

QR. 99-8

RN: 846/FM/FY2022

**To the Shareholders of
Barwa Real Estate Company Q.P.S.C.
Doha, Qatar**

Independent Assurance Report, to the Shareholders of Barwa Real Estate Company Q.P.S.C. (the “Parent”) and its subsidiaries (referred together as the “Group”) on the Board of Directors’ Report on Compliance with the applicable Qatar Financial Markets Authority Laws and relevant legislations including the Governance Code for Companies & Legal Entities Listed on the Main Market

In accordance with Article 24 of the Governance Code for Companies & Legal Entities Listed on the Main Market Issued by the Qatar Financial Markets Authority (“QFMA”) Board pursuant to Decision No. (5) of 2016, we have carried out:

- a limited assurance engagement over the Board of Directors’ Report (the “Report”) on compliance of the Group with the applicable QFMA Laws and relevant legislations including the Governance Code for Companies & Legal Entities Listed on the Main Market (the “ Code”) as at 31 December 2021.

Responsibilities of the directors and those charged with governance

The Board of Directors of the Group is also responsible for preparing the Report that covers, at the minimum, the requirements of Article 4 of the Code.

In Section 2 of the Annual Corporate Governance Report, the Board of Directors provides its Report on compliance with the applicable QFMA Laws and relevant legislations including the Code.

Our Responsibilities

Our responsibilities are to issue a limited assurance conclusion on whether anything has come to our attention that causes us to believe that the Report included in Section 2 of the Group’s Annual Corporate Governance Report does not present fairly, in all material respects, the Group’s compliance with the QFMA Laws and relevant regulations including the Code.



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Our Responsibilities (continued)

We conducted our engagement in accordance with International Standard on Assurance Engagements 3000 (Revised) ‘Assurance Engagements Other Than Audits or Reviews of Historical Financial Information’ issued by the International Auditing and Assurance Standards Board (‘IAASB’).

This standard requires that we plan and perform our procedures to obtain limited assurance about whether anything has come to our attention that causes us to believe that the Report included in Section 2 of the Group Annual Corporate Governance Report, taken as a whole, is not prepared in all material respects in accordance with the Code. The applicable QFMA Laws and relevant legislations including the Code comprises the criteria by which the Group's compliance is to be evaluated for purposes of our limited assurance conclusion.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. We did not perform procedures to identify additional procedures that would have been performed if this were a reasonable assurance engagement.

Our limited assurance procedures comprise mainly of inquiries of management and inspection of supporting policies, procedures, and other documents to obtain an understanding of the processes followed by the Group to identify the requirements of the applicable QFMA Laws and relevant legislations including the Code (the ‘requirements’); the procedures adopted by management to comply with these requirements; and the methodology adopted by management to assess compliance with these requirements. When deemed necessary, we observed evidences gathered by management to assess compliance with the requirements.

Inherent limitations

Non-financial performance information is subject to more inherent limitations than financial information, given the characteristics of the subject matter and the methods used for determining such information.

Because of the inherent limitations of certain qualitative criteria in the application of the relevant QFMA Laws and relevant legislations including the Code, many of the procedures followed by entities to adopt governance and legal requirements depend on the personnel applying the procedure, their interpretation of the objective of such procedure, their assessment of whether the compliance procedure was implemented effectively, and in certain cases would not maintain an audit trail.

Our Independence and Quality Control

In carrying out our work, we have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour and the ethical requirements that are relevant in Qatar. We have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.



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Our Independence and Quality Control (continued)

Our firm applies International Standard on Quality Control 1 and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements (as applicable).

Other information

The Board of Directors is responsible for the other information. The other information comprises the Annual Report and the Annual Corporate Governance Report (but does not include the Directors’ Report on compliance with applicable QFMA Laws and relevant legislations including the Code presented in Section 2). We have not received the Annual Report to the date of this auditor’s report.

Our conclusion on the Directors’ Report on compliance with applicable QFMA Laws and relevant legislations including the Code does not cover the other information and we do not, and will not express any form of assurance conclusion thereon.

In connection with the other information, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the Report or our knowledge obtained in the engagement, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained from management prior to the date of this report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard in connection with the Annual Corporate Governance Report.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Conclusions

Based on our limited assurance procedures performed and evidence obtained, nothing has come to our attention that causes us to believe that the Report, included in Section 2 of the Annual Corporate Governance Report on compliance with the applicable QFMA Laws and relevant legislations including the Code, is not fairly stated in all material respects, as at December 31, 2021.



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Other matter

Without qualifying our opinion, we draw attention that the Group is in the process of finalizing the testing of compliance with the relevant regulations of QFMA. As such, our opinion in the previous paragraph does not address the Group’s compliance with such regulations.

Doha – Qatar
March 13, 2022

For Deloitte & Touche
Qatar Branch

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Partner

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