ALIA - THE ROYAL JORDANIAN AIRLINES COMPANY (ROYAL JORDANIAN)

A PUBLIC SHAREHOLDING COMPANY

UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 September 2024



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Report on Review of Interim Condensed Consolidated Financial Statements

To the Board of Directors of Alia - The Royal Jordanian Airlines Company (Royal Jordanian)

Amman - Jordan

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Alia-The Royal Jordanian Airlines Company (the "Company") and its subsidiaries (together referred to as the "Group") as at 30 September 2024, comprising the interim condensed consolidated statement of financial position as at 30 September 2024, interim condensed consolidated income statement, interim condensed consolidated statement of comprehensive income, interim condensed consolidated statement of cash flows for the nine months then ended and explanatory notes. Board of Directors are responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard IAS (34) Interim Financial Reporting. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements no. (2410), "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

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

The partner in charge of the review resulting in this auditor's report was Ali Hasan Samara; license number 503.

Amman – Jordan 29 October 2024



Alia - The Royal Jordanian Airlines Company (Royal Jordanian)
Public Shareholding Company
Interim Condensed Consolidated Statement of Financial Position
At 30 September 2024

(In Thousands of Jordanian Dinars)

	Notes	30 September 2024	31 December 2023
<u>ASSETS</u>		(Unaudited)	(Audited)
Non-current assets		00.404	
Property and equipment	4	89,104	71,074
Investment properties	~	164,307	164,307
Right-of-use assets	5	382,250	339,809
Long-term advances on purchase and modification of aircraft Financial assets at fair value through other comprehensive		14,509	9,715
income		2,087	2,087
Investments in associates		24,616	20,305
Restricted cash against lease contracts		45,347	42,289
Long-term loan granted to an associate	13	4,622	5,626
Deferred tax assets	10	12,322	12,322
		739,164	667,534
Current assets			
Other current assets		39,404	35,361
Current portion of long-term advances on purchase of		,	
engines		2,437	-
Spare parts and supplies		9,910	8,464
Current portion of long-term loan granted to an associate	13	1,922	1,922
Accounts receivable	_	43,119	40,732
Cash and bank balances	6	126,687	139,115
A (1 110 1		223,479	225,594
Assets held for sale		1,284	79
TOTAL ASSETS		963,927	893,207
EQUITY AND LIABILITIES			
Shareholders' equity			
Paid-in capital	8	363,627	363,627
Share discount	8	(78,205)	(78,205)
Fair value reserve	-	133	133
Cash flow hedges		(74)	(61)
Accumulated losses		(197,166)	(195,178)
		88,315	90,316
Non-controlling interests		20,145	19,970
Net shareholders' equity		108,460	110,286
<u>LIABILITIES</u>			
Non-current liabilities	_	A4 <=4	0==0=
Long-term loans	7-a	24,674	87,785
Long-term lease obligations	5 7.1	295,216	255,494
Long-term grants Other long term liabilities	7-b	172 52,883	2,558 62,270
Other long-term liabilities			62,270
C 41' 1 '1''		372,945	408,107
Current liabilities	7 .	71 041	25.002
Current portion of long-term loans	7-a	71,841 94,312	25,082 81,055
Accrued expenses Accounts payable and other current liabilities		114,050	81,955 87,188
Deferred revenues		127,986	106,441
Short-term lease obligations	5	70,838	70,548
Short-term grants	7-b	3,329	3,401
	. 0	482,356	374,615
Liabilities directly associated with the assets held for sale		166	199
Total liabilities		855,467	782,921
TOTAL EQUITY AND LIABILITIES		963,927	893,207
TOTAL EQUIT AND LIADILITIES		703,741	693,207

Alia - The Royal Jordanian Airlines Company (Royal Jordanian)
Public Shareholding Company
Interim Condensed Consolidated Income Statement
For The Nine Months Ended 30 September 2024 (Unaudited)
(In Thousands of Jordanian Dinars)

		For the three months		For the nine months	
		ended 30 S	eptember	ended 30 S	September
	Notes	2024	2023	2024	2023
Continuing Operations:					
Revenues from contracts with customers	9	227,690	233,666	566,628	582,136
Cost of revenues		(184,363)	(183,448)	(509,019)	(513,099)
Gross profit		43,327	50,218	57,609	69,037
General and administrative expenses		(4,462)	(4,013)	(13,215)	(10,860)
Selling and marketing expenses		(12,411)	(13,447)	(35,776)	(36,721)
Other provisions		59	(425)	(127)	(445)
Net operating profit		26,513	32,333	8,491	21,011
Group's share of results of associates, net		1,587	927	5,385	3,225
Other revenues, net		4,709	1,174	7,141	5,164
Gain (loss) on foreign currency exchange		416	(1,067)	(913)	(1,895)
Finance costs		(8,944)	(7,811)	(25,645)	(21,885)
Interest income		1,365	2,014	4,090	5,161
Gain (loss) on sale of property and equipment		57	(39)	67	(14)
Net profit (loss) for the period from					
continuing operations before income tax		25,703	27,531	(1,384)	10,767
Income tax expense	10	(144)	-	(419)	
Profit (loss) for the period from continuing					
operations		25,559	27,531	(1,803)	10,767
Discontinued operations:					
Loss for the period from discontinued operations					
after income tax		(4)	-	(10)	(16)
Profit (loss) for the period		25,555	27,531	(1,813)	10,751
Attributable to:					
Equity holders of the parent		25,494	27,516	(1,988)	10,707
Non-controlling interests		61	15	175	44
		25,555	27,531	(1,813)	10,751
Earnings per share					
Basic and diluted earnings per share attributable					
to equity holders of the parent	14	JD 0.071	JD 0.085	JD (0.005)	JD 0.033

Alia - The Royal Jordanian Airlines Company (Royal Jordanian)
Public Shareholding Company
Interim Condensed Consolidated Statement of Comprehensive Income
For The Nine Months Ended 30 September 2024 (Unaudited)
(In Thousands of Jordanian Dinars)

	For the three months ended 30 September		For the nine months ended 30 September		
	2024	2023	2024	2023	
Profit (loss) for the period	25,555	27,531	(1,813)	10,751	
Other comprehensive income items:					
Other comprehensive income items that will be reclassified					
to profit or loss in subsequent periods (net of tax):					
Net loss on cash flow hedges	(107)		(13)		
Total comprehensive income for the period	25,448	27,531	(1,826)	10,751	
Attributable to:					
Equity holders of the parent	25,387	27,516	(2,001)	10,707	
Non-controlling interests	61	15	175	44	
	25,448	27,531	(1,826)	10,751	

Alia - The Royal Jordanian Airlines Company (Royal Jordanian)
Public Shareholding Company
Interim Condensed Consolidated Statement of Changes in Equity
For The Nine Months Ended 30 September 2024 (Unaudited)
(In Thousands of Jordanian Dinars)

				Attributable	to equity ho	olders				
			Payments							
			in respect							
	Paid-in	Share	of capital	Statutory	Fair value	Cash flow	Accumulated		Non-controlling	Total
	capital	discount	increase	reserve	reserve	hedges	losses	Total	interests	equity
For the nine months ended 30 September 2024										
Balance as of 1 January 2024	363,627	(78,205)	-	-	133	(61)	(195,178)	90,316	19,970	110,286
Total comprehensive income for the period	-	-				(13)	(1,988)	(2,001)	175	(1,826)
Balance as of 30 September 2024	363,627	(78,205)			133	(74)	(197,166)	88,315	20,145	108,460
For the nine months ended 30 September 2023										
Balance as of 1 January 2023	324,610	(78,205)	70,000	14,808	133	-	(399,965)	(68,619)	362	(68,257)
Total comprehensive income for the period	-	-					10,707	10,707	44	10,751
Balance as of 30 September 2023	324,610	(78,205)	70,000	14,808	133		(389,258)	(57,912)	406	(57,506)

		For the nin	
	Notes	2024	2023
OPERATING ACTIVITIES			
(Loss) profit for the period from continuing operations before		(4.204)	10.767
income tax Loss for the period from discontinued operations before income tax		(1,384)	10,767 (16)
Loss for the period from discontinued operations before income tax		(10) (1,394)	10,751
Adjustments for:		(1,004)	10,701
Depreciation of property and equipment		13,737	12,492
Depreciation of right-of-use assets	5	45,974	45,153
Share of results of associates		(5,385)	(3,225)
Finance costs		25,645	21,885
Other income – amortization of grants		(2,458)	(2,224)
Provision for expected credit losses		121	445
Provision for slow moving inventory		6	-
Provision for end of service indemnity (Gain) loss from sale of property and equipment		60 (67)	114 14
Interest income		(4,090)	(5,161)
Reversal of legal cases provision		(4,090)	(3,101)
Neversal of logal saces provision			(0,000)
Working capital changes:			
Accounts receivable		(2,508)	(16,181)
Spare parts and supplies		(1,452)	(2,145)
Other current assets		(3,989)	(449)
Deferred revenues		17,157	36,741
Accounts payable and other current liabilities		27,935	16,100
Accrued expenses and other long-term liabilities		2,239	29,794
End of service indemnity payments		(7) (106)	(83) (81)
Legal cases payments Net cash flows from operating activities		111,418	140,940
Net cash nows from operating activities		111,410	140,540
INVESTING ACTIVITIES			
Purchase of property and equipment	4	(21,361)	(6,377)
Change in restricted cash against lease contracts		(3,058)	(14,619)
Proceeds from sale of property and equipment		79	24
Acquisition of a subsidiary, net of cash acquired		-	(2,706)
Interest income received		4,823	5,322
Change in advances on purchase of aircraft and engines		(7,231)	- (40.040)
Short-term deposits Net cash flows used in investing activities		19,820	(18,818)
Net cash nows used in investing activities		(6,928)	(37,174)
FINANCING ACTIVITIES			
Proceeds from loans		-	2,599
Repayment of loans		(18,954)	(14,597)
Payments of lease obligations	5	(74,436)	(70,990)
Interest paid		(3,787)	(7,836)
Net cash flows used in financing activities		(97,177)	(90,824)
Net increase in cash and cash equivalents		7,313	12,942
Cash and cash equivalents at the beginning of the period		52,437	56,308
Cash and cash equivalents at the end of the period	6	59,750	69,250

1. GENERAL

Alia - The Royal Jordanian Airlines Company, the "Company", was registered as a Jordanian public shareholding Company on 5 February 2001. The Company's head office is located in Amman – Jordan.

The Company's objectives are to undertake scheduled air-transport activities from and to the Kingdom and to carry out the handling for aircraft that land in and take off from the airports of the Kingdom.

The interim condensed consolidated financial statements were authorized for issuance by the Board of Directors in their meeting held on 27 October 2024.

2. BASIS OF PREPARATION OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements are prepared in accordance with International Accounting Standard No. (34), Interim Financial Reporting.

The interim condensed consolidated financial statements do not contain all information and disclosures required for full financial statements prepared in accordance with International Financial Reporting Standards and should be read in conjunction with the Group's annual financial statements as of 31 December 2023. In addition, results of the nine months ended 30 September 2024 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2024.

The interim condensed consolidated financial statements have been presented in Jordanian Dinar which is the functional currency of the Group. All values are rounded to the nearest thousands (JD 000) except when otherwise indicated.

2-1. CHANGES IN ACCOUNTING POLICIES

The accounting policies used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the preparation of the annual consolidated financial statements for the year ended 31 December 2023 except for the adoption of new amendments on the standards effective as of 1 January 2024 and shown below:

Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7

In May 2023, the IASB issued amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The transition rules clarify that an entity is not required to provide the disclosures in any interim periods in the year of initial application of the amendments. Thus, the amendments had no impact on the Group's interim condensed consolidated financial statements.

Amendments to IFRS 16: Lease Liability in a Sale and Leaseback

In September 2022, the IASB issued amendments to IFRS 16 to specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognize any amount of the gain or loss that relates to the right of use it retains.

The amendments had no impact on the Group's interim condensed consolidated financial statements.

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

In January 2020 and October 2022, 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

In addition, a requirement has been introduced whereby an entity must disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The amendments had no impact on the Group's interim condensed consolidated financial statements.

2-2. FUNDAMENTAL ACCOUNTING CONCEPTS

The Group's accumulated losses of JD 197,166 represents 54% of the Group's paid-in capital as of 30 September 2024. Also, the Group's current liabilities exceeded its current assets by JD 258,877 as of 30 September 2024. The Group's ability to continue depends on its ability to achieve operational and financial results in accordance with its business plan and to comply with the provisions of article No. (266) of the Jordanian Company's law no. (22) for the year 1997 and its amendments, which requires that the accumulated losses of a Public Shareholding Company should not exceed 75% of its capital. Otherwise, the Company shall be liquidated unless the General Assembly of the Company issues a decision on its extraordinary meeting to increase the Company's capital or to deal with the Company's losses.

In the context of the Company's and its main shareholder's efforts, the Government Investment Management Company increased and restructured RJ's capital to rectify the Company's situation in accordance with the provisions of Article No. (266) of the Jordanian Companies Law No. (22). The Council of Ministers resolved in their meeting No. 11944 held on 4 June 2023 that RJ acquire 90% of the capital of Jordan Airports Company through the issuance of new shares in RJ's capital in favor of the Government Investment Management Company. The capital increase procedures were completed during December 2023.

The General assembly resolved in their meeting held on 3 October 2023 to restructure RJ's capital. The restructuring plan is summarized as follows:

To write-off the accumulated losses and the statutory reserve through the following:

- JD 14.8 million against the Company's statutory reserve.
- JD 201 million against the Company's paid-in capital.

Capital increase of JD 240 million shares (Par value of one Jordanian Dinar per share), through the following:

- Capitalization of payments in respect of capital increase of JD 70 million in favor of the Government Investment Company as authorized by the Prime Ministry of Jordan as per the resolution number (7056) which was resolved in their meeting held on 18 May 2022.
- Acquisition of 90% of the capital of Jordan Airports Company for JD 170 million through the issuance of new shares in RJ's capital in favor of the Government Investment Management Company.

Accordingly, paid-in capital became JD 364 million as of 30 September 2024 and 31 December 2023 (note 8).

Moreover, the Company received a comfort letter on 8 June 2020 from the Ministry of Finance (the Jordanian Government's representative), stating that the Government is in favor of continuing to support the Company's operations in the future.

3. BASIS OF CONSOLIDATION OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements comprise the financial statements of Alia - The Royal Jordanian Airlines Company (the "Company") and the following subsidiaries (collectively referred to as the "Group") as of 30 September 2024:

	Ownership Interest	Country
Royal Tours for Travel and Tourism Company	80%	Jordan
Tikram for Airport Services Company	100%	Jordan
Jordan Airports Company	90%	Jordan
Jordan Airline Training and Simulator Company	100%	Jordan
Royal Wings Company – under liquidation	100%	Jordan

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

Specifically, the Group controls an investee if and only if the Group has:

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

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee.
- Rights arising from other contractual arrangements.
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the interim condensed consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it derecognizes the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognized in profit or loss. Any investment retained is recognized at fair value.

Shareholders who have a significant influence over the Group

The Government of the Hashemite Kingdom of Jordan presented by Government Investments Management Company owns 95.32% from the Company's shares as of 30 September 2024 and 31 December 2023.

4. PROPERTY AND EQUIPMENT

During the nine months ended 30 September 2024, the Group acquired property and equipment with a cost of JD 30,063 of which an amount of JD 21,361 represent cash additions (30 September 2023: JD 6,377).

5. LEASES

Set out below are the carrying amounts of right-of-use assets and lease obligations recognized and the movements during period / year ended 30 September 2024 and 31 December 2023:

	Aircraft	Aircraft's engines	Office	Total	Lease obligations*
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
30 September 2024 -	,	,	,	,	,
Balance as at 1 January 2024	290,182	29,366	20,261	339,809	326,042
Additions	78,213	-	184	78,397	78,397
Lease modifications	17,424	-	(92)	17,332	17,332
Incentives for aircraft purchase and					
rental contracts	(7,314)	-	-	(7,314)	-
Depreciation	(41,333)	(1,951)	(2,690)	(45,974)	-
Finance costs	-	-	-	-	18,719
Lease payments	-	-	-	-	(74,436)
Balance as at 30 September 2024	337,172	27,415	17,663	382,250	366,054

	Right-of-use assets				
		Aircraft's			Lease
	Aircraft	engines	Office	Total	obligations*
	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
31 December 2023 -					
Balance as at 1 January 2023	323,312	31,967	16,098	371,377	371,364
Additions	23,287	-	7,041	30,328	30,328
Lease modifications	(4,480)	-	(22)	(4,502)	(4,502)
Acquisition of a subsidiary	-	-	4,480	4,480	1,380
Transferred to property and					
equipment - Jordan Airline					
Training and Simulator Company	-	-	(3,779)	(3,779)	-
Depreciation	(51,937)	(2,601)	(3,557)	(58,095)	-
Finance costs	-	-	-	-	19,637
Lease payments	-			-	(92,165)
Balance as at 31 December 2023	290,182	29,366	20,261	339,809	326,042

^{*} Lease obligations details were as follows:

30 September 2024			31 December 2023		
(Unaudited)			(Audited)		
Short-term	Long-term	Total	Short-term	Long-term	Total
70,838	295,216	366,054	70,548	255,494	326,042

6.	CASH AND CASH EQUIVALENTS	
	· · · · · · · · · · · · · · · · · · ·	30 Septemb
		(Unaudi

	30 September 2024 (Unaudited)	31 December 2023 (Audited)
Cash and bank balances	35,772	38,910
Short-term deposits*	11,873	1,080
Cash in transit **	12,105	12,368
Cash and cash equivalents	59,750	52,358
Short-term deposits mature after 3 months ***	66,937	86,757
	126,687	139,115

- This item represents deposits in Jordanian Dinars in Jordanian Banks as at 30 September 2024 with an interest rate ranging between 5.85% and 6.25% (2023: 6.1%) are due within three months.
- This item includes cash received on tickets sales and air waybills sales through IATA accredited agents during September 2024 that were deposited in the Group's bank accounts during October 2024.
- This item represents deposit in Banks in Jordanian Dinar of JD 66,127 with an interest rate ranging between 6.15% and 6.75% and a deposit of 150 million Algerian Dinar equivalent to JD 810 with an interest rate of 3.18% as at 30 September 2024 and are due after more than three months (31 December 2023: Deposits in Jordanian Dinar of JD 85,962 with an interest rate ranging between 6.05% and 6.75%, in addition to a deposit of 150 million Algerian Dinar equivalent to JD 795 and are due after more than three months.)

For the purposes of the interim condensed consolidated statement of cash flows, the following represents the details of the cash and cash equivalents:

	30 September	30 September
	2024	2023
	(Unaudited)	(Unaudited)
Cash and cash equivalents	59,750	69,190
Add: cash from discontinued operations	<u> </u>	60
	59,750	69,250

7. LOANS

(7 - A) BANK LOANS

30 September		31 December	
2024		2023	
(Unau	dited)	(Aud	lited)
Loans' ins	stallments	Loans' ins	stallments
Short-term	Long-term	Short-term	Long-term
16,681	11,121	16,681	23,632
47,109	-	-	45,146
5,819	6,556	5,626	10,946
938	1,746	708	2,128
-	-	289	307
1,294	5,251	1,922	5,626
-	-	(144)	-
71,841	24,674	25,082	87,785
	20 (Unau Loans' ins Short-term 16,681 47,109 5,819 938 - 1,294	2024 (Unaudited) Loans' installments Short-term Long-term 16,681 11,121 47,109 - 5,819 6,556 938 1,746 1,294 5,251 - -	2024 20 (Unaudited) (Audited) Loans' installments Loans' installments Short-term Long-term Short-term 16,681 11,121 16,681 47,109 - - 5,819 6,556 5,626 938 1,746 708 - - 289 1,294 5,251 1,922 - (144)

Syndicated Ioan

On 20 December 2015, the Company signed a syndicated loan agreement amounted to JD 195 million (USD 275 million). The loan bears annual interest rate of one-month LIBOR plus 3%. The loan is repayable in 49 installments. The first installment amounting to JD 3 million fell due on 20 January 2017 and the last installment fell due on 20 December 2021.

On 5 February 2020, the Company signed a loan restructuring agreement for the syndicated loan. The loan installments were extended until 2024. The first installment amounting to JD 1.9 million fell due on 5 March 2020 with an annual interest rate of one-month LIBOR plus 2.65% (minimum 4.5%).

As part of the Company's action plan to manage its cash flows during COVID-19 outbreak, the Company signed an amendment letter to the loan agreement, in which the loan installments for the period from March 2020 to September 2020 were rescheduled and allocated to the remaining installments after 30 September 2020 on a proportional basis.

On 1 April 2021, the Company signed second amendment letter in which 50% of the loan installments for the period from April 2021 to June 2021 were rescheduled and allocated to the installments after 30 June 2021 on a proportional basis. During July 2021, the Company signed third amendment letter in which 50% of the loan installments for the period from July 2021 to September 2021 were rescheduled and allocated to the installments after 30 September 2021 on a proportional basis. On 21 November 2021, the Company signed fourth amendment letter in which 50% of the loan installments for the period from November 2021 to April 2022 were rescheduled and allocated to the installments after April 2022 on a proportional basis.

On 8 August 2022, the Company signed fifth amendment letter in which the Company was granted a grace period for the installments from June to November 2022 in return of extending the loan installment until 2026.

The loan agreement contains loan covenants which require the Company to meet certain financial ratios. During June 2021, the Company has amended the agreement whereas the Company was not required to meet those financial ratios until 30 September 2022. On 21 November 2021, The Company has amended the agreement whereas the Company was not required to meet those financial ratios until 31 December 2022. In April 2022, the Company signed an amendment letter, whereas the Company was not required to meet the financial ratios until 31 December 2023. During April 2023, the Company obtained the bank's approval, whereas the Company is not required to meet the financial ratios until 31 December 2024. On 12 June 2023, the Company signed an amendment letter, whereas the Company was not required to meet the financial ratios until 31 December 2024. The Company complied with the required financial ratios as of 30 September 2024.

On 13 June 2023 the Company signed an amendment to the agreement, whereby the interest calculation was modified from LIBOR to risk-free interest rates CME Term SOFR.

According to the loan agreement, the Company is obliged to transfer the proceeds from its sales from travel agents in 21 stations that are collected through IATA to the Company's account at Al-Mashreq Bank - UAE as a collateral.

Capital Bank loan

On 18 May 2020, the Company signed a loan agreement with Capital Bank which amounted to JD 50 million bearing an annual interest rate of 1%. The Company has utilized the full loan balance of JD 50 million as of 30 September 2024 and 31 December 2023. On 9 April 2024, the Company signed an amendment agreement whereby the loan will be repaid in one payment on 13 July 2025, at an interest rate of 2.5% starting from 13 July 2024. Interest is payable on a quarterly basis.

The loan was granted from Capital bank through the Central Bank of Jordan's program to support companies that have been affected by COVID-19 at a below-market interest rate.

The benefit of a below-market rate loan has been recognized as a government grant in accordance with International Accounting Standard IAS 20 - Government Grants (Note 7 - b).

Social Security - "Himaya" program

The Company implemented Defense Order No. (14) and No. (24) "Himaya" program and its related announcements where the Social Security Corporation supported the most affected companies due to the pandemic through granting loans that cover part of August through November 2020 salaries and January 2021 through June 2022 salaries. The Social Security Corporation contributed 40% of employees' salaries with a ceiling ranging between JD 500 and JD 1,000 per employee per month.

The loan is repayable through 43 installments starting from June 2023. The loan bears an annual interest rate of 4%. The Company will bear an interest rate of 1%, and the Government of Jordan will bear 3% up until December 2026. If the loan was not settled by December 2026, the Company will bear an annual interest according to the social security law and its related regulations.

Jordan Airline Training and Simulator Company - Arab Bank

On 30 July 2023, Jordan Airline Training and Simulator Company ("JATS") signed a loan agreement with Arab Bank amounting to JD 2,836 (USD 4 million). The loan bears an annual interest rate of one-month Term SORF plus 2.5%. The loan is repayable in 48 monthly instalments amounting to JD 59 (USD 83,300) except for the last settlement amounting to JD 60 (USD 84,900). The first installment was due during February 2024 and the last installment fell due on February 2028.

On 15 November 2023, Jordan Airline Training and Simulator Company signed a reducing loan agreement with Arab Bank amounting to JD 460. The loan bears an annual interest rate 3.5%. calculated on the basis of the daily balance of the loan, which represents the interest rate set by the Central Bank of 1% for loans. granted within the medium-term loans program for licensed banks and granted to projects within the Capital Governorate of Amman, plus a margin of 2.5% annually.

The loan is repayable in 24 monthly installments amounting to JD 19.2. The first installment was due on 1 May 2024 and the last installment will fall due on 2 March 2026.

Jordan Airline Training and Simulator Company - Ahli Bank

On 1 January 2017, Jordan Airline Training and Simulator Company signed a loan agreement with Ahli Bank amounting to JD 1,500. The loan bears an annual interest of 4.5%. The loan is repayable in 114 monthly instalments amounting to JD 13 per each.

On 6 July 2021, JATS amended the loan agreement by adjusting the monthly loan installments to JD 18 at an adjusted interest rate of 4%. The loan is repayable in 52 monthly installments starting from 1 January 2023. The Company paid the full remaining principal amount of the loan principal on 16 May 2024.

Rawabi Jordan Investment Company (A subsidiary of Jordan Airports Company) – Jordan Kuwait Bank

On 18 September 2005, Rawabi Jordan Investment Company signed a reducing loan agreement of JD 8,511 (USD 12 million) with Jordan Kuwait Bank, whereby the full loan installments and interest due to be paid by the Jordan Aircraft Maintenance Company at an interest rate of 8%. The loan is repayable in 25 equal annual installments amounting to JD 797 (USD 1,124,145), whereby each installment including a portion of the loan principal and the calculated annual interest, provided that repayment begins 12 months after the date of the withdrawal of the loan principal.

On 27 February 2007, Rawabi Jordan Investment Company signed an addendum to loan agreement, whereby the principal amount of the loan was increased by JD 4,965 (USD 7 million), provided that the loan will be repaid in 24 equal annual installments of JD 1,269 (USD 1,789,000) except for the last installment of JD 1,268 (USD 1,788,407) with each installment including a portion of the principal amount of the loan and the accrued annual interest, with the first installment to begin 12 months after the date of withdrawal of the increased amount.

On 1 August 2016, Rawabi Jordan Investment Company signed an addendum to the loan agreement, where the loan and payments were restructured, with the loan balance amounting to JD 10,860 (USD 15,312,720), and the loan was to be repaid in 15 annual installments, with the first installment due on 1 March 2017 in the amount of JD 389 (USD 548,118) and the last installment will due on 3 March 2031 of JD 1,078 (USD 1,519,320) at the interest rate of one-month LIBOR plus 3.5%.

On 3 May 2023, Rawabi Jordan Investment Company amended the loan agreement and adjusted the interest rate to be CME SOFR for six months plus 2.5%.

Principal instalments payable for the long-term loans are as follows:

Period	Amount
1 October 2025 – 30 September 2026	17,398
1 October 2026 – 30 September 2027	3,127
1 October 2027 – 30 September 2028	1,082
1 October 2028 – 30 September 2029	964
1 October 2029 – 30 September 2030 and after	2,103
	24,674

(7 - B) GOVERNMENT GRANTS

	30 September 2024			31 December 2023			
		(Unaudited)		(Audited)			
		Related to			Related to		
		Social security			Social security		
	Capital	"Himaya"		Capital	"Himaya"		
	Bank's loan	program's loan	Total	Bank's loan	program's loan	Total	
Balance as at the beginning of the period / year	4,852	1,107	5,959	5,719	2,029	7,748	
Recognized during the period / year	-	-	-	1,468	(74)	1,394	
Released to the interim condensed consolidated							
income statement during the period / year	(1,961)	(497)	(2,458)	(2,335)	(848)	(3,183)	
Balance as at the end of the period / year	2,891	610	3,501	4,852	1,107	5,959	
Non-current	_	172	172	2,082	476	2,558	
Current	2,891	438	3,329	2,770	631	3,401	
	2,891	610	3,501	4,852	1,107	5,959	

8. SHAREHOLDERS' EQUITY

- Paid-in capital

	30 September 2024 (Unaudited)	31 December 2023 (Audited)
Authorized capital (Par value of Jordanian Dinar per share)	363,627	363,627
Paid-in capital	363,627	363,627

The General assembly resolved in their meeting held on 3 October 2023 to restructure RJ's capital. The restructuring plan is summarized as follows:

To write-off the accumulated losses and the statutory reserve through the following:

- JD 14.8 million against the Company's statutory reserve.
- JD 201 million against the Company's paid-in capital.

Capital increase of JD 240 million shares (Par value of one Jordanian Dinar per share), through the following:

- Capitalization of payments in respect of capital increase of JD 70 million as authorized by the Prime Ministry of Jordan as per the resolution number (7056) which was resolved in their meeting held on 18 May 2022.
- Acquisition of 90% of the capital of Jordan Airports Company for JD 170 million through the issuance of new shares in RJ's capital in favor of the Government Investment Management Company.

Accordingly, paid-in capital became JD 364 million as of 30 September 2024 and 31 December 2023.

- Share discount

Share discount amounted to JD 78.2 million as at 30 September 2024 and 31 December 2023. The accumulated balance in this account represents the difference between the issuing price and the par value of the shares issued.

9. REVENUES FROM CONTRACTS WITH CUSTOMERS

		ee months September	For the nir ended 30 \$	ne months September	
	2024	2023	2024	2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Scheduled Services	,	,	,	,	
Passengers	191,391	203,050	471,774	496,220	
Cargo	10,237	5,819	23,394	18,135	
Excess baggage	2,432	2,048	6,054	5,190	
Airmail	964	1,312	3,539	4,233	
Total scheduled services (note 12)	205,024	212,229	504,761	523,778	
Chartered flights (note 12)	1,356	1,259	3,996	4,628	
Cargo warehouse revenues	5,766	4,302	16,286	12,092	
Commercial revenues from arriving and					
departing aircraft of other companies	4,271	4,587	11,941	13,299	
Revenues from technical and maintenance					
services provided to other companies	1,114	1,172	3,011	3,015	
First class services revenues	1,986	2,167	5,285	5,192	
Royal tours revenues (Tours operating					
revenues)	2,708	3,342	6,706	8,712	
Ancillary revenues	1,772	1,505	4,228	3,783	
Revenues from NDC (Galileo)	930	711	2,416	2,172	
Frequent flyer revenues	536	1,014	1,975	2,761	
Revenue from airport operator	1,063	-	3,296	-	
Training revenue	333	436	912	660	
Other revenues	831	942	1,815	2,044	
	227,690	233,666	566,628	582,136	

10. INCOME TAX

Alia – The Royal Jordanian Airlines Company:

No provision for income tax was calculated by the Company for the period ended 30 September 2024 and 2023 due to the excess of deductible expenses over taxable income in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

The Company filed its tax return for the years from 2020 until 2023 within the statutory period. The Company has reached a final settlement with the Income and Sales Tax Department up to the year 2019 whereas the years from 2020 until 2023 are yet to be reviewed up to date of these interim condensed consolidated financial statement.

Royal Wings Company:

No provision for income tax was calculated by the Company for the period ended 30 September 2024 due to the excess of deductible expenses over taxable income in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

Royal Wings Company filed its tax return for the years from 2020 until 2023 within the statutory period. The Income and Sales Tax Department is currently reviewing the Company's tax returns at the first instance court. Royal Wings Company reached a final settlement with the Income and Sales Tax Department up to the year 2019 whereas the years from 2020 until 2023 are yet to be reviewed up to date of these interim condensed consolidated financial statement.

Royal Tours Company:

No provision for income tax was calculated by the Company for the period ended 30 September 2024 and 2023 due to the excess of deductible expenses over taxable income in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

Royal Tours for Travel and Tourism Company filed its tax return for the years from 2020 to 2023 within the statutory period. Royal Tours for Travel and Tourism Company reached a final settlement with the Income and Sales Tax Department up to the year 2019. The Income and Sales Tax Department did not review the Company's accounting records for the years from 2020 until 2023 up to the date of these interim condensed consolidated financial statements.

Tikram for Airport Services Company:

No provision for income tax was calculated by the Company for the period ended 30 September 2024 and 2023 due to the excess of deductible expenses over taxable income in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

Tikram for Airport Services Company filed its tax returns for the years from 2020 until 2023. Tikram for Airport Services Company reached a final settlement with the Income and Sales Tax Department up to the year 2021. The Income and Sales Tax Department did not review the Company's accounting records for the years 2020, 2022 and 2023 up to the date of these interim condensed consolidated financial statements.

Jordan Airline Training and Simulator Company:

No provision for income tax was calculated by the Company for the period ended 30 September 2024 and 2023 due to the excess of deductible expenses over taxable income in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

Jordan Airline Training and Simulator Company filed its tax return for the years from 2020 until 2023 within the statutory period. Jordan Airline Training and Simulator Company reached a final settlement with the Income and Sales Tax Department up to the year 2019 whereas the years from 2020 until 2023 are yet to be reviewed up to date of these interim condensed consolidated financial statement.

Jordan Airports Company:

A provision for income tax was calculated by the Company for the period ended 30 September 2024 and 2023 in accordance with the Income Tax Law No. (34) of 2014 and its amendments.

Jordan Airports Company filed its tax return for the years from 2020 until 2023 within the statutory period. Jordan Airports Company reached a final settlement with the Income and Sales Tax Department up to the year 2019 whereas the years from 2020 until 2022 until the date of these interim condensed consolidated financial statement. The tax return for the year 2023 has been approved according to the sampling system.

11. COMMITMENTS AND CONTINGENCIES

- Letters of credit and guarantees

As of 30 September 2024, the Group had letters of credit that amounted to JD 25,805 and letters of guarantees amounted to JD 3,501 (31 December 2023: letters of credit amounted to JD 24,372 and letters of guarantees amounted to JD 2,389).

- Claims against the Group

The Group is a defendant in a number of lawsuits amounting to JD 7,197 as of 30 September 2024 (31 December 2023: JD 10,958) representing legal actions and claims related to its ordinary course of business. Related risks have been analyzed as to the likelihood of occurrence, although the outcome of these matters cannot always be ascertained with precision. In the opinion of the Group and their legal counsels, the provision recognized as of 30 September 2024 is sufficient to cover any contingent liabilities and claims that may arise from these lawsuits.

- Capital Commitments

As of 30 September 2024 and 31 December 2023, the Group had capital commitments of USD 1,180,147,957, equivalent to JD 836,984 relating to agreements signed for eight aircraft.

12. GEOGRAPHICAL DISTRIBUTION OF REVENUES

All operations are integrated under the airline business. The Group does not have any segment information other than the geographical distribution of revenues, which is used by the management executives to measure the Group's performance:

For the three months ended 30 September (unaudited):

	2024					2023		
	Scheduled	Chartered	Flights		Scheduled	Chartered I	Flights	
	services	Passengers	Cargo	Total	services	Passengers	Cargo	Total
Levant	24,305	48	489	24,842	25,042	15	341	25,398
Europe	63,048	266	206	63,520	57,947	201	477	58,625
Arab Gulf	37,192	-	-	37,192	40,518	225	-	40,743
America	71,793	-	-	71,793	79,034	-	-	79,034
Asia	4,820	339	-	5,159	6,004	-	-	6,004
Africa	3,866	8	-	3,874	3,684	-	-	3,684
Total	205,024	661	695	206,380	212,229	441	818	213,488

For the nine months ended 30 September (unaudited):

	2024					2023		
	Scheduled	Chartered F	lights		Scheduled	Chartered	Flights	
	services	Passengers	Cargo	Total	services	Passengers	Cargo	Total
Levant	61,590	184	1,664	63,438	63,655	62	1,313	65,030
Europe	142,804	615	831	144,250	139,670	242	1,273	141,185
Arab Gulf	112,705	-	-	112,705	110,908	759	35	111,702
America	166,895	222	-	167,117	180,398	-	565	180,963
Asia	11,445	429	-	11,874	19,996	-	379	20,375
Africa	9,322	51	-	9,373	9,151	-	-	9,151
Total	504,761	1,501	2,495	508,757	523,778	1,063	3,565	528,406

13. **RELATED PARTY TRANSACTIONS**

Related party transactions represent transactions with associated companies, employees' provident fund, and the Government of the Hashemite Kingdom of Jordan. Pricing policies and terms of these transactions are approved by the Group's management.

Following is a summary of balances due to and from related parties included in the interim condensed consolidated statement of financial position:

	30 September 2024		31 December 2023	
	Accounts	Accounts	Accounts	Accounts
	receivable	payable	receivable	_payable
	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Government of Jordan	7,657	370	6,255	506
Employees' Provident Fund	-	2,953	-	2,502
Social Security Corporation	-	14,607	7	19,262
Jordan Aircraft Maintenance Company	26	247	154	-
Jordan Flight Catering Company		4,722		4,717
	7,683	22,899	6,416	26,987
		30 September 202	4 31 Dec	ember 2023
		(Unaudited)	(A	udited)
Loan granted from Rawabi Jordan Investme	ent Company			
for Jordan Aircraft Maintenance Company				
Non-current		4,62	<u> </u>	5,626
Current		1,92	.2	1,922

The following is a summary of the transactions with associated companies included in the interim condensed consolidated income statement:

	For the three months		For the nine months		
	ended 30 S	September	ended 30 September		
	2024	2023	2024	2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Jordan Aircraft Maintenance Company (JORAMCO):					
Scheduled services revenues	66	69	231	224	
Repair and maintenance expenses	(404)	(1,043)	(1,819)	(3,096)	
Jordan Flight Catering Company:					
Passenger services expenses	(6,003)	(6,037)	(16,083)	(15,772)	
Jordan Airline Training and Simulator Company: *					
Pilots training expenses		-	-	(552)	

*During April 2023, Alia – The Royal Jordanian Airlines Company signed an agreement to acquire the remaining 80% of the shares of Jordan Airline Training and Simulator Company, a limited liability Company. Accordingly, RJ became the sole owner of the whole shares of Jordan Airline Training and Simulator Company, and the investment was classified as an investment in a subsidiary. All intra-group expenses relating to transactions between members of the Group are eliminated in full for the nine months ended 30 September 2024 and 2023.

The following is a summary of the transactions with the Government of the Hashemite Kingdom of Jordan included in the interim condensed consolidated income statement:

	For the three months ended 30 September		For the nine months ended 3 September					
	2024 2023		2024 2023		2024 2023		2024	2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)				
Scheduled services revenues – passengers	4,072	2,291	7,480	5,876				
Scheduled services revenues – cargo	387	129	1,208	433				
	4,459	2,420	8,688	6,309				

Compensation of key management personnel:

The remuneration of members of key management during the period was as follows:

	For the three months ended 30 September		For the nine months ended 3 September		
	2024	2023	2024	2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Salaries and other benefits	241	227	775	733	
Board of Directors remuneration	14	12	38	36	

14. EARNINGS PER SHARE

	30 September 2024	30 September 2023
	(Unaudited)	(Unaudited)
(Loss) profit for the period attributed to the equity holders		
of the parent ('000)	(1,988)	10,707
Weighted average number of shares ('000)	363,727	324,610
Basic and diluted earnings per share (JD)	JD (0.005)	JD 0.033

15. COMPARATIVE FIGURES

Some of the comparative figures for the period ended 30 September 2023 have been reclassified to correspond with 30 September 2024 presentation with no effect on equity or profit for the period ended 30 September 2023.