Review report and condensed consolidated interim financial statements

31 March 2016

Principal business address: P. O. Box 2723 Abu Dhabi United Arab Emirates

Condensed consolidated interim financial statements

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Independent auditors' report on review of condensed consolidated interim financial statements

The Shareholders Abu Dhabi Aviation Abu Dhabi United Arab Emirates

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of Abu Dhabi Aviation (the "Company") and its subsidiaries (together referred to as the "Group"), as at 31 March 2016, the condensed consolidated interim statements of profit or loss, profit or loss and other comprehensive income, changes in equity and cash flows for the three-month period then ended, and notes to the interim financial statements ('the condensed consolidated interim financial statements'). Management is responsible for the preparation and presentation of this condensed consolidated interim financial statements in accordance with IAS 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this condensed consolidated interim financial statements based on our review.

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410 Review of Interim Financial Information Performed by the Independent Auditor of the Entity. A review of interim financial statements 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 consolidated interim financial statements as at 31 March 2016 is not prepared, in all material respects, in accordance with IAS 34 *Interim Financial Reporting*.

KPMG Lower Gulf Limited

Munther Dajani Registration No. 268

Abu Dhabi

United Arab Emirates

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Condensed consolidated interim statement of financial position as at

	Note	31 March 2016 (unaudited) AED'000	31 December 2015 (audited) AED'000
Assets			
Non-current assets			
Property and equipment	4	2,909,855	2,865,793
Investment properties	5	177,780	181,940
Investments	6	-9	15,893
Investment in a joint venture	7	40,560	39,967
Total non-current assets		3,128,195	3,103,593
Current assets			-
Inventories		407,458	393,491
Trade receivables	8	537,045	594,702
Prepayments and other current assets		163,373	144,019
Cash and cash equivalents	9	311,782	357,019
Assets held for sale	10	77,634	77,634
Total current assets		1,497,292	1,566,865
Total assets		4,625,487	4,670,458
Equity			
Share capital	11	444,787	444,787
Share premium		112,320	112,320
Reserves		1,517,755	1,521,531
Retained earnings		317,963	329,807
Equity attributable to owners of the Company	,	2,392,825	2,408,445
Non-controlling interest		204,477	206,802
Total equity		2,597,302	2,615,247
Liabilities Non-current liabilities			
Provision for employees' end of service benefits		137,793	136,595
Non-current portion of term loans	12	945,810	807,418
Non-current portion of finance lease liabilities		116,848	117,332
Deferred income		482,640	495,543
Amount due to a related party		11,582	11,582
Total non-current liabilities		1,694,673	1,568,470

 $\dots Continued$

Condensed consolidated interim statement of financial position (continued) as at

		31 March	31 December
		2016	2015
		(unaudited)	(audited)
	Note	AED'000	AED'000
Current liabilities			
Trade and other payables		74,431	90,425
Accrued expenses and other current liabilities		164,880	198,094
Current portion of term loans	12	48,523	197,261
Current portion of finance lease liabilities		999	961
Bank overdraft	9	44,679	: =
Total current liabilities		333,512	486,741
Total liabilities		2,028,185	2,055,211
Total equity and liabilities		4,625,487	4,670,458

Nader Ahmed Mohammed Al Hammadi Chairman

Mohamed Ibrahim Al-Mazrouei General Manager

Ashraf Fahmy Chief Financial Officer

The notes set out on pages 8 to 15 form an integral part of these condensed consolidated interim financial statements.

Condensed consolidated interim statement of profit or loss (unaudited) for the period ended

		Three months end	ded 31 March
	Note	2016 AED'000	2015 AED'000
Revenue		439,749	441,077
Direct operating costs		(347,188)	(338,655)
Gross profit		92,561	102,422
General and administrative expenses		(41,134)	(46,444)
Income from investment properties		1,501	1,498
Property rental expense		(617)	(576)
Loss on disposal of property and equipment		(523)	(620)
Gain on disposal of assets held for sale		530 SS	1,100
Amortisation of deferred income		12,903	12,903
Share of profit of a joint venture	7	593	406
Finance income		313	1,039
Finance costs		(6,354)	(6,661)
Other income		2,632	4,205
Profit for the period		61,875	69,272
Profit for the period attributable to:			
Owners of the Company		64,200	64,827
Non-controlling interests		(2,325)	4,445
		61,875	69,272
Basic and diluted earnings per share (AED)	13	0.14	0.15

The notes set out on pages 8 to 15 form an integral part of these condensed consolidated interim financial statements.

Condensed consolidated interim statement of profit or loss and other comprehensive income (unaudited)

for the period ended

	Three months end	led 31 March
Note	2016 AED'000	2015 AED'000
	61,875	69,272
	(46)	1.
		77
2		// 188
5	(4,160)	(6,175)
	(4,206)	(6,175)
	57,669	63,097
	59,994	58,652
	(2,325)	4,445
	57,669	63,097
	Note 5	2016 AED'000 61,875 (46) (4,160) (4,206) 57,669 59,994 (2,325)

The notes set out on pages 8 to 15 form an integral part of these condensed consolidated interim financial statements

Abu Dhabi Aviation

Condensed consolidated interim statement of changes in equity for the period ended

Joi rite periou criaca	Share capital AED'000	Share premium AED'000	Reserves AED'000	Retained earnings AED'000	Equity attributable to owners of the Company AED'000	Non- controlling interests AED'000	Total AED'000
Balance at 1 January 2015 (audited)	444,787	112,320	1,434,163	207,835	2,199,105	213,597	2,412,702
Profit for the period Other comprehensive income for the period		î î	(6,175)	64,827	64,827 (6,175)	4,445	69,272 (6,175)
Total comprehensive income	1	i	(6,175)	64,827	58,652	4,445	63,097
Dividends	j	9 3	3	(53,374)	(53,374)	ĵ	(53,374)
Acquisition of strates of a non-controlling shareholder	ā	â	1,207	(9,545)	(8,338)	(17,036)	(25,374)
Balance at 31 March 2015 (unaudited)	444,787	112,320	1,429,195	209,743	2,196,045	201,006	2,397,051
Balance at 1 January 2016 (audited)	444,787	112,320	1,521,531	329,807	2,408,445	206,802	2,615,247
Profit for the period Other comprehensive income for the period		1 1	(4,206)	64,200	64,200 (4,206)	(2,325)	61,875 (4,206)
Total comprehensive income	1	î	(4,206)	64,200	59,994	(2,325)	57,669
Dividends (note 14) Transfer of reserve to retained earnings	1 1	i	430	(75,614) (430)	(75,614)	1 1	(75,614)
Balance at 31 March 2016 (unaudited)	444,787	112,320	1,517,755	317,963	2,392,825	204,477	2,597,302

The notes set out on pages 8 to 15 form an integral part of these condensed consolidated interim financial statements.

Condensed consolidated interim statement of cash flows (unaudited) for the period ended

	Three months en	ded 31 March
Noi	2016 AED'000	2015 AED'000
Net cash from operating activities	73,090	26,385
Cash flows from investing activities		
Payments for investments	4 (86,363)	(63,201) (18,241)
Proceeds from disposal of assets held for sale Proceeds from disposal of investments	4 3 - 15,847	22 19,328 -
Finance income received Net cash used in investing activities	(70,200)	1,039 ———— (61,053)
Cash flows from financing activities		
Net repayment of term loans Decrease in due to a related party Payments for finance lease liabilities Finance costs paid Dividends paid	(10,346) - (446) (6,400) 4 (75,614)	(14,856) (43,168) (410)* (5,675)
Net cash used in financing activities	(92,806)	(64,109)
Net decrease in cash and cash equivalents	(89,916)	(98,777)
Cash and cash equivalents at 1 January	356,033	176,774
Cash and cash equivalents at 31 March	266,117	77,997

^{*} Other finance lease repayments are presented within related party cash flows above

The notes set out on pages 8 to 15 form an integral part of these condensed consolidated interim financial statements.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

1 Legal status and principal activities

Abu Dhabi Aviation (the "Company") is a national shareholding company incorporated in Abu Dhabi, United Arab Emirates by the Decrees and Laws No. 3, No. 10, No. 8, No. 9 and No. 11 of the years 1982, 1985, 1999, 2003 and 2004, respectively. The Company's shares are listed on the Abu Dhabi Securities Exchange.

The Company and its subsidiaries (together referred to as the "Group") have been established to own and operate helicopters and fixed wing aircraft both within and outside the United Arab Emirates and to undertake charter, commercial, air cargo and other related services. The Company has its registered office at P.O. Box 2723, Abu Dhabi, United Arab Emirates.

2 Basis of preparation

(a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 *Interim Financial Reporting*, and should be read in conjunction with the Group's last annual consolidated financial statements as at and for the year ended 31 December 2015 ('last annual financial statements'). They do not include all of the information required for a complete set of IFRS financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last financial statements.

UAE Federal Law No. (2) of 2015 being the Commercial Companies Law ("UAE Companies Law of 2015") was issued on 1 April 2015 and has come into force on 1 July 2015. Companies are allowed to ensure compliance with the new UAE Companies Law of 2015 by 30 June 2016 as per the transitional provisions contained therein.

(b) Basis of measurement

These condensed consolidated interim financial statements have been prepared on the historical cost basis, except for investments and investment properties, which are carried at fair value.

(c) Functional and presentation currency

These condensed consolidated interim financial statements are presented in United Arab Emirates Dirhams ("AED"), which is the Company's functional and presentational currency. All values are rounded to the nearest AED thousand, except when otherwise indicated.

(d) Use of estimates and judgements

The preparation of condensed consolidated interim financial statements in conformity with IFRSs 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 period in which the estimate is revised and in any future periods affected. Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in these condensed consolidated interim financial statements are described in note 4 of the consolidated financial statements of the Group as at and for the year ended 31 December 2015.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

3 Significant accounting policies

The accounting policies applied by the Group in the presentation of these condensed consolidated interim financial statements are consistent with those applied by the Group in its audited financial statements as at and for the year ended 31 December 2015, except for the adoption of new standards and interpretations effective as of 1 January 2016.

The adoption of the new and amended standards and interpretations did not have any material impact on the financial position or performance of the Group during the period.

The condensed consolidated interim financial statements incorporate the financial position and performance of the Company and its subsidiaries as disclosed below.

Name of subsidiary	Owners 31 March 2016	hip interest 31 December 2015	Country of incorporation	Principal activity
Maximus Air L.L.C.*	100%	100%	UAE	Air cargo
Royal Jet L.L.C.	50%	50%	UAE	Commercial air and transportation services
Herbal Hill Gardens Limited	100%	100%	Gibraltar	Investment property ownership
Dhafra Leasing L.L.C	100%	100%	Hungary	Representative office in Europe
ADA Real Estate Management and General Maintenance L.L.C.	100%	100%	UAE	Real estate and facilities
Maximus Airlines L.L.C.*	100%	100%	Ukraine	Air cargo services

^{*} Effective 1 January 2015, the Group acquired additional 5% ownership interest in Maximus Air L.L.C. and Maximus Airlines L.L.C. increasing its ownership from 95% to 100%.

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2016, and have not been applied in preparing these condensed consolidated interim financial statements except for early adoption of IFRS 9 by the Group in 2009. Adoption of these new standards, amendments to standards and interpretations, except IFRS 15 'Revenue from Contracts with Customers', may not have any material impact on the consolidated financial statements of the Group in the period of initial application.

4 Property and equipment

During the period, the Group spent AED 86.4 million (31 March 2015: AED 63.2 million) on the acquisition of property and equipment. Depreciation of property and equipment during the three months period ended 31 March 2016 amounted to AED 41.8 million (31 March 2015: AED 49.4 million).

During the period, the Group sold certain assets with a carrying amount of AED 526 thousand for total proceeds of AED 3 thousand.

Property and equipment is primarily operated from the Group's base in the U.A.E.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

5 Investment properties

Investment properties represent investment in a property of Royal Jet L.L.C. located in Khalifa City, Abu Dhabi and a property of the Company located in London, United Kingdom. Property in London is registered in the name of Herbal Hill Gardens Limited, a company incorporated in Gibraltar for the purpose of owning the investment property and wholly owned by the Group.

	31 March 2016 (unaudited) AED'000	31 December 2015 (audited) AED'000
Balance at 1 January	181,940	178,590
Increase in fair value - Khalifa City	= 2	2,700
Increase in fair value - London	 8	7,072
Net foreign currency exchange difference	(4,160)	(6,422)
	177,780	181,940

The fair value of the investment properties was arrived at on the basis of a valuation carried out on 31 December 2015, by independent valuers not connected with the Group. The valuers are members of a professional valuers' association, with appropriate qualifications and recent experience in the valuation of properties at the relevant locations. Management believes that there is no significant change in fair value of investment properties as at 31 March 2016.

The fair value was derived using the market comparable approach based on recent market prices without any significant adjustments being made to the market observable data. As at 31 March 2016, all of the Group's investment properties were grouped in Level 2 of fair value hierarchy (31 December 2015: Level 2).

6 Investments

	31 March 2016	31 December 2015
	(unaudited)	(audited)
	AED'000	AED'000
Financial assets at fair value through other		
comprehensive income	•	15,893

As at 31 December 2015, all of the Group's investments were grouped in level 1 of fair value hierarchy (quoted prices in active markets for identical assets or liabilities).

Balance at 1 January	15,893	72,888
Purchase of investments	* ************************************	18,241
Disposal of investments	(15,847)	(75,089)
Decrease in fair value		(147)
Loss on sale of investments	(46)).E
		15,893
		-
The Group's investments in securities r	epresented UAE listed securities	

Managed funds	-	15,893
(T)		

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

7 Investment in a joint venture

The Group has a 70% equity shareholding with equal voting power in AgustaWestland Aviation Services L.L.C., a joint venture established in the Emirate of Abu Dhabi, UAE as a limited liability company. AgustaWestland Aviation Services L.L.C. is engaged to undertake repairs, overhaul, customisation, modification and upgrading of helicopters; and sale of helicopter spare parts and accessories. The Group's share of the results, assets and liabilities as at 31 March 2016 have been accounted for using the equity method.

8 Trade receivables

	31 March 2016 (unaudited) AED'000	31 December 2015 (audited) AED'000
Trade receivables (net of provisions)	494,480	579,194
Due from related parties	42,565	15,508
	537,045	594,702

9 Cash and cash equivalents

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

	31 March 2016 (unaudited)	31 December 2015 (audited)
	AED'000	AED'000
Short-term deposits	122,334	71,905
Bank current accounts	186,876	283,432
Cash in hand	2,572	1,682
Cash and cash equivalents in the condensed consolidated interim statement of financial	9	
position	311,782	357,019
Less: margin deposit	(986)	(986)
Less: Bank overdrafts used for cash		
management purposes	(44,679)	
Cash and cash equivalents in the condense consolidated interim statement	ed	
of cash flows	266,117	356,033

Cash and cash equivalents include an amount of AED 9.5 million (31 December 2015: AED 9.1 million) held in foreign banks abroad and the remaining balance is held within the UAE.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

10 Assets held for sale

As at 31 December 2015, the Group was in the process of finalising the sale of a commercial aircraft with a net carrying value of AED 89 million. An impairment of AED 11.4 million was recognised on the reclassification of the aircraft and the remaining net realisable value of AED 77.6 million was presented as assets held for sale as at 31 December 2015. There has been no change in asset held for sale during the period ended 31 March 2016.

11 Share capital

31 March 2016	31 December 2015
(unaudited)	(audited)
AED'000	AED'000
444,787	444,787
	(unaudited) AED'000

12 Term loans

Borrowings and repayments made against facilities of the Group are in accordance with the terms disclosed in the consolidated financial statements for the year ended 31 December 2015 except for an AED 1.3 billion term loan facility, the repayment of which the Group has agreed with the bank to defer for a period of two years. This had been agreed with the bank in principal as of 31 March 2016 and is in the process of being formally approved. Accordingly it has been classified as a non-current liability.

13 Basic and diluted earnings per share

Earnings per share amounts are calculated by dividing the profit for the period attributable to shareholders of the Company by the weighted average number of shares outstanding during the period.

The following reflects the income and share data used in the earnings per share computations:

	Three months ended 31 March	
	2016 (unaudited) AED'000	2015 (unaudited) AED'000
Profit attributable to owners of the Company	64,200	64,827
Weighted average number of shares in issue	444,787	444,787
Earnings per share (AED)	0.14	0.15

The Group does not have potentially dilutive shares and accordingly, diluted earnings per share is equal to basic earnings per share.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

14 Dividends

Cash dividends of AED 0.17 per ordinary share (17% of par value) amounting to AED 75.6 million was approved by the shareholders at the annual general meeting held on 8 March 2016.

15 Contingent liabilities

As at 31 March 2016, the Group had outstanding contingent liabilities in respect of letters of guarantee amounting to AED 138.8 million (31 December 2015: AED 140 million).

16 Commitments

Capital commitments

As at 31 March 2016, the Group had estimated commitments for the acquisition of property and equipment of AED 140.5 million (31 December 2015: AED 108.4 million).

Operating commitments

The Group is committed to pay annual maintenance fees of AED 750,000 over the lease term of the related residential complex which falls due as follows.

	31 March 2016 (unaudited) AED'000	31 December 2015 (audited) AED'000
Due in less than one year	750	750
Later than one but not later than five years	3,000	3,000
Later than five years	14,625	15,000
	18,375	18,750

17 Segment information

Information regarding the Group's operating segments is set out below in accordance with IFRS 8 *Operating Segments*. IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

For operating purposes, the Group is organised into four major business segments:

- (i) Helicopter and Fixed Wing Operations, which provides charter flights and third party maintenance;
- (ii) Commercial Aircraft Operations, which provides commercial air transportation and aircraft management;
- (iii) Air Cargo, which provides air cargo services to local and international customers using its fleet of aircrafts and chartered aircraft; and
- (iv) Investments, which involves the management of the Group's investment portfolio.

These segments are the basis on which the Group reports its primary segment information. Transactions between segments are conducted at rates determined by management taking into consideration the cost of funds.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

17 Segment information (continued)

Information regarding these segments is presented below:

Hel	icopter and fixed wing operations AED'000	Commercial aircraft operations AED'000	Air cargo AED'000	Investments AED'000	Eliminations AED'000	Group AED'000
31 March 2016 (unaudited)					
Revenue	192,618	77,890	170,069		(828)	439,749
Profit / (loss) for the period	36,263	(4,650)	29,378	884		61,875
31 March 2015 (unaudited)					
Revenue	211,843	117,062	112,505	9_	(333)	441,077
Profit for the period	41,086	8,892	18,372	922	_	69,272
The segment assets and liabilities were as follows:						
31 March 2016 (unaudited)						
Assets	2,895,842	1,562,874	550,318	177,780	(561,327)	4,625,487
Liabilities	774,647	1,195,866	74,604		(16,932)	2,028,185
31 December 2015 (audited)						
Assets	2,999,395	1,524,995	510,106	197,833	(561,871)	4,670,458
Liabilities	839,734	1,153,337	79,046	**	(16,906)	2,055,211
		-		*	= ==	

The Group operates primarily from its base in the United Arab Emirates and accordingly no further geographical analysis of revenues, profit, fair value gains, assets and liabilities is given.

Notes to the condensed consolidated interim financial statements for the period ended 31 March 2016

18 Related parties

The Group, in the ordinary course of business, enters into transactions, at agreed terms and conditions, with related parties. Related parties comprise of the Group'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.

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

Three	months	ended	31	March	

	2016 (unaudited) AED'000	2015 (unaudited) AED'000
Revenue	49,696	35,212
Finance cost on finance lease of aircraft	81	124
Key management compensation Salaries and other short-term employee benefits	3,737	4,218
Directors' fees	2,871	5,634
Provision for employees' end of service benefits	358	177

19 Comparative figures

Certain comparative amounts have been reclassified to conform to the current period's presentation.

20 Approval of condensed consolidated interim financial statements

The condensed consolidated interim financial statements were approved by management and authorised for issue by the Board of Directors on 25 April 2016.