. RIGHT-OF-USE ASSETS (CONTINUED)**

Following are the amounts that are included in the statement of income'

	<i>31 December</i> <b>2020</b>	<i>31 December</i> <b>2019</b>
	<b>SR "000"</b>	<b>SR "000"</b>
Depreciation	(494)	(1,978)
Accretion of lease liability	58	--

The Company leases rental property. Rental contracts are typically made for a fixed period from 5 to 10 years. Lease terms are negotiated on an individual basis and contains a wide of different terms and conditions.

**9. PROPERTY AND EQUIPMENT, NET**

	<b>Leasehold improvement</b>	<b>Furniture and Fixtures</b>	<b>Computer and Office Equipment</b>	<b>Total</b>
<b>Cost</b>	<b>SR "000"</b>	<b>SR "000"</b>	<b>SR "000"</b>	<b>SR "000"</b>
At 1 January 2019	10,845	4,234	6,959	22,038
Additions during the year	75	--	131	206
At 31 December 2019	<b>10,920</b>	<b>4,234</b>	<b>7,090</b>	<b>22,244</b>
Disposal during the year	--	--	(1,205)	(1,205)
At 31 December 2020	<b>10,920</b>	<b>4,234</b>	<b>5,885</b>	<b>21,039</b>
<b>Accumulated depreciation</b>				
At 1 January 2019	7,857	3,521	6,418	17,796
Charge for the year	640	49	399	1,088
At 31 December 2019	<b>8,497</b>	<b>3,570</b>	<b>6,817</b>	<b>18,884</b>
Charge for the year	641	42	211	894
Disposal during the year	--	--	(1,179)	(1,179)
At 31 December 2020	<b>9,138</b>	<b>3,612</b>	<b>5,849</b>	<b>18,599</b>
<b>Net book value as at</b>				
<b>31 December 2020</b>	<b>1,782</b>	<b>622</b>	<b>36</b>	<b>2,440</b>
31 December 2019	2,423	664	273	3,360

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**10. ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES**

	<i>Note</i>	<u>31 December 2020</u>	<u>31 December 2019</u>
		SR "000"	SR "000"
Accrued expenses and other current liabilities	10.1	4,052	3,114
Accrual for bonus		2,917	3,490
		<u>6,969</u>	<u>6,604</u>

10.1 Other current liabilities include repairs and maintenance and automobile rentals.

**11. EMPLOYEES' END OF SERVICE BENEFITS LIABILITY**

The movement in provision for employees' end of service benefits are as follows:

	<u>31 December 2020</u>	<u>31 December 2019</u>
	SR "000"	SR "000"
Balance at beginning of the year	4,542	5,359
Current service cost	827	868
Special commission cost	136	231
Amount recognised in the statement of income	963	1,099
Transfer of liability*	(51)	(42)
Re-measurement losses / (gains) recognised in other comprehensive income	(73)	473
Benefits paid during the year	(680)	(2,347)
<b>Balance at the end of the year</b>	<u>4,701</u>	<u>4,542</u>

\* Transfer of liability pertains to movement of employees from the Company to another entity within the Deutsche Bank Group.

**11.1 Re-measurement losses / (gains) recognised in other comprehensive income for the year is as follows:**

	<u>31 December 2020</u>	<u>31 December 2019</u>
	SR "000"	SR "000"
Effect of change in financial assumptions	(246)	445
Effect of experience adjustments	173	28
<b>Re-measurement losses / (gains) recognised in other comprehensive income</b>	<u>(73)</u>	<u>473</u>

**11.2 Principal actuarial assumptions**

The following were the principal actuarial assumptions:

	<u>31 December 2020</u>	<u>31 December 2019</u>
<u>Key actuarial assumptions</u>	SR "000"	SR "000"
Discount rate used	2.86%	2.86%
Expected annual salary increment	2.0%	2.0%

Assumptions regarding future mortality are set based on actuarial advice in accordance with the published statistics and experience in the region.



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**11. EMPLOYEES' END OF SERVICE BENEFITS LIABILITY (CONTINUED)**

**11.3 Sensitivity analysis**

A quantitative sensitivity analysis for significant assumptions on the defined benefit obligation are shown below:

	31 December 2020		31 December 2019	
	Increase	Decrease	Increase	Decrease
Discount rate, <i>(0.5% movement)</i>	(102)	104	(177)	188
Expected annual salary increment, <i>(0.5% movement)</i>	104	(100)	190	(179)

The maturity profile of the defined benefit obligation is as follows:

	<i>31 December 2020</i>	<i>31 December 2019</i>
	SR "000"	SR "000"
Weighted average duration of the defined benefit obligation in years	4.33	7.88
Expected Distribution of timing of benefit payments:		
Year 1	872	415
Year 2	858	467
Year 3	818	515
Year 4	767	557
Year 5	713	594
Year 6 and above	5,194	4,095

**12. SHARE CAPITAL**

The authorised, issued and fully paid share capital of the Company consists of 53.2 million shares of SAR 10 each.

	Number of shares	% of contribution	Amount SAR
Deutsche Bank (AG)	50,563	95%	505,623
DB Capital Markets (Deutschland) GmbH	2,661	5%	26,612
	<b>53,224</b>	<b>100%</b>	<b>532,235</b>

**13. STATUTORY RESERVE**

In accordance with Company's by-laws and the Regulations for Companies in the Kingdom of Saudi Arabia, the Company is required to transfer 10% of its net income for the year to a statutory reserve until such reserve equals 30% of its share capital. This statutory reserve is not available for distribution to shareholders.

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**14. ADMINISTRATIVE EXPENSES**

	<i>31 December</i> <i>2020</i> <b>SR "000"</b>	<i>31 December</i> <i>2019</i> <b>SR "000"</b>
Salaries and employee-related expenses	17,502	26,057
Charges from Deutsche Bank Group for support services (Note 17)	17,621	12,682
IT expenses	5,802	6,652
Legal and consulting expenses	5,671	1,714
Communication expenses	1,335	1,026
Depreciation (Note 8&9)	1,388	3,066
Travel expenses	235	875
Other expenses	2,542	10,190
	<u>52,096</u>	<u>62,262</u>

Other expenses include withholding tax, payment and clearing services, repairs and maintenance, payroll service costs and automobile rentals.

**15. TAXATION**

Income tax charge for the year has been calculated based on the adjusted net income of the Company attributable to non-Saudi shareholders at the rate of 20% per annum.

**a) Movement in taxes payable**

	<i>31 December</i> <i>2020</i> <b>SR "000"</b>	<i>31 December</i> <i>2019</i> <b>SR "000"</b>
At beginning of the year	4,215	4,215
Income tax provision for the year	--	--
<b>At end of the year</b>	<u>4,215</u>	<u>4,215</u>

For the years ended 31 December 2020 and 2019, there had been no current income tax recognised as the Company have incurred losses.

**b) Recognised deferred tax assets**

Recognised deferred tax assets as at 31 December are attributable to the following:

	<i>31 December</i> <i>2020</i> <b>SR "000"</b>	<i>31 December</i> <i>2019</i> <b>SR "000"</b>
Property and equipment, net	--	1,596
Employees' end of service benefits	--	909
Carry forward losses	--	--
<b>Deferred tax assets</b>	<u>--</u>	<u>2,505</u>

During the year 2020, management has reviewed and revised their business plan in light of discontinuation of equities business as part of DB global transformation, expected amendments in their transfer pricing agreements and considering other pipeline transactions. Due to expected

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volatility in performance forecasts, management believes that there will not be any reliably measurable taxable profits within the next five years in which they can utilise the accumulated unused tax losses. Accordingly, deferred tax assets on carry forward tax losses were written-off in 2020.

**15 TAXATION (CONTINUED)**

The movement in deferred tax assets during the year is summarised as follows:

	<i>31 December</i>	<i>31 December</i>
	<i>2020</i>	<i>2019</i>
	<b>SR "000"</b>	<b>SR "000"</b>
At beginning of the year	<b>2,505</b>	14,200
Charge for the year recognised in the statement of income	<b>(2,505)</b>	(11,790)
Charge for the year related to the re-measurement of employees' end of service benefits	--	95
<b>At the end of the year</b>	<b>--</b>	<b>2,505</b>

**c) Status of income tax assessments**

The Company has filed its income tax returns up to the year ended 31 December 2018 with the General Authority for Zakat and Tax ("GAZT"). To date, the Company has not received any further assessments from GAZT for years 2014 to 2018.

During 2015, the Company received initial assessment of income tax from GAZT for the years 2007 to 2013 that demanded additional tax amounting to SAR 50.7 million. The additional demand arose mainly due to the disallowance by GAZT of certain expenses from the tax base of the Company. Management at the time was of the view that the claim by GAZT is not justified and therefore appealed. However, the Company on a prudent basis and based on best estimate of the probable payout at the time provided SAR 20.7 million pertaining to the tax years 2007 to 2013 (including SAR 7.6 million of late penalty charges). During the year 2018, the Company reached an agreement with GAZT to settle the tax assessments for years 2007 to 2013 by paying SAR 17.82 million (inclusive of late penalty charge).

**16. ASSETS HELD IN FIDUCIARY CAPACITY**

As at 31 December 2020, assets held under fiduciary capacity of the Company amounted to SAR 447 million (2019: SAR 422 million) kept with a Deutsche Bank branches. These amounts were kept with the Company by its customers for the purpose of investment in the local equity market.

As at 31 December 2020, the Company did not hold any equity securities (2019: SAR 17 million) in its name under Swap Agreement. These securities were held pursuant to Capital Market Authority (CMA) circular dated 21 August 2009. Through this circular, CMA allowed the Authorized Persons ("AP") to enter into Swap Agreements with non-resident foreign investors to transfer the economic benefits of the listed securities on Tadawul while the AP retains the legal ownership of shares.

**17. RELATED PARTY TRANSACTIONS AND BALANCES**

In the ordinary course of its activities, the Company transacts with related parties. The Company's related parties include Deutsche Bank Group head office, its regional offices and other branches, including Deutsche Bank AG – Riyadh Branch, and the Company's key management personnel.

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The Company has entered into agreements with Deutsche Bank AG (principal shareholder), which provide for an agreed bases for sharing of revenues on jointly executed projects and recovery of expenses incurred on such projects as approved by the Company's management.

**17. RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)**

Fee income comprise of revenue earned by the Company from Deutsche Bank AG and its affiliates in association with revenue sharing arrangements for products offered to the Company's customers. These transfer pricing transactions are governed under Base Erosion Profit sharing (BEPS) framework. The related party transactions are governed by limits set by the Banking Control law and regulations issued by Central Banks.

Income and expenses pertaining to transactions with related parties included in the financial statements are as follows:

	<u>2020</u>	<u>2019</u>
<b>Income</b>		
Fee income – Deutsche Bank Group regional offices and other branches	<u>10,922</u>	<u>13,531</u>
DB London	6,545	13,351
DB Riyadh	4,377	-
Service fee income – Deutsche Bank Group regional offices and other branches	<u>2,194</u>	<u>2,147</u>
Special commission income – Deutsche Bank Group regional offices and other branches	<u>3,438</u>	<u>7,743</u>
	<u>2020</u>	<u>2019</u>
<b>Expenses</b>		
<b>Charges for support services</b>		
Deutsche Bank Group regional offices and other branches:	<u>17,621</u>	<u>12,682</u>
DB Suisse	6,755	1,967
DB Riyadh	3,234	3,775
DB London	2,056	1,726
DB Frankfurt	1,861	1,905
Other DB entities	3,715	3,309
Compensation of key management personnel	6,910	12,264

The following shows the composition of the compensation of the Company's key management personnel which includes Chief Executive Officer ("CEO"), Chief Financial Officer and business heads who are directly reporting to the CEO:

	<u>2020</u>	<u>2019</u>
Salaries and other benefits – short terms	5,316	8,560
End of service benefits – long term	1,594	3,704
	<u>6,910</u>	<u>12,264</u>

The balances as at 31 December resulting from such transactions included in the statement of financial position are as follows:

	<u>31 December</u> <u>2020</u>	<u>31 December</u> <u>2019</u>
Due from Deutsche group regional offices and other branches	<u>18,094</u>	<u>23,041</u>
Due to Deutsche group regional offices and other branches	<u>31,106</u>	<u>34,792</u>

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In addition to above balances, the Company held balance in bank account with Deutsche Bank AG, Riyadh Branch of SAR 300 million (31 December 2019: SAR 300 million,) who acts as the banker for the Company.

**18. FINANCIAL RISK MANAGEMENT**

The Company's objective in managing risk is the creation and protection of shareholder value. Risk management is an ongoing process which requires continuous identification, analysis, mitigation and monitoring of risks and controls.

The Company's Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. These risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The Company has dedicated Risk and Compliance functions. Day-to-day risk management activities are managed within each respective business unit. The Board of Directors meets on a quarterly basis and is updated on all relevant aspects of the business, including risk management matters.

The Group has exposure to the following risks arising from financial instruments:

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

**18.1 Credit risk**

Credit risk is the risk that one party will fail to discharge an obligation and may cause the other party to incur a financial loss. The Company is exposed to credit risk mainly arising from cash and cash equivalents, due from related parties and accounts receivables.

The Company's risk management policies and processes are designed to identify and analyse risk, to set appropriate limits and controls, and to monitor the risks and adherence to limits by means of timely and reliable management information data.

The Company's maximum exposure to credit risk without taking effect of collateral amounts is as follows:

	<i>31 December</i>	<i>31 December</i>
	<i>2020</i>	<i>2019</i>
Cash and cash equivalents	<b>82,459</b>	413,269
Term deposit	<b>300,000</b>	--
Due from related parties	<b>18,094</b>	23,041
Accounts receivable	<b>612</b>	752
	<b>401,165</b>	<b>437,062</b>

Based on management assessment, the Company has limited exposure to credit risk due to the following:

- a. *Cash and cash equivalents* are maintained with banks having sound credit ratings.
- b. *Accounts receivable* represents mainly fees receivables from corporate clients, which are considered as low credit risk by the Company.

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**18. FINANCIAL RISK MANAGEMENT (CONTINUED)**

- c. *Due from related parties* is related to agreements with Deutsche Bank AG (Head Office), which provide for an agreed basis for sharing of revenues on jointly executed projects and recovery of expenses incurred on such projects as approved by the Company's management.

**18.2 Market risk**

a) *Foreign exchange risk*

Foreign exchange risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates.

As at 31 December 2020, 31 December 2019 the Company does not have any significant foreign currency exposures or positions. The change in exchange rates at year-end therefore is not likely to affect the income of the Company significantly.

The Company manages exposure to the effects of fluctuations in prevailing foreign currency exchange rates on its financial position and cash flows. The Company did not undertake significant transactions in currencies other than Saudi Arabian Riyals, US Dollars and Euros during the year. The rate of exchange for conversion of Saudi Arabian Riyal to the US Dollar is pegged and therefore the company is not exposed to currency risk on US dollar based transaction.

At the end of the year, the Company had the following net exposures denominated in foreign currencies:

	<i>Long / (Short)</i>	
	<i>31 December</i>	<i>31 December</i>
	<i>2020</i>	<i>2019</i>
Euro	937	3,602
US Dollar	1,061	3,843
Other	(800)	(1,250)

b) *Special commission rate risk*

Special commission rate risk arises from the possibility that the changes in commission rates will affect either the fair values or the future cash flows of financial instruments.

As the Company does not have commission bearing financial assets and liabilities, except for the time deposit which carries a fixed commission rate, it is not exposed to any special commission rate risk.

**18.3 Liquidity risk**

Liquidity risk is the risk that the Company will be unable to meet its net funding requirements. The Company monitors and manages the liquidity structure of its assets and liabilities so as to ensure that cash flows are sufficiently balanced and that sufficient liquid funds are maintained to meet liquidity requirements.

The tables below show the expected maturity profile of the assets and liabilities:



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**18. FINANCIAL RISK MANAGEMENT (CONTINUED)**

<u>31 December 2020</u>	<u>Within 3 Months</u>	<u>3-12 Months</u>	<u>1-5 Years</u>	<u>No fixed maturity</u>	<u>Total</u>
<b>FINANCIAL ASSETS</b>					
Cash and cash equivalents	--	--	--	82,459	82,459
Term deposit	--	300,000	--	--	300,000
Due from related parties	18,094	--	--	--	18,094
Accounts receivable	612	--	--	--	612
	<u>18,706</u>	<u>300,000</u>	<u>--</u>	<u>82,459</u>	<u>401,165</u>
<b>FINANCIAL LIABILITIES</b>					
Due to related parties	31,106	--	--	--	31,106
Accrued expenses and other current liabilities	6,969	--	--	--	6,969
Lease liability	987	566	5,321	--	6,874
	<u>39,062</u>	<u>566</u>	<u>5,321</u>	<u>--</u>	<u>44,949</u>
<b>Net position</b>	<u>(20,356)</u>	<u>299,434</u>	<u>(5,321)</u>	<u>82,459</u>	<u>356,216</u>

<u>31 December 2019</u>	<u>Within 3 Months</u>	<u>3-12 Months</u>	<u>1-5 Years</u>	<u>No fixed maturity</u>	<u>Total</u>
<b>FINANCIAL ASSETS</b>					
Cash and cash equivalents	300,000	--	--	113,269	413,269
Due from related parties	23,041	--	--	--	23,041
Accounts receivable	752	--	--	--	752
	<u>323,793</u>	<u>--</u>	<u>--</u>	<u>113,269</u>	<u>437,062</u>
<b>FINANCIAL LIABILITIES</b>					
Due to related parties	34,792	--	--	--	34,792
Accrued expenses and other current liabilities	6,604	--	--	--	6,604
Lease liability	987	566	5,263	--	6,816
	<u>42,383</u>	<u>566</u>	<u>5,263</u>	<u>--</u>	<u>48,212</u>
<b>Net position</b>	<u>281,410</u>	<u>(566)</u>	<u>(5,263)</u>	<u>113,269</u>	<u>388,850</u>

**18.4 Operational risk**

Operational risk is the risk of direct or indirect loss arising from a variety of causes associated with the processes, technology and infrastructure supporting the Company's activities either internally or externally at the Company's service provider and from external factors other than credit, liquidity, currency and market risks such as those arising from the legal and regulatory requirements.

The Company's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation with achieving its investment objective of generating returns to shareholders.

The primary responsibility for the development and implementation of control over operational risks rests with the Risk and Compliance functions.

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**19. FAIR VALUE OF FINANCIAL INSTRUMENTS**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Underlying the definition of fair value is the presumption that the Company is a going concern and there is no intention or requirement to curtail materially the scale of its operations or to undertake a transaction on adverse terms.

The fair value for financial instruments traded in active markets is based on quoted market prices at the close of trading on the financial reporting date. Instruments for which no sales was reported on the valuation day are valued at the most recent bid price.

An active market is a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

When measuring the fair value the Company uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that can be accessed at the measurement date.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

As at 31 December 2020 and 2019, no financial assets or liabilities were measured at FVTIS or FVOCI.

There are no financial assets and financial liabilities carried at fair value. Carrying value of financial assets such as cash and cash equivalents, due from related parties, accounts receivables, other current assets and financial liabilities approximate their fair value due to them being short term in nature. Lease liabilities are measured at Company's incremental borrowing rate which are derived based on external reference rates and internal factors which are used in calculating the present value of lease payment stream, that approximates fair value of the liability.

There were no transfers between levels of fair value hierarchy during the year ended 31 December 2020 and 2019.

**20. CAPITAL ADEQUACY DISCLOSURES**

The CMA has issued Prudential Rules ("the Rules") dated 17 Safar 1434H (corresponding to 30 December 2012). According to the Rules, the CMA has prescribed the framework and guidance regarding the minimum regulatory capital requirement and its calculation methodology as prescribed under these Rules. In accordance with this methodology, the Company has calculated its minimum capital required and the capital adequacy ratios as follows:

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**20. CAPITAL ADEQUACY DISCLOSURE (CONTINUED)**

	<i>31 December 2020</i>	<i>31 December 2019</i>
<b>Capital Base:</b>		
Tier 1 Capital	359,662	390,561
Tier 2 Capital	--	--
<b>Total Capital Base</b>	<b>359,662</b>	<b>390,561</b>
<b>Minimum Capital Requirement:</b>		
Market Risk	152	586
Credit Risk	20,568	19,436
Operational Risk	13,024	15,273
<b>Total Minimum Capital Required</b>	<b>33,744</b>	<b>35,295</b>
<b>Capital Adequacy Ratio:</b>		
<b>Total Capital Ratio (time)</b>	<b>10.66</b>	<b>11.07</b>
<b>Surplus in Capital</b>	<b>325,918</b>	<b>355,266</b>

- a) Capital Base of the Company comprise of Tier-1 capital only which consists of share capital, accumulated losses, and statutory reserve adjusted with deferred tax assets.
- b) The minimum capital requirements for market, credit and operational risk are calculated as per the requirements specified in the Part 3 of the Prudential Rules issued by the CMA.
- c) The Company's business objectives when managing capital adequacy is to comply with the capital requirements set forth by the CMA to safeguard the Company's ability to continue as a going concern, and to maintain a strong capital base.

**21. EVENTS AFTER THE END OF REPORTING PERIOD**

There are no events subsequent to the statement of financial position date which require adjustments or disclosure in the financial statements or notes thereto.

**22. BOARD OF DIRECTORS' APPROVAL**

These financial statements were approved by the Board of Directors on 21 March 2021.