ASHTROM GROUP LTD.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

AS OF MARCH 31, 2024

UNAUDITED

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Auditors' review

report to the shareholders of

Ashtrom Group Ltd.

Introduction

We have reviewed the accompanying financial information of Ashtrom Group Ltd. and subsidiaries ("the Group"), which comprises the condensed consolidated statement of financial position as of March 31, 2024 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the three months period then ended. The board of directors and management are responsible for the preparation and presentation of interim financial information for this period in accordance with IAS 34, "Interim Financial Reporting" and are responsible for the preparation of interim financial information for this period in accordance with the disclosure requirements of Chapter D of the Securities Regulations (Periodic and Immediate Reports), 1970. Our responsibility is to express a conclusion on this interim financial information based on our review.

We did not review the condensed interim financial information of subsidiaries, whose assets constitute approximately 14% of total consolidated assets as of March 31, 2024, and whose revenues constitute approximately 8% of total consolidated revenues for the three months period then ended. Furthermore, we did not review the condensed interim financial information of companies accounted for at equity the investment in which amounted to approximately NIS 65 million as of March 31, 2024 and the Group's share of their earnings amounted to approximately NIS 0.8 million for the three months period then ended. The condensed interim financial information of those companies was reviewed by other auditors, whose review reports have been furnished to us, and our conclusion, insofar as it relates to the financial information in respect of those companies, is based on the review reports of other auditors.

Scope of review

We conducted our review in accordance with Review Standard (Israel) 2410 of the Institute of Certified Public Accountants in Israel, "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 generally accepted auditing standards in Israel 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 and the review reports of other auditors, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

In addition to the abovementioned, based on our review and the review reports of other auditors, nothing has come to our attention that causes us to believe that the accompanying interim financial information does not comply, in all material respects, with the disclosure requirements of Chapter D of the Securities Regulations (Periodic and Immediate Reports), 1970.

Tel-Aviv, Israel May 26, 2024 KOST FORER GABBAY & KASIERER A Member of Ernst & Young Global

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

NIS in thousands

	March 31, 2024 Unaudited	March 31, 2023 Unaudited	December 31, 2023 Audited
ASSETS			
CURRENT ASSETS:			
Cash and cash equivalents	962,152	786,228	1,409,337
Short-term investments	823,268	762,886	724,401
Trade and unbilled receivables	958,529	1,545,167	1,025,418
Other accounts receivable	215,405	250,840	217,652
Inventories of buildings and retail space for sale	1,317,994	1,451,273	1,379,835
Inventories	163,202	129,482	174,941
Total	4,440,550	4,925,876	4,931,584
Assets held for sale	348,000	49,188	-
Total current assets	4,788,550	4,975,064	4,931,584
NON-CURRENT ASSETS:			
Lands for construction	1,551,819	1,947,154	1,945,370
Investment property under construction	636,148	2,284,834	1,616,380
Receivables from concession arrangements	240,045	250,177	243,542
Payments on account of purchase of investment			
property	476,605	476,544	476,597
Investment property	8,139,562	6,243,390	7,120,408
Associates	1,968,359	1,680,264	1,914,261
Other receivables and investments	300,109	*) 343,531	337,728
Property, plant and equipment, net	2,940,343	*) 1,552,444	2,653,230
Intangible assets and goodwill	84,979	42,573	86,139
Deferred taxes	48,212	77,596	51,520
Total non-current assets	16,386,181	14,898,507	16,445,175
Total assets	21,174,731	19,873,571	21,376,759

*) Reclassified.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

NIS in thousands

	March 31, 2024 Unaudited	March 31, 2023 Unaudited	December 31, 2023 Audited
LIABILITIES AND EQUITY			
CURRENT LIABILITIES:			
Credit from banks	713,826	1,162,858	758,733
Loans from institutional entities	550,000	401,266	550,000
Current maturities of non-current liabilities	1,347,550	1,536,179	1,637,637
Subcontractors and trade payables	950,703	1,140,329	931,481
Liability for combination transactions	102,871	106,894	116,452
Advances from customers and buyers of apartments and			
real estate	163,839	274,515	196,035
Dividend payable	-	200,000	-
Other accounts payable	407,615	381,573	413,223
Total	4,236,404	5,203,614	4,603,561
Liabilities attributable to assets held for sale	246,553	-	-
Total current liabilities	4,482,957	5,203,614	4,603,561
NON-CURRENT LIABILITIES:			
Loans from banks	4,164,305	2,580,576	4,014,799
Loans from institutional entities	1,980,154	1,920,978	1,979,791
Debentures	4,773,205	4,411,947	4,973,421
Lease liabilities	287,960	204,292	291,527
Other liabilities	110,007	16,108	151,071
Employee benefit liabilities	21,507	20,088	21,475
Deferred taxes	370,402	510,222	390,824
Total non-current liabilities	11,707,540	9,664,211	11,822,908
Total liabilities	16,190,497	14,867,825	16,426,469
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY:		, ,	· · · · · ·
Share capital	57,157	57,156	57,157
Share premium	1,340,685	1,339,348	1,339,895
Retained earnings	3,365,163	3,376,942	3,359,572
Reserves	12,819	28,766	(14,742)
Total	4,775,824	4,802,212	4,741,882
Non-controlling interests	208,410	203,534	208,408
Total equity	4,984,234	5,005,746	4,950,290
Total liabilities and equity	21,174,731	19,873,571	21,376,759

The accompanying notes are an integral part of the interim consolidated financial statements.

Avraham Nussbaum	Gil Gueron	Gal Omer	Yeshayahu Abramovitch
Chairman of the Board	Managing Director and	Chief Financial Officer	Chief Accounting Officer
	Member of the Board		

Date of approval of the financial statements: May 26, 2024.

	Three months ended March 31, 2024 Unaudited	Three months ended March 31, 2023 Unaudited	Year ended December 31, 2023 Audited
Revenues	1,113,601	1,254,471	4,818,920
Cost of revenues	891,144	991,218	3,828,374
Gross profit	222,457	263,253	990,546
Gain from change in designation from inventories to			
investment property	-	-	57,776
Impairment of investment property, net	(6,989)	(4,006)	(232,434)
	215,468	259,247	815,888
Selling and marketing expenses	24,818	24,501	101,461
General and administrative expenses	96,164	93,262	388,122
Group's share of earnings of associates, net	6,126	10,698	40,189
Other income (expenses), net	3,758	1,158	(14,390)
Operating income	104,370	153,340	352,104
Finance expenses	(139,418)	(128,165)	(512,133)
Finance income	45,301	25,908	162,044
Income before taxes on income (tax benefit)	10,253	51,083	2,015
Taxes on income (tax benefit)	3,880	2,323	(35,974)
Net income	6,373	48,760	37,989
Net income attributable to:			
Equity holders of the Company	5,591	46,908	30,955
Non-controlling interests	782	1,852	7,034
	6,373	48,760	37,989
Net earnings per share attributable to equity holders of the Company (in NIS):		,	· · · · · · · · · · · · · · · · · · ·
Basic and diluted net earnings	0.06	0.46	0.31

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

NIS in thousands

	Three months ended March 31, 2024 Unaudited	Three months ended March 31, 2023 Unaudited	Year ended December 31, 2023 Audited
Net income	6,373	48,760	37,989
Other comprehensive income (net of tax effect): Amounts that have been reclassified or will be reclassified in the future to profit or loss, net of tax:			· · · · · · · · · · · · · · · · · · ·
Gain (loss) from cash flow hedges Adjustments arising from translating financial statements	22,505	-	(50,492)
of foreign operations	(929)	93,320	99,288
Group's share of net other comprehensive income of associates from adjustments arising from translating financial statements of foreign operations	(474)	3,546	5,109
imanetar statements of foreign operations	21,102	96,866	53,905
Amounts that will not be reclassified in the future to profit or loss, net of tax: Revaluation of property, plant and equipment (lands and	·	·	
buildings)	2,403	8,426	17,449
Remeasurement loss from defined benefit plans, net	2 402	8,426	(1,417)
Total other comprehensive income	2,403 23,505	105,292	16,032 69,937
Total other comprehensive income Total comprehensive income	29,878	154,052	107,926
	29,676	134,032	107,920
Total comprehensive income attributable to: Equity holders of the Company	30,485	144,808	90,309
Non-controlling interests	(607)	9,244	17,617
Total	29,878	154,052	107,926

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

NIS in thousands, unaudited

	Share capital	Share premium	Reserve for transactions with controlling shareholders	Retained earnings	Reserve for share-based payment	Revaluation reserve	Foreign currency translation adjustments	Reserve for hedges	transactions with non-	Total attributable to equity holders of the Company	Non- controlling interests	Total equity
Balance at January 1, 2024 (audited)	57,157	1,339,895	25,013	3,359,572	20,220	373,084	(324,148)	(50,492)	(58,419)	4,741,882	208,408	4,950,290
Net income	-	-	-	5,591	-	-	-	-	-	5,591	782	6,373
Total other comprehensive income		-	-	-	-	2,403	(14)	22,505	-	24,894	(1,389)	23,505
Total comprehensive income	-	-	-	5,591	-	2,403	(14)	22,505	-	30,485	(607)	29,878
Cost of share-based payment	-	-	-	-	3,457	-	-	-	-	3,457	-	3,457
Exercise of share options	-	790	-	-	(790)	-	-	-	-	-	-	-
Transaction with non-controlling												
interests	-	-	-	-	-	-	-	-	-	-	178	178
Amounts classified to non-controlling												
interests		-	-	-	-	-	-	-	-	-	431	431
Balance at March 31, 2024	57,157	1,340,685	25,013	3,365,163	22,887	375,487	(324,162)	(27,987)	(58,419)	4,775,824	208,410	4,984,234

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

NIS in thousands, unaudited

									Total		
			Reserve for					Reserve for	attributable		
			transactions				Foreign	transactions	to equity		
			with		Reserve for		currency	with non-	holders of	Non-	
		Share	controlling	Retained	share-based	Revaluation	translation	controlling	the	controlling	
	Share capital	premium	shareholders	earnings	payment	reserve	adjustments	interests	Company	interests	Total equity
Balance at January 1, 2023 (audited)	57,156	1,339,288	25,013	3,530,034	10,428	355,635	(417,962)	(44,308)	4,855,284	194,290	5,049,574
Net income	-	-	-	46,908	-	-	-	-	46,908	1,852	48,760
Total other comprehensive income		-	-	-	-	8,426	89,474	-	97,900	7,392	105,292
Total comprehensive income	-	-	-	46,908	-	8,426	89,474	-	144,808	9,244	154,052
Cost of share-based payment	-	-	-	-	2,120	-	-	-	2,120	-	2,120
Exercise of share options	-	60	-	-	(60)	-	-	_	-	-	-
Dividend to equity holders of the Company	-	-	-	(200,000)	-	-	-	-	(200,000)	-	(200,000)
Balance at March 31, 2023	57,156	1,339,348	25,013	3,376,942	12,488	364,061	(328,488)	(44,308)	4,802,212	203,534	5,005,746

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

NIS in thousands, audited

	Share capital	Share premium	Reserve for transactions with controlling shareholders	Retained earnings	Reserve for share-based payment	Revaluation reserve	Foreign currency translation adjustments	Reserve for hedges	transactions with non-	Total attributable to equity holders of the Company	Non- controlling interests	Total equity
Balance at January 1, 2023	57,156	1,339,288	25,013	3,530,034	10,428	355,635	(417,962)	-	(44,308)	4,855,284	194,290	5,049,574
Net income	-	-	-	30,955	-	-	-	-	-	30,955	7,034	37,989
Total other comprehensive income (loss)	-	_	_	(1,417)	_	17,449	93,814	(50,492)	_	59,354	10,583	69,937
Total comprehensive income (loss)	-	-	-	29,538	-	17,449	93,814	(50,492)	-	90,309	17,617	107,926
Transaction with non-controlling interests Cost of share-based payment	-	-	-	-	- 10,399	- -	- -	-	(14,111)	(14,111) 10,399	(2,751)	(16,862) 10,399
Exercise of share options	1	607	_	_	(607)	_	_	_	_	10,333	_	1
Dividend to equity holders of the Company	_	_	_	(200,000)	-	-	-	_	-	(200,000)	-	(200,000)
Dividend to holders of non-controlling interests	-	-	-	-	-	-	-	-	-	-	(1,117)	(1,117)
Amounts classified to non-controlling interests		-	-	-	-	-	-	-	-	-	369	369
Balance at December 31, 2023	57,157	1,339,895	25,013	3,359,572	20,220	373,084	(324,148)	(50,492)	(58,419)	4,741,882	208,408	4,950,290

	Three months ended March 31, 2024 Unaudited	Three months ended March 31, 2023 Unaudited	Year ended December 31, 2023 Audited
Cash flows from operating activities:			
Net income	6,373	48,760	37,989
Adjustments to reconcile net income to net cash provided by			
(used in) operating activities:			
Adjustments to the profit or loss items:			
Group's share of earnings of associates, net	(6,126)	(10,698)	(40,189)
Impairment of investment property, net	6,989	4,006	232,434
Interest costs, net	65,996	70,711	208,765
Gain from marketable securities	(19,293)	(1,970)	(38,913)
Depreciation and amortization of property, plant and			
equipment and intangible assets	24,962	20,115	84,625
Gain from change in designation from inventories to			
investment property	_	-	(57,776)
Deferred taxes, net	(15,768)	(22,222)	(128,538)
Appreciation of lands for construction	-	-	33,090
Revaluation of long-term loans	6,423	25,862	58,237
Revaluation of debentures	29,101	38,032	141,181
Loss from sale and appreciation of investments	1	5	17
Change in employee benefit liabilities, net	32	(681)	(862)
Cost of share-based payment	3,457	2,120	10,399
Gain from sale of property, plant and equipment	(1,258)	(84)	(653)
Gain from remeasurement of investments in associates	-	_	(26,593)
Revaluation of long-term receivables and other investments	9,022	7,336	(23,288)
Gain from receivables from concession arrangements	(735)	(2,858)	(8,714)
Total	102,803	129,674	443,222
Changes in asset and liability items:	- ,	- ,	- 4
Decrease (increase) in trade and unbilled receivables and in			
other accounts receivable	62,710	(52,932)	521,885
Decrease (increase) in inventories of buildings and retail	,	, , ,	,
space for sale less advances from customers and from			
buyers of apartments and in inventories	87,104	(50,927)	47,462
Increase (decrease) in subcontractors and trade payables and	,	, , ,	,
in other accounts payable	31,535	47,667	(28,567)
	181,349	(56,192)	540,780
Cash paid and received during the period for:		(, - ,	
Dividend received	_	1,450	9,950
Taxes paid, net	(16,781)	(24,899)	(56,809)
1 w. 100 p. 100	(16,781)	(23,449)	(46,859)
Net cash provided by operating activities before purchase of	(10,701)	(23,447)	(40,037)
lands for construction	273,744	98,793	975,132
Purchase of lands for construction, net	(16,329)	(700,960)	(830,661)
Value added tax paid on purchase of lands for construction	(10,527)	(88,353)	(050,001)
Net cash provided by (used in) operating activities	257,415	(690,520)	144,471
There as in provided by (used in) operating activities	231,413	(070,320)	177,7/1

	Three months ended March 31, 2024	Three months ended March 31, 2023	Year ended December 31, 2023
	Unaudited	Unaudited	Audited
Cash flows from investing activities:			
Investment in investment property	(34,497)	(41,173)	(189,777)
Investment in investment property under construction	(1,564)	(373,855)	*) (408,194)
Payments on account of investment property	(8)	(386,288)	*) (386,341)
Sale of (investment in) in short-term investments, net	(79,574)	178,494	253,922
Purchase of property, plant and equipment	(253,335)	*) (64,690)	(1,131,504)
Interest received	6,132	5,540	16,687
Grant of long-term loans to associates, net	(17,761)	(16,595)	(75,215)
Collection of receivables from concession arrangements	3,982	3,680	15,239
Acquisition of newly consolidated company	-	-	(4,184)
Investment in associates and other investments	(78)	-	(157,399)
Proceeds from sale of property, plant and equipment and			
investment property	1,425	10,209	59,941
Grant of long-term loans and other investments	(14,862)	*) (25,267)	(84,191)
Collection of long-term loans and deposits	12,851	3,590	26,013
Net cash used in investing activities	(377,289)	(706,355)	(2,065,003)
Cash flows from financing activities:			
Issue of debentures (net of issue expenses)	-	90,281	1,414,406
Repayment of debentures	(272,559)	(208,599)	(724,568)
Receipt of long-term loans from banks and others	259,515	1,175,949	2,514,309
Repayment of long-term loans from banks and others	(93,389)	(62,130)	(445,248)
Short-term credit from banks and others, net	(72,938)	391,339	309,195
Repayment of lease liabilities	(10,297)	(6,828)	(29,214)
Interest paid	(138,857)	(121,312)	(418,116)
Proceeds from exercise of options	-	-	1
Transaction with non-controlling interests	178	-	(16,493)
Dividend to equity holders of the Company	-	-	(200,000)
Dividend to non-controlling interests		-	(1,117)
Net cash provided by (used in) financing activities	(328,347)	1,258,700	2,403,155
Translation differences of balances of cash and cash			
equivalents	1,036	2,512	4,823
Decrease in cash and cash equivalents	(447, 185)	(135,663)	487,446
Cash and cash equivalents at the beginning of the period	1,409,337	921,891	921,891
Cash and cash equivalents at the end of the period	962,152	786,228	1,409,337

*) Reclassified.

CONSOLIDATED STATEMENTS OF CASH FLOWS

NIS in thousands

	Three months	Three months	S
	ended March 31, 2024 Unaudited	ended March 31, 2023 Unaudited	Year ended December 31, 2023 Audited
Significant non-cash transactions:			
Dividend payable to equity holders of the Company		200,000	
Right-of-use asset recognized against lease liability	4,653	107,716	207,234

NOTE 1:- GENERAL

- a. These financial statements have been prepared in a condensed format as of March 31, 2024 and for the three months period then ended ("interim consolidated financial statements"). These financial statements should be read in conjunction with the Company's annual consolidated financial statements as of December 31, 2023 and for the year then ended and accompanying notes ("annual consolidated financial statements").
- b. The consequences of the Swords of Iron war:

In keeping with the matter discussed in Note 1 to the annual consolidated financial statements regarding the consequences of the "Swords of Iron" war, the following is the effect of the war on the Company's business activities in the reporting period:

The consequences of Hamas organization's combined attack on October 7 against the State of Israel, particularly targeting the settlements in the Western Negev, resulted in the Israeli Government declaring the Swords of Iron war ("the war") which led to an escalation and ongoing clashes with Hezbollah organization in the north that continued into Q1 of 2024. As of the date of approval of the financial statements, the consequences persist including the escalation of relations with Iran with a missile attack from its territory.

The prolonged war, with its uncertain ending and outcomes, had an impact on the Israeli market, which was already facing challenges such as surge in inflation and high interest rates, in various levels, including the cost of living, the capital market, the State of Israel's rating by international rating agencies, intensified protests due to the war and hostages that have yet to be returned and on some of the segments in which the Company operates, on the scope of the business activity particularly in terms of labor shortages as Palestinian workers were prohibited from entering Israel despite promises by the Israeli Government of finding suitable alternatives only a small number of workers have actually arrived. Additionally, the war could result in higher construction costs due to the Turkish Ministry of Trade's decision to halt trade with Israel after the reporting date. If the boycott continues, it may be necessary to find alternatives potentially driving up construction costs and requiring the Company to find substitutes for certain products in its industrial activity. As of the reporting date, there is uncertainty regarding the halt of trade relations between Turkey and Israel and the Company is unable to assess and/or estimate the extent to which this trade halt will affect its operations, business and results in the short and long run.

As for the activity in the development segment, particularly the sale of apartments, there has been a certain recovery resulting in an increase in apartment sales, despite the current high interest rates in the market and ongoing inflation (the index for April 2024 increased by 0.8% and the expected annual inflation rate is about 2.8%).

NOTE 1:- GENERAL (Cont.)

As for the activity in the construction segment, the war resulted in a significant lack of workers overall, particularly Palestinian workers as a result of the lockdown in the Judea and Samaria area. Despite facing challenges with workers, including at management levels, and obtaining raw materials, in the last months the Company has implemented various adjustments to maintain construction activity at a level of scope and profitability like previous achievements. The shortage of workers, as mentioned, and the rising construction costs, including of the respective suppliers and subcontractors, could potentially result in construction companies, including the Company, failing to meet deadlines. Currently, the State's proposed compensation program does not provide an adequate solution for the segment and the Company since it focuses on smaller performing companies and offers limited aid.

As the construction segment experiences a slowdown, it naturally impacts the Group's industrial segment, which is heavily dependent on construction activities. As for the Company's activity in the income-producing property market, both the occupancy rates and rent collection of its income-producing properties remained stable (if there are any changes, they are immaterial).

As of the date of approval of the financial statements, the Group is unable to determine the extent of any future implications of the war, such as potential escalation, on the scope of its operations and business results, among others, given the extreme volatility in the markets, uncertainty regarding the duration and intensity of the war, the potential ramifications on the Company's operations and any other measures that may be taken by the Israeli Government. Nonetheless, with respect to its financial condition, the Company is stable and its financial stability in the future, its ability to meet financial covenants, fulfill contracts it signed and carrying out its ongoing ordinary business operations are not at risk due to its steady cash flows, order backlog, sufficient cash reserves and access to financing facilities. Despite this, the continued damage to the capital markets, such as Israel's credit rating being downgraded by international rating agencies and entering a long recession may impact market liquidity, companies' ability to secure favorable borrowing terms and their access to additional sources of borrowing in the market. The Group regularly monitors and evaluates the developments of the war and examines its exposure and effect on its operations and will respond with actions as required.

NOTE 2:- SIGNIFICANT ACCOUNTING POLICIES

a. Basis of preparation of the interim consolidated financial statements:

The interim consolidated financial statements have been prepared in accordance with generally accepted accounting principles for the preparation of financial statements for interim periods, as prescribed in IAS 34, "Interim Financial Reporting", and in accordance with the disclosure requirements of Chapter D of the Securities Regulations (Periodic and Immediate Reports), 1970.

The significant accounting policies applied in the preparation of the interim consolidated financial statements are consistent with those followed in the preparation of the annual consolidated financial statements, except as described below.

- b. Initial application of amendments to existing accounting standards:
 - 1. Amendment to IAS 1, "Presentation of Financial Statements":

In January 2020, the IASB issued an amendment to IAS 1 regarding the criteria for determining the classification of liabilities as current or non-current ("the Original Amendment"). In October 2022, the IASB issued a subsequent amendment ("the Subsequent Amendment").

According to the Subsequent Amendment:

- Only financial covenants with which an entity must comply on or before the reporting date will affect a liability's classification as current or non-current.
- In respect of a liability for which compliance with financial covenants is to be evaluated within twelve months from the reporting date, disclosure is required to enable users of the financial statements to assess the risks related to that liability. The Subsequent Amendment requires disclosure of the carrying amount of the liability, information about the financial covenants, and the facts and circumstances at the end of the reporting period that could result in the conclusion that the entity may have difficulty in complying with the financial covenants.

According to the Original Amendment, the conversion option of a liability affects the classification of the entire liability as current or non-current unless the conversion component is an equity instrument.

The Original Amendment and Subsequent Amendment are applied retrospectively for annual periods beginning on January 1, 2024.

The Amendments did not have a material impact on the Company's interim consolidated financial statements.

NOTE 2:- SIGNIFICANT ACCOUNTING POLICIES (Cont.)

2. Amendment to IFRS 16, "Leases":

In September 2022, the IASB issued an amendment to IFRS 16, "Leases" ("the Amendment"), which provides guidance on how a seller-lessee should measure the lease liability arising in a sale and leaseback transaction with variable lease payments that do not depend on an index or rate. The Amendment requires the seller-lessee to choose between two approaches for measuring the lease liability on the inception date of the lease. The approach chosen becomes the accounting policy that must be applied consistently.

The Amendment is applied retrospectively for annual periods beginning on January 1, 2024.

The Amendment did not have a material impact on the Company's interim consolidated financial statements.

3. Amendments to IAS 7, "Statement of Cash Flows", and IFRS 7, "Financial Instruments: Disclosures":

In May 2023, the IASB issued amendments to IAS 7, "Statement of Cash Flows", and IFRS 7, "Financial Instruments: Disclosures" ("the Amendments") to address the presentation of liabilities and the associated cash flows arising out of supplier finance arrangements, as well as disclosures required for 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 Amendments are applied for annual reporting periods beginning on January 1, 2024.

According to the transition provisions of the Amendments, the Company is not required to provide disclosures in interim periods during the first year of adoption and, therefore, the above Amendments did not have a material impact on the Company's condensed interim consolidated financial statements. Moreover, the Amendments are not expected to have a material impact on the disclosures of supplier finance arrangements in the Company's annual consolidated financial statements.

NOTE 2:- SIGNIFICANT ACCOUNTING POLICIES (Cont.)

c. Disclosure of new standards in the period prior to their adoption:

IFRS 18, "Presentation and Disclosure in Financial Statements":

In April 2024, the International Accounting Standards Board ("the IASB") issued IFRS 18, "Presentation and Disclosure in Financial Statements" ("IFRS 18") which replaces IAS 1, "Presentation of Financial Statements".

IFRS 18 is aimed at improving comparability and transparency of communication in financial statements.

IFRS 18 retains certain existing requirements of IAS 1 and introduces new requirements on presentation within the statement of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information.

IFRS 18 does not modify the recognition and measurement provisions of items in the financial statements. However, since items within the statement of profit or loss must be classified into one of five categories (operating, investing, financing, taxes on income and discontinued operations), it may change the entity's operating profit. Moreover, the publication of IFRS 18 resulted in consequential narrow scope amendments to other accounting standards, including IAS 7, "Statement of Cash Flows", and IAS 34, "Interim Financial Reporting".

IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027, and is to be applied retrospectively. Early adoption is permitted but will need to be disclosed.

The Company is evaluating the effects of IFRS 18, including the effects of the consequential amendments to other accounting standards, on its consolidated financial statements.

NOTE 3:- FINANCIAL INSTRUMENTS

Fair value:

The following table demonstrates the carrying amount and fair value of the groups of financial instruments that are presented in the financial statements not at fair value or whose carrying amount is not an approximation of fair value:

	Carrying amount	Carrying amount	Carrying amount	Fair value	Fair value	Fair value
	March 31, 2024	March 31, 2023	December 31, 2023	March 31, 2024	March 31, 2023	December 31, 2023
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Financial assets:						
Receivables from						
concession						
arrangements (1)	256,506	265,456	259,753	251,854	271,649	258,460
Financial liabilities:						
Loans with fixed						
interest (1)	3,098,916	3,124,473	3,098,362	2,945,272	2,986,190	2,970,320
Debentures (2)	5,800,893	5,133,952	6,047,002	5,724,129	4,888,685	5,927,051
Total	8,899,809	8,258,425	9,145,364	8,669,401	7,874,875	8,897,371

- (1) The fair value of receivables from concession arrangements and long-term loans received with fixed interest is based on the computation of the present value of cash flows using standard interest rate available for loans with similar terms. The fair value measurement is classified at Level 3 of the fair value hierarchy.
- (2) The fair value of debentures is based on quoted prices in active markets at the reporting date. The fair value measurement is classified at Level 1 of the fair value hierarchy. The carrying amount includes accrued interest.

The carrying amount of cash and cash equivalents, short-term investments, trade receivables, other accounts receivable, credit from banks and loans from others with variable interest, trade payables and other accounts payable approximates their fair value.

NOTE 4:- SEGMENT REPORTING

a. General:

As stated in the annual consolidated financial statements, the Group has the following operating segments: construction and infrastructures works in Israel, industries, rental housing, concessions, foreign operations through Ashtrom International, renewable energy, investment property and property development through Ashtrom Properties and residential real estate development in Israel through Ashdar.

The data of the operating segments of industries and of investment property and property development through Ashtrom Properties also include the Company's proportionate share of revenues and results of associates with the same activity as the segment in which they operate, for the purpose of adjusting the reported data to management approach.

NOTE 4:- SEGMENT REPORTING (Cont.)

b. Reporting on operating segments:

Three months ended March 31, 2024 (NIS in thousands, unaudited):

							Investment					
							property and					
	Construction				Foreign		property	real estate				
	and infra-				operations -		development	-				
	structures in		Rental		Ashtrom	Renewable	- Ashtrom	in Israel -	Total before		Adjustments	
	Israel	Industries	housing	Concessions	International	energy	Properties	Ashdar	adjustments	Adjustments	- associates	Total
Revenues from external customers	518,831	181,806	44,442	4,665	92,465	63	100,548	219,849	1,162,669	-	(49,068)	1,113,601
Intersegment revenues	88,679	31,445	-	-	-	93	626	-	120,843	(119,931)	(912)	
Total revenues	607,510	213,251	44,442	4,665	92,465	156	101,174	219,849	1,283,512	(119,931)	(49,980)	1,113,601
Cost of revenues	551,618	182,686	23,446	3,720	69,674	132	27,533	172,597	1,031,406	(118,886)	(21,376)	891,144
Gross profit	55,892	30,565	20,996	945	22,791	24	73,641	47,252	252,106	(1,045)	(28,604)	222,457
Appreciation (impairment) of												
investment property	-	-	(4,899)	-	(150)	-	(5,123)	-	(10,172)	1,645	1,538	(6,989)
Selling and marketing expenses	695	18,249	1,255	-	984	10	158	3,698	25,049	-	(231)	24,818
General and administrative expenses	30,077	13,440	4,420	2,291	10,867	5,220	21,184	12,205	99,704	304	(3,844)	96,164
Operating income (loss)	25,120	(1,124)	10,422	(1,346)	10,790	(5,206)	47,176	31,349	117,181	296	(22,991)	94,486
Earnings of associates												6,126
Other income												3,758
Operating income												104,370
Finance expenses, net											_	94,117
Income before taxes on income												10,253

NOTE 4:- SEGMENT REPORTING (Cont.)

Three months ended March 31, 2023 (NIS in thousands, unaudited):

	Construction and infra- structures in Israel	Industries	Rental housing	Concessions	Foreign operations - Ashtrom International	Renewable energy	Investment property and property development - Ashtrom Properties	Residential real estate development in Israel - Ashdar	Total before	Adjustments	Adjustments - associates	Total
Revenues from external customers	508,851	225,231	45,742	4,347	62,706	17	101,059	373,056	1,321,009	_	(66,538)	1,254,471
Intersegment revenues	219,367	53,393	-	-	-	601	-	-	273,361	(272,966)	(395)	-
Total revenues	728,218	278,624	45,742	4,347	62,706	618	101,059	373,056	1,594,370	(272,966)	(66,933)	1,254,471
Cost of revenues	657,894	237,931	26,600	3,602	47,286	550	25,925	293,358	1,293,146	(263,248)	(38,680)	991,218
Gross profit	70,324	40,693	19,142	745	15,420	68	75,134	79,698	301,224	(9,718)	(28,253)	263,253
Appreciation (impairment) of												
investment property	-	-	(18,446)	-	92	-	9,606	-	(8,748)	6,139	(1,397)	(4,006)
Selling and marketing expenses	1,063	17,877	493	-	687	9	168	5,322	25,619	-	(1,118)	24,501
General and administrative expenses	27,440	12,942	3,272	2,491	11,193	3,460	22,686	12,382	95,866	318	(2,922)	93,262
Operating income (loss)	41,821	9,874	(3,069)	(1,746)	3,632	(3,401)	61,886	61,994	170,991	(3,897)	(25,610)	141,484
Earnings of associates												10,698
Other income												1,158
Operating income											•	153,340
Finance expenses, net												102,257
Income before taxes on income											_	51,083

NOTE 4:- SEGMENT REPORTING (Cont.)

Year ended December 31, 2023 (NIS in thousands, audited):

	Construction and infra- structures in Israel	Industries	Rental housing	Concessions	Foreign operations - Ashtrom International	Renewable energy	Investment property and property development - Ashtrom Properties	Residential real estate development in Israel - Ashdar	Total before	Adjustments	Adjustments - associates	Total
Revenues from external customers	2,113,627	870,222	144,158	17,848	377,686	537	419,649	1,102,853	5,046,580	-	(227,660)	4,818,920
Intersegment revenues	572,231	192,726	-	-	-	3,016	2,394	-	770,367	(766,963)	(3,404)	<u>-</u>
Total revenues	2,685,858	1,062,948	144,158	17,848	377,686	3,553	422,043	1,102,853	5,816,947	(766,963)	(231,064)	4,818,920
Cost of revenues	2,432,116	911,177	78,792	14,456	282,149	3,140	107,298	874,805	4,703,933	(753,037)	(122,522)	3,828,374
Gross profit	253,742	151,771	65,366	3,392	95,537	413	314,745	228,048	1,113,014	(13,926)	(108,542)	990,546
Gain from change in designation from inventories to investment property Appreciation (impairment) of	-	-	-	-	-	-	-	55,804	55,804	1,972	-	57,776
investment property	-	-	(64,697)	-	2,441	-	(165,635)	(6,396)	(234,287)	10,308	(8,455)	(232,434)
Selling and marketing expenses	3,423	78,034	1,585	-	3,759	96	629	15,936	103,462	-	(2,001)	101,461
General and administrative expenses	126,529	54,374	14,650	8,705	44,905	13,240	81,196	53,406	397,005	3,277	(12,160)	388,122
Operating income (loss)	123,790	19,363	(15,566)	(5,313)	49,314	(12,923)	67,285	208,114	434,064	(4,923)	(102,836)	326,305
Earnings of associates												40,189
Other expenses												(14,390)
Operating income												352,104
Finance expenses, net												350,089
Income before taxes on income											=	2,015

NOTE 5:- SIGNIFICANT EVENTS DURING AND AFTER THE REPORTING PERIOD

- a. During Q1 of 2024, the construction of the project for residential units and retail space for rent in Kiryat HaYovel, Jerusalem, was completed and it began to be rented. As a result, the property valued at approximately NIS 991 million was classified from investment property under construction to investment property.
- b. After the reporting date, on April 21, 2024, Maalot issued a rating report in which it reaffirmed the ilA/Stable rating for the Company and the ilA for the debentures.
- c. After the reporting date, on April 15, 2024, Ashdar was informed that it won, together with a third party, in equal parts, the ILA and the Tel-Aviv Municipality tender for leasing real estate in a complex known as the "Maccabi Jaffa" complex B in Tel-Aviv. The plots in the tender are designated for saturated construction for sale on the free market and retail space with a main area of some 1,400 sq.m. in consideration of approximately NIS 378,476 thousand plus VAT and development costs of approximately NIS 7,530 thousand (including VAT).

As of the reporting date, Ashdar and its partner have not yet decided on how they will fund the purchase of the real estate and the payment of the development costs and they are exploring various financing options for the project. As of the reporting date, Ashdar and its partner paid approximately NIS 52,800 thousand.

- d. In keeping with the matter discussed in Note 28c(3) to the annual consolidated financial statements regarding a letter of claim amounting to approximately NIS 72 million that had been filed against the Company as part of an arbitration proceeding between the Company and the representatives of a group of buyers in Tel-Aviv in which the Company acted as construction contractor, after the reporting date, on May 1, 2024, in the framework of the above arbitration proceeding, an interim award was granted dismissing the claims of the group of buyers for "collective damages", except for compensation of NIS 1.7 million for distress as a comprehensive damage to all plaintiffs and, additionally, other claims made by the plaintiffs were also dismissed in other interim awards and/or resolved through inspection repairs in immaterial amounts for the Company. It is also indicated that the upcoming phase of the arbitration process was set to address the Company's arguments regarding its claims against the plaintiffs as well as the expenses incurred by the parties, all of which are in immaterial amounts for the Company.
- e. In keeping with the matter discussed in Note 9b(1) to the annual consolidated financial statements, after the reporting date, on May 9, 2024, Ashdar signed an agreement to assign all its rights and obligations under a lease agreement with the Israel Lands Authority ("ILA") for land in Galil Yam neighborhood, Herzliya, to a third party that is unrelated to the Company ("the buyer"). According to the agreement, Ashdar will receive a total of approximately NIS 322,483 thousand and the buyer will refund Ashdar development costs of approximately NIS 25,517 thousand that were paid to the ILA by June 30, 2024.

NOTE 5:- SIGNIFICANT EVENTS DURING AND AFTER THE REPORTING PERIOD (Cont.)

Shortly before the date of signing the agreement, the buyer deposited NIS 34,800 thousand with a trustee and the balance will be paid upon the transfer of rights and title to the real estate to the buyer. The agreement contains clauses that address the adjustment of the consideration in amounts which are in immaterial for the Company due to delays in the closing date and the subsequent delivery of the title to the real estate. Also, as is customary in transactions with the ILA, the transaction is contingent upon the ILA signing the deeds of assignment of rights. On May 23, 2024, such approval has been obtained. The closing (if indeed closed) is not anticipated to have a material impact on the Company's profitability.

The property with a carrying amount of NIS 348,000 thousand was classified from the item lands for construction to the item assets held for sale in the interim consolidated financial statements while the loan from a bank for the land of NIS 246,553 thousand was classified from the item long-term loans from banks to the item liabilities attributable to assets held for sale.

NOTE 6:- DISCLOSURE OF SUMMARIZED INFORMATION OF AN ASSOCIATE ACCOUNTED FOR AT EQUITY

Summarized information from the statement of financial position and the statement of profit or loss of an associate - Hutzot HaMifratz Ltd. - in NIS in thousands:

	March 31, 2024	March 31, 2023	December 31, 2023
	Unaudited	Unaudited	Audited
Current assets	20,469	18,323	17,894
Non-current assets	1,515,648	1,414,888	1,505,672
Current liabilities	28,495	17,936	30,198
Non-current liabilities	588,785	568,091	586,665
Equity attributable to equity holders of the			
Company	918,837	847,184	906,703
Share of equity in the associate	50%	50%	50%
Excess cost	7,002	7,002	7,002
Carrying amount of investment in associate	466,420	430,594	460,354

NOTE 6:- ATTACHING CONDENSED FINANCIAL INFORMATION OF ASSOCIATE ACCOUNTED FOR AT EQUITY (Cont.)

	Three months Three months					
	ended	ended	Year ended			
	March 31,	March 31,	December 31,			
	2024	2023	2023			
	Unaudited	Unaudited	Audited			
Revenues	20.001	20.045	5 0.400			
	20,901	20,067	79,489			
Gross profit	18,390	17,257	69,462			
Appreciation of investment property	2,180	2,863	45,162			
Net income	12,134	10,850	70,369			
Share of results in the associate	50%	50%	50%			
Adjustments for excess cost		-	-			
Company's share of earnings of associate	6,067	5,425	35,185			

The Company did not disclose the financial statements of Hutzot HaMifratz Ltd. because they are immaterial with respect to the Company's consolidated financial statements and do not provide significant additional information for this company. Further, the Company did not disclose information about the financial statements of other associates because they are immaterial with respect to the Company's interim consolidated financial statements.
