



2024



ANNUAL
REPORT

نبني المستقبل
BUILDING THE FUTURE



BARWA
بـرـو
®

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ



“

We want to align ourselves with the rapid technological advancements and prevailing globalization trends in the world today, rather than resist them. However, we aim to do so while preserving our values, morals, and cultural identity, which is inherently open to development and progress..

His Highness

Sheikh Tamim bin Hamad Al Thani

the Emir of Qatar



“

I urge you, after piety towards ALLAH, to pursue knowledge and hard work. Let knowledge be the beacon that lights your path.»

His Highness
Sheikh Hamad bin Khalifa Al Thani
The Father Emir

The Barwa brand has become synonymous with careful project identification, timely execution, adherence to quality standards, cost efficiency and prudent fiscal management, complemented by valuable local expertise. Straddling the residential, commercial, mixed-use and hospitality sectors, we continuously strive to produce a well-balanced portfolio that is geared towards consistent income-generating annuity assets.

Our strategy is centered on keeping our portfolio optimized, by aligning it with market and stakeholder demand, while being focused on long-term value creation.

We have invested wisely in a well-proportioned development pipeline that adds further diversity to our portfolio, and enables us to capitalize on future market opportunities in a thoughtful and risk-mitigated way.

By diversifying into other asset classes including Education based assets and PPP, we aim to further insulate ourselves from economic-cycle swings.

By adding mid-to-high residential units to our portfolio, we aim to strengthen our holdings of annuity income-generating assets and further bolster our ability to produce free cash-flows.

To enable a more sustainable payback from our new freehold positions taken in emerging areas such as Lusail, we aim to add the “built-to-sell” model as part of a judicious portfolio mix that yields appreciable returns.

With efficient capital allocation, well-conceived projects, operational excellence and efficient corporate structures, we are on the path to strengthening our position as a multi asset-class realty major.

نبني المستقبل

BUILDING THE FUTURE

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01 OVERVIEW





BARWA AT GLANCE

Barwa is one of the leading real estate developers, headquartered in Doha, Qatar. We develop and manage properties that reflect the changing needs of the people living, working and visiting the country.

COMPANY VISION AND STRATEGY

 **VISION**
To be a reliable real estate company recognized for its strong values, excellence and sustainable returns to its stakeholders.

 **MISSION**
To create better places in an efficient manner for people to live, work and enjoy.

 **VALUES**
Entrepreneurship, commitment, reliability, teamwork and integrity.

STRATEGIC DIRECTION

Barwa's fundamental strategic direction is to be a real estate development and investment holding company.

Barwa will make balanced income yielding investments in both its core real estate and synergistic businesses with above market return on investment.

The Segmented Business Model is organized around the following elements:



CORE BUSINESS

Real Estate Development, Investments and Operations (Value Creation): We will establish the Barwa way of planning and delivering projects and will replicate the model to the expanded and emerging portfolio.



EFFECTIVE GOVERNANCE

(Proper Control & Risk Management): Investment management best practices and performance management that sustain the value proposition.



SYNERGISTIC BUSINESSES

Subsidiaries (Controlling stake) Private Equity (Diversifies and enhances revenue stream)

- Well-balanced portfolio.
- Supporting profitability and sustainable growth.
- Enhance credibility and strengthen the brand geographically.

ABOUT OUR PORTFOLIO

QR

1,090 mn.

Properties under development

QR

26 mn.

Properties available for sale

1.94 mn. sq. m.

Land bank available

QR

31,953 mn.

Total properties book value
(Real Estate & Land Bank)

QR

2,671 mn.

Book value of land bank

QR

29,282 mn.

Book value of real estate



BARWA AT GLANCE CONTD...

| OUR FINANCIAL STRENGTH

QR

37,167 mn.

Total assets

QR

10,316 mn.

Net debt

5.5 mn. sq.m.

BUA Under Operation

*BUA Built-up area



93%

Operating
profit from net
recurring rentals



3.75%

CAGR - Rental
Income
(FY2019-2022)



5.73%

Return
On Equity



3.32%

Return
On Assets

BARWA AT GLANCE CONTD...

| WHAT WE HAVE ACCOMPLISHED

Balanced Product Mix
Resulting in a stable yield

Leadership
in affordable housing

Landbank of

1.87 mn. sqm
in Qatar, 43% owned

14,220

Total number of residential units

Net debt:Equity mix of

51%

54,646

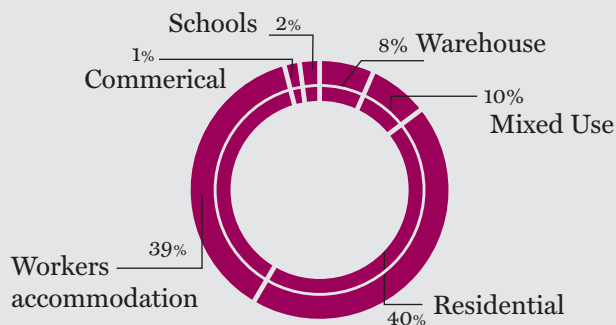
Workers rooms

QR

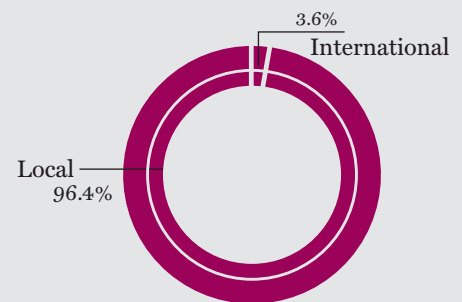
6,95 billion

Dividend distributed during
years 2016 to 2024

Balanced Portfolio Of Assets (BUA distribution)

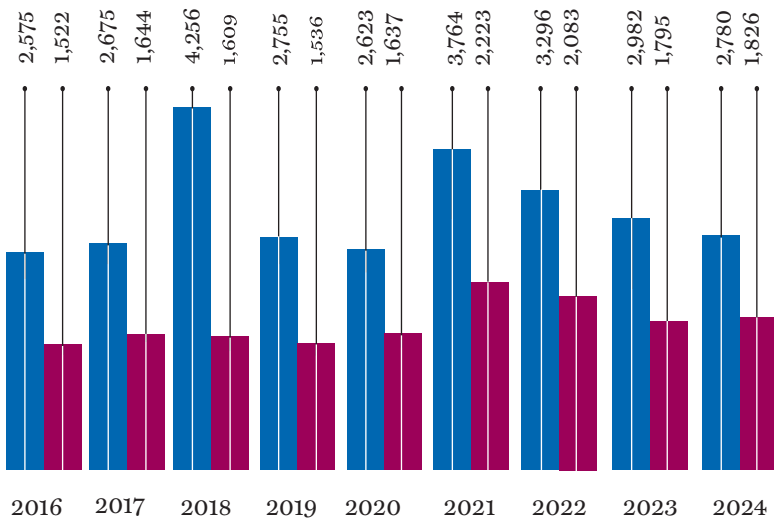


Land Bank

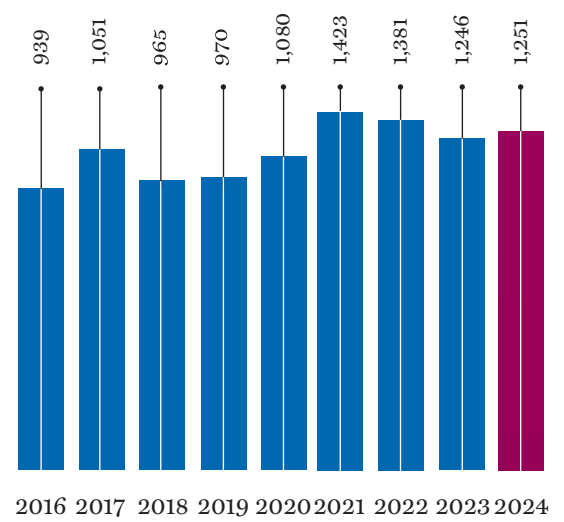


FINANCIAL HIGHLIGHTS

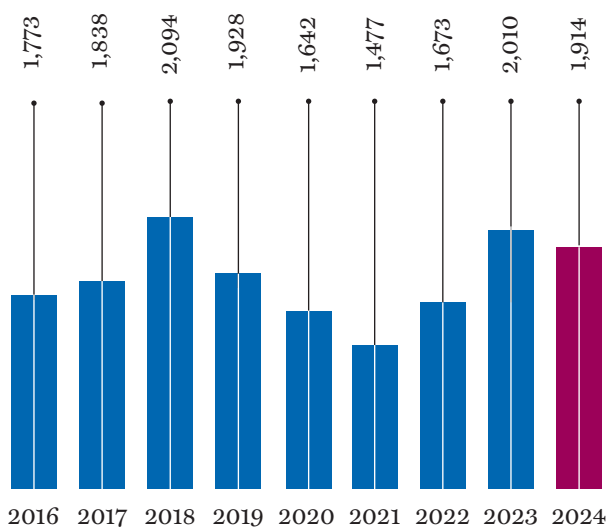
■ Total Income ■ Operating Revenue



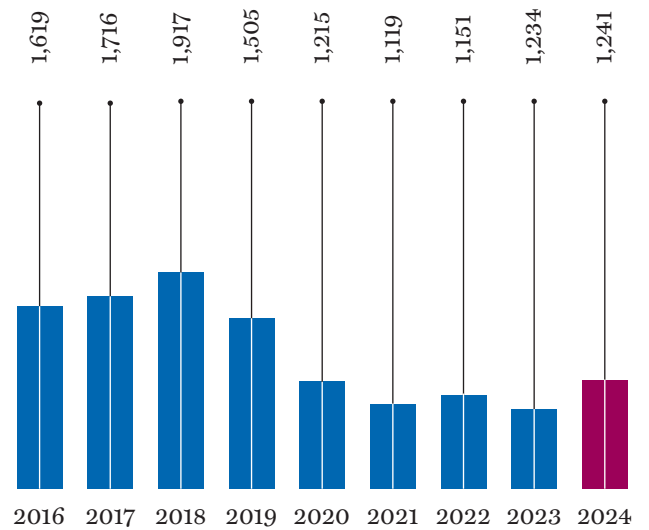
TOTAL INCOME AND OPERATING REVENUE
QR in Million



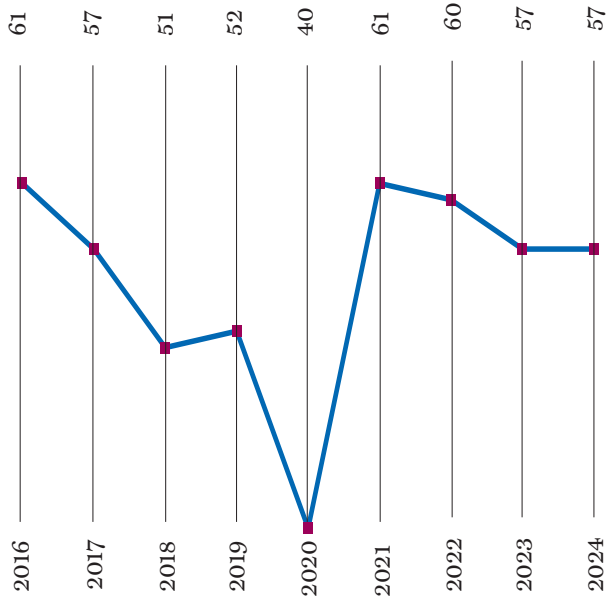
OPERATING PROFIT
QR in Million



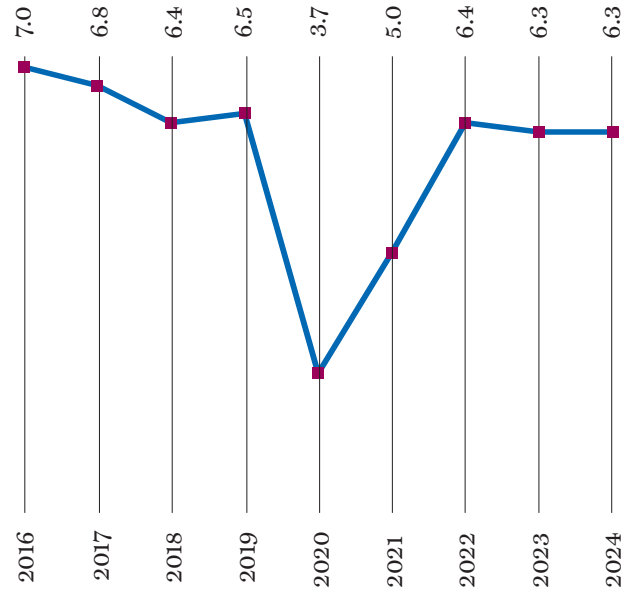
EBITDA
QR in Million



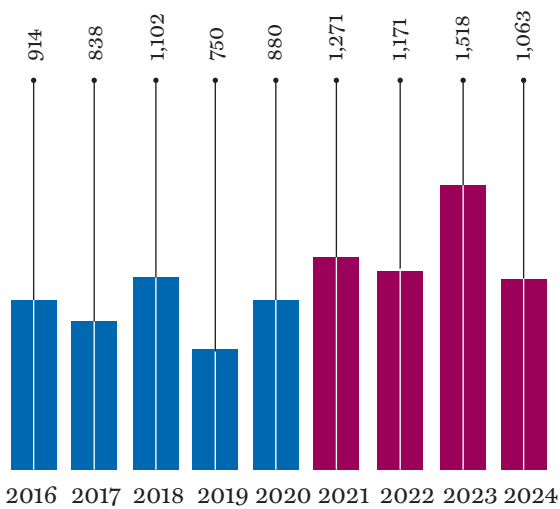
PROFIT AFTER TAX
QR in Million



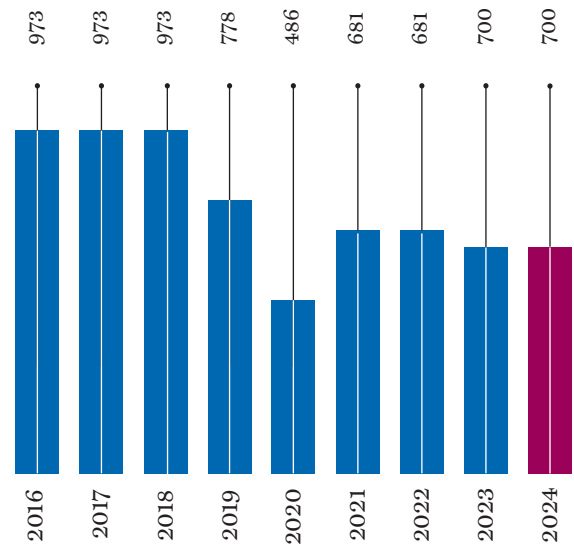
DIVIDEND PAYOUT RATIO | (%)



DIVIDEND YIELD | (%)



RECURRING CASH PROFITS
(excl. profit from sales of property) QR in Million



DIVIDENDS
QR in Million

WHAT WE DO

This is how we allocate our capitals to create value. Our ability to generate value is dependent on our access to five different capitals: portfolio; funding; relationships; team; and sustainability.

INPUTS



PORTFOLIO CAPITAL

The Company's investment property portfolio:

- QR 28,181 million Properties available for sale
- QR 1,090 million Properties under development
- 1.94 mn square meters land bank available



RELATIONSHIPS CAPITAL

Value created with stakeholders:

- Close working relationship with development partners in invested markets
- Investor confidence established through regular communications
- Engagement with local communities and Governments



SUSTAINABLE CAPITAL

To make positive difference:

- Investing in communities in which it operates
- Use of natural resources in a responsible and effective manner



FUNDING CAPITAL

Effective capital management:

- Share Capital of QR 3,891 million
- QR 13,060 million of outstanding debt
- QR 10,316 million of net debt
- 0.51 Net Debt to Equity Ratio
- Recurring cash flows in form of rental income



TEAM CAPITAL

Knowledge and expertise of our team:

- Skilled diversified Board
- Talented people
- Continued investment in established systems and processes,
- Strong corporate governance

SOUND CORPORATE GOVERNANCE IS A CRITICAL FOUNDATION FOR PROTECTING STAKEHOLDER VALUE AND ACHIEVING THE GROUP'S STRATEGIC OBJECTIVES

WHAT WE DO CONTD...



AQUIRE

The Company's strategy is to grow the income in a sustainable manner. To enable this, the Company sources the best opportunities in its invested markets. A robust appraisal process facilitates effective allocation of resources to acquire accretive property.



DEVELOP

Through active engagement with tenants and communities, the Company develops properties to meet the needs of prospective tenants and their customers.

OPERATIONAL FRAMEWORK



MANAGE

The Company actively manages the investment portfolio to maximize shareholders returns.



Optimise

The company optimises the allocation of capital by mature assets where value has been extracted and redeployed into opportunities for growth.

WHAT WE DO CONTD...

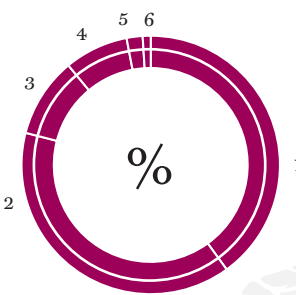
OUTPUTS

	OUTCOMES	TRADE OFFS
PORTFOLIO CAPITAL	The Company's updated strategy focuses on active asset management to ensure maximized returns from existing portfolio while also developing new opportunities.	The Company's property portfolio has a long-term investment horizon. Strong investment discipline is required to mitigate the risk of sacrificing long-term growth for shorter-term distribution growth targets.
FUNDING CAPITAL	Barwa's strong balance sheet gives sufficient room for levered growth with prudent gearing. During the year, the Company took QR 807 million additional debt. And settled QR 1,541 million. The decrease in debt has resulted in a reduction in the net debt to equity ratio to 0.51 from 0.64. The Company achieved distributable earnings per share for the year of QR 0.318, compared to QR 0.316 in the previous year. A distribution of QR 0.18 per share was declared in relation to the earnings for the year.	Investment in team and relationships capital can impact the funding capital and distribution to shareholders in the short term but has a positive impact in the long term.
RELATIONSHIPS CAPITAL	Stakeholder communication is vital for active stakeholder engagement, which is fundamental to the Company's ability to create long-lasting relationships. During the year the Company interacted with various institutional investors, availed quarterly result update conference calls and with the help of proactive and dedicated Investor Relations team it also interacted with analysts whenever required.	The investment in the Company's relationships capital allocates time from the other capitals and has a negative impact on the funding capital. In the long term, there is a positive impact on the other capitals.
TEAM CAPITAL	The Company has established a strong team with extensive knowledge and experience across its invested markets. Throughout the year, several initiatives were completed to enhance, attract, motivate and retain the team. The Company has robust and reliable processes and operating systems in place.	Investing in the Company's people is imperative to generate sustainable and long-term growth. Investing in the Company's systems and processes has a negative impact on funding capital in the short term. However, once implemented, there is a positive impact, improving the quality of information and increasing efficiency and staff morale.
SUSTAINABLE CAPITAL	The Company recognizes the importance of using natural resources responsibly and efficiently to ensure they are sustainable for the environment. Also, it recognizes the importance of investing in the communities in which it operates, and it is at the heart of all its capitals.	Investing in sustainable solutions increases our sustainable capital but has an impact on funding capital in short to medium term. Through efficiencies and renewable sources of energy, there is a positive impact of financial capital in the long term.

WHERE WE DO IT

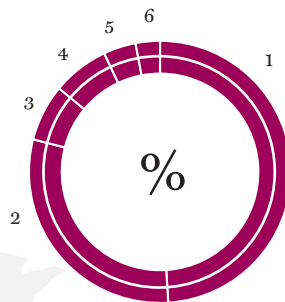
Our portfolio is concentrated in areas expected to benefit from strong occupier demand with limited supply of competing products.

▶ LOCAL (QATAR) PORTFOLIO BY BUILT UP AREA (SQUARE METERS)



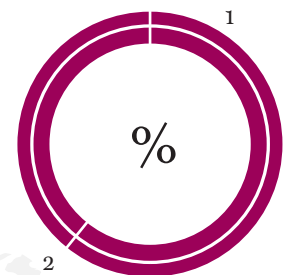
Barwa Real Estate Company

1. Residential	40%
2. Labour Accommodation	39%
3. Mixed-use	10%
4. Warehouse	8%
5. Schools	2%
6. Commercial	1%



Residential Total BUA

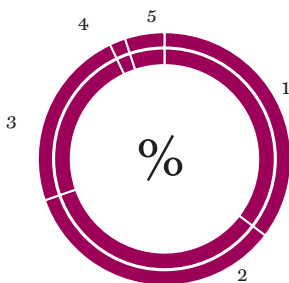
1. Madinatna	49%
2. Al Khor Community	30%
3. Masaken Sailiya	7%
4. Masaken Mesaimer	7%
5. Al Khor Shell	4%
6. Others	3%



Industrial Total BUA

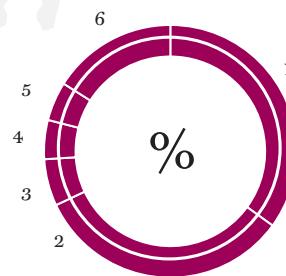
1. Umm Shaharian Warehouses	59%
2. Al Baraha Workshops & Storages	41%

Workers Accommodation Total BUA



1. Barahat Al Janoub	35%
2. Mukaynis Compund	34%
3. Barwa Al Baraha	23%
4. Al Khor Recreation	2%
5. Others	5%

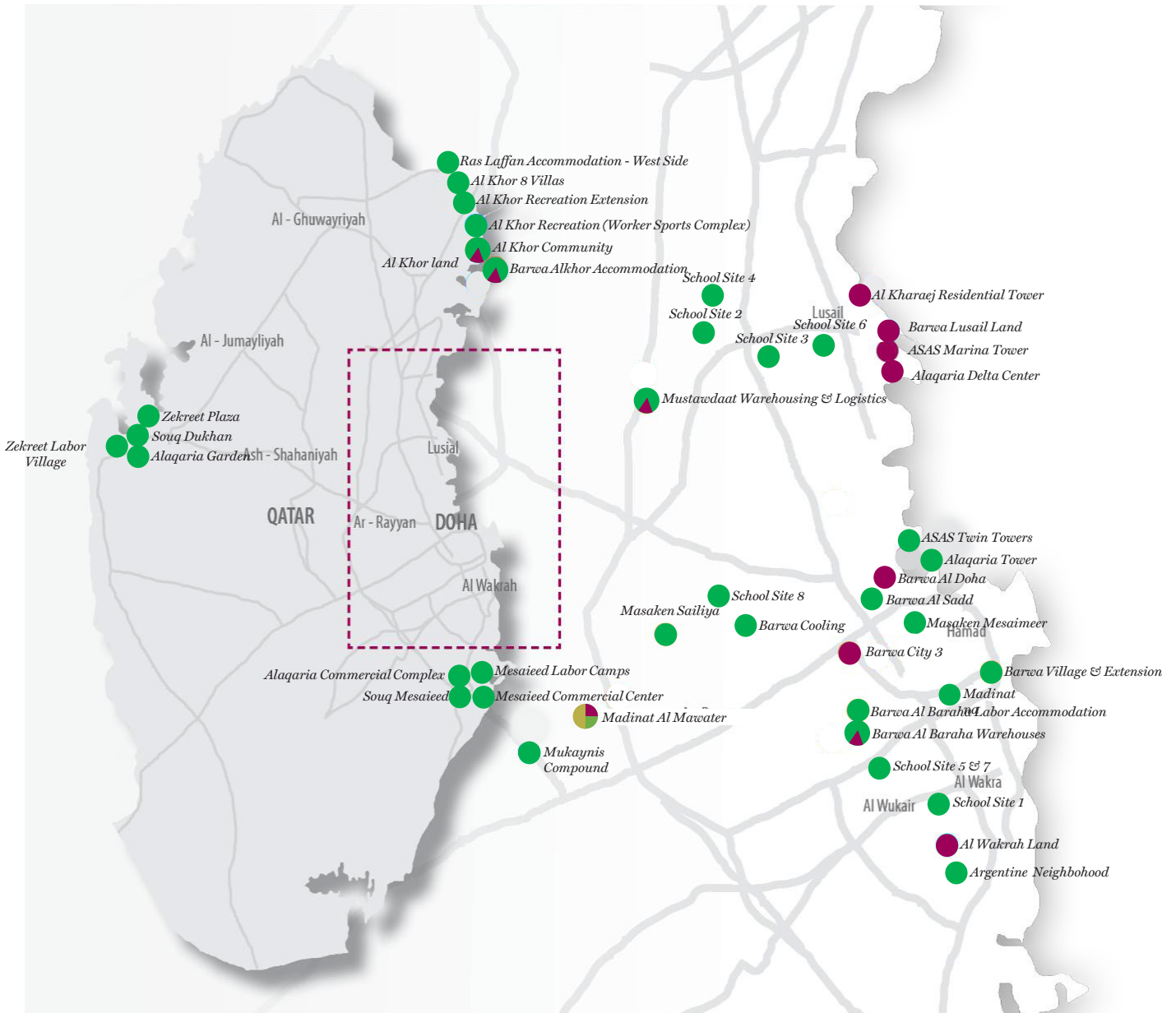
Mixed Use & Commercial Total BUA



1. Barwa Al Sadd	35%
2. Barwa Village	33%
3. Barwa Village Expansion	6%
4. Madinat Mawater (Phase 2A)	5%
5. Madinat Mawater (Phase 1A)	5%
6. Others	16%

WHERE WE DO IT CONTD...

BARWA'S GEOGRAPHICAL FOOTPRINT



WHERE WE DO IT CONTD...

LAND BANK

Al Wakra Residential

Barwa Al Doha-A & B

Barwa Hills

Umm Shahrain Extension

Barwa City 3

Barwa Al Baraha Ph 3

Asas Marina Mix

Al Kharaej Residential Tower

Alaqaria Delta Center

Al Khor land

Al Khor Extension

Madinat Al Mawater Phase 4



IN-PROGRESS

Madinat Al Mawater Phase 3



OPERATIONAL PROJECTS

Madinatna

Dar Al Eloum Schools

Argentina Neighborhood

Asas Twin Towers

Barwa Al Sadd

Alaqaria Tower

Barwa Cooling

Masaken Mesaimeer

Barwa Village & Extension

Barwa Al Baraha Workers Accommodation

Souq Mesaieed

Al Baraha Workshops & Storages

Madinat Mawater Phase 1 & 2

Masaken Al Sailiya

Umm Shahrain Warehouses

Dunes mall

Alaqaria Commercial Complex

Mesaieed Villages

Alaqaria Garden

Dukhan DSSA Workers Accommodation

Souq Dukhan

Zekreet Plaza

Ras Laffan work accommodation

Al Khor Workers Sports Complex Extension

Al Khor Workers Sports Complex

Al Khor Community

Barwa Al Khor - Shell Staff Housing



02

STRATEGIC REPORT



BOARD OF DIRECTORS REPORT CONTD...



ABDULLAH BIN HAMAD AL ATTIYAH
CHAIRMAN OF THE BOARD OF DIRECTORS

*Esteemed Shareholders of Barwa Real Estate,
May Allah's Peace And Blessings Be Upon You,*

On behalf of myself and the esteemed members of the Board of Directors of Barwa Real Estate, I am pleased to present to you a report outlining the key aspects of the Group's performance, achievements, and consolidated financial statements for the fiscal year 2024, in addition to the future plans for 2025.

Throughout 2024, the Group continued its journey toward achieving its strategic objectives in alignment with the Third National Development Strategy (2024–2030), within the framework of Qatar National Vision 2030 and in line with the aspirations of our esteemed shareholders.

The Group successfully achieved outstanding performance levels in 2024 across financial and operational metrics, service quality, and cost efficiency, leveraging its expertise to attain the desired goals.

Over the years, Barwa has developed a well-balanced and risk-mitigated investment portfolio that caters to market demands while safeguarding the Group's revenues against real estate market fluctuations. This has been achieved across the various sectors in which we operate, including residential, commercial, and mixed-use developments.

BOARD OF DIRECTORS REPORT CONTD...

QR
1,236 mn.

Net profit

We continuously explore and carefully assess investment opportunities to enhance our real estate portfolio, ensuring the addition of new projects that increase its value while mitigating diverse market risks. This includes investments in the education sector and projects developed under the public-private partnership (PPP) model.

successfully increased its operational revenues—including rental income, service revenues, revenues from property sales, contracting activities, and other operations—by 6.3% compared to 2023.

QR
1,826 mn.

Total recurring operating income

All these efforts are carried out while maintaining a firm commitment to strengthening governance frameworks and institutional performance within the Group. This involves the continuous enhancement of policies and procedures related to operations, risk management, regulatory compliance, business continuity, and other policies and regulations that support the smooth and effective functioning of the Group.

The Group's outstanding financial performance reflects the commitment of the Board of Directors and executive management to professionally managing financial resources to maximize investment returns for shareholders. The Group continuously reviews its investment portfolio and makes necessary decisions, including entering new investments or divesting from non-income-generating or low-yield assets to ensure sustainable revenue growth. This strategy was evident in the divestment of two land plots in Lusail in 2023, with the remaining QAR 2.7 billion from the sale proceeds collected in 2024. These funds, along with exits from other asset disposals mentioned in this report and the Group's operational results for 2024, contributed to a strong cash balance of QAR 2.7 billion as of December 31, 2024. This robust liquidity position enables the Group to meet its financial obligations and strengthen its investment portfolio by acquiring new, high-yield assets.

QR
0.318

Earnings per share

Company Financial Performance

The financial statements have demonstrated a net profit attributable to the shareholders of the parent company amounting to QAR 1,236 million, with an earnings per share (EPS) of QAR 0.318.

As of December 31, 2024, the Group's total assets reached QAR 37.2 billion, while the total equity attributable to the parent company's shareholders stood at QAR 22.3 billion.

As a result of the Group's success in developing a well-balanced real estate portfolio, it achieved high operational revenue levels, including QAR 1,444 million from rental income and QAR 473 million from consultancy services, contracting activities, and other operational revenues.

The sale of Lusail land was one of the key factors contributing to the repayment of QAR 3.73 billion in financing obligations in 2023 and QAR 1.10 billion in 2024. In addition, the Group successfully negotiated with banks to enhance commercial terms and extend repayment periods for various financing arrangements, leading to a reduction in financing costs by QAR 260 million, equivalent to a 25% decrease compared to 2023.

Despite the challenges faced by the real estate sector in 2024, the Group

In its continued effort to maximize the value of non-income-generating

BOARD OF DIRECTORS REPORT CONTD...

1.94
mn.sq. m.
Total Land Bank

QR
37 bn.
Total assets

or low-yield assets, the Group successfully executed the following transactions in 2024:

- The sale of two land plots in the Ras Qirtas area for a total cash price of QAR 48 million.
- The sale of a subsidiary company that owned the «North Row» commercial building in London for a total cash price of QAR 92.8 million.
- The sale of a property in Marrakech, Morocco, for a total price of QAR 69 million.

Through these transactions, the Group aims to strengthen its financial position and redirect funds towards new assets with attractive investment returns that contribute to sustainable revenue growth.

Based on the company's financial performance, cash position, and future development plans, the Board of Directors of Barwa Real Estate has recommended to the General Assembly the distribution of cash dividends at a rate of 18% (equivalent to QAR 0.18 per share).

Company Performance and Achievements in 2024

At Barwa Real Estate Group, our objectives are centered on developing a diverse real estate portfolio capable of generating free cash flows that contribute to sustainable returns for our shareholders. This approach also mitigates risks and real estate market fluctuations while supporting Qatar's development plans and fulfilling our social responsibility commitments.

In 2024, the Group achieved multiple milestones across development, operations, and institutional governance. These achievements

reaffirm our commitment to realizing our strategic objectives and actively contributing to the growth and advancement of Qatar's real estate sector.

Below are some of the key achievements of the 2024 fiscal year:

Barwa Hills Project

In 2024, Barwa Real Estate Group launched its latest residential project, «Barwa Hills,» on its owned land in the Jabal Thuaileb area of Lusail City. The project spans a total area of 129,577 square meters and boasts a strategic location near major landmarks such as Lusail Stadium, Darb Lusail, and Seef Lusail.

This project aligns with the Group's vision of introducing premium residential concepts. The first phase of Barwa Hills was unveiled during Cityscape Qatar, where reservations for purchasing residential apartments in this phase were opened. This phase features a building on a 2,649 square meter plot, overlooking a central park, with a total built-up area of 12,240 square meters. The building will comprise 57 one-bedroom residential units of approximately 81 square meters each, all designated for sale. Additionally, it will house commercial spaces, a swimming pool, and a gymnasium.

Barwa Real Estate was among the first developers to submit an application to the Real Estate Regulatory Authority «Aqarat» to register Barwa Hills as a new off-plan property development.

Phase 3 of the Madinat Al Mawater's Development Project

The Group is nearing the completion of Phase 3 of the Madinat Al Mawater's Development Project,

BOARD OF DIRECTORS REPORT CONTD...

which covers an area of 340,000 square meters. Due to the high demand from investors eager to lease showrooms, the leasing process for this phase was initiated using a public lottery system, offering 54 showrooms for rent. Additionally, the Group has signed several new agreements with key players in the automotive services sector. We are also proud to announce a new development agreement with WOQOD – Fahes for vehicle inspection services, strengthening our strategic partnerships within the sector.

Phase 3 of Madinat Al Mawater includes: 118 car showrooms, ranging in size from 400 to 1,000 square meters, 20 retail shops, 496 residential units (including studios, two-bedroom, and three-bedroom apartments). The other facilities in this phase includes: an automotive parts mall with commercial units, 119 multi-purpose office spaces, a dedicated car service center with an administrative building, facilities for car washing and oil change services.

Long-Term Cooling Service Agreements through Barwa Cooling Company

As part of our commitment to diversifying income sources and achieving sustainable growth for Barwa's shareholders, the Group signed two exclusive agreements in 2024 to provide district cooling services to Mesaimer City in Mesaimer area, and the Commercial Street Project in Umm Sunaim along the road leading to the Industrial Area. The contracts have a duration of 20 years, with an estimated annual revenue of QAR 65 million, bringing the total contract value to QAR 1.3 billion over the agreement period.

These two agreements reflect the strong confidence our clients place in Barwa Real Estate Group and stand as a testament to our ongoing commitment to achieving sustainable growth for our shareholders.

Madinatna School Project

In 2024, Barwa Real Estate launched the « Madinatna School» project under a development and lease model with a specialized education operator. The school will be offered through a competitive bidding process to contract the best operator based on technical and commercial criteria. Under this model, Barwa will develop the school and lease it to the selected investor, who will be responsible for its academic and educational operations.

This initiative reflects our commitment to supporting investment in the education sector, which we believe is a fundamental pillar of sustainable development. Moreover, the project will contribute to increasing the occupancy rates within the Madinatna development.

The Madinatna School project spans 27,000 square meters, with an estimated built-up area of 23,000 square meters. Barwa Real Estate has signed a Memorandum of Understanding (MoU) with the Real Estate Regulatory Authority «Aqarat» to submit the first application for registering Madinatna School as an educational real estate investment project.

Operational Progress of Madinatna and the Argentine Neighborhood

We continue to advance the leasing and operational activities for Madinatna and the Argentine Neighborhood, two of our most recent landmark projects. Both developments played a key role in accommodating visitors during major events hosted in Qatar.

The Madinatna project serves as a model for integrated residential communities, offering modern and affordable housing for families with a total capacity of 36,000 residents. The project covers over 1.149 million square meters and includes 339 buildings, featuring 6,780 residential units (comprising 4,740 three-bedroom apartments and 2,040 two-bedroom apartments). Additionally, the project offers vast open spaces, walkways, parking areas, and various recreational facilities.

On the other hand, the Argentine Neighborhood has become a preferred housing choice for companies seeking modern accommodations for their workforce. With 1,404 residential units, the development can house up to 67,392 workers and provides all essential amenities, including mosques, markets, and recreational facilities, ensuring a comprehensive living experience for its residents.

Both projects reflect Barwa Real Estate Group's ongoing efforts to drive sustainable growth while delivering value to our shareholders.

BOARD OF DIRECTORS REPORT CONTD...

Operational Real Estate Portfolio

Barwa Real Estate Group maintains a diverse operational real estate portfolio, enabling us to effectively navigate challenges in the real estate market. The Group's operational portfolio comprises a wide range of assets, including:

- **14,220** residential apartments
- **54,646** workers / labour rooms
- **367,000 square meters** of retail shops, showrooms, and office spaces.
- **444,738 square meters** designated for workshops and warehouses.
- **232** hotel rooms.

It is worth noting that in 2024, the average occupancy rate for many of Barwa's residential projects exceeded 90%.

Land Reserves

One of the key strengths of Barwa Real Estate Group's asset base is its substantial land reserves, which provide a strategic advantage for future growth and expansion. These land holdings offer multiple development opportunities, whether through the direct sale of land, or development for sale, or conversion into long-term rental projects.

Subsidiary Companies

Barwa Real Estate Group operates through several subsidiaries, ensuring comprehensive integration across all real estate development and asset management activities. These subsidiaries contribute to enhancing the Group's value proposition. And among the most important of these companies are:

Firstly: Waseef Asset Management Company («Waseef»)

Waseef is one of Qatar's largest integrated real estate and facility management service providers, offering comprehensive solutions to its clients.

In addition to managing all of Barwa Real Estate's local projects, Waseef also provides asset management services

for several external clients, including:

- Ministry of Education and Higher Education
- Hassad Food Company
- Naufar Hospital
- Ministry of Endowments and Islamic Affairs
- Ministry of Finance
- Lusail Real Estate Development Company
- The Commercial Street Company
- Mahaseel Company

Secondly: Qatar Project Management Company

The company provides a comprehensive range of project management services, including program development and management, claims management and settlement, project monitoring, health and safety management, cost management, feasibility studies, risk management, and environmental management.

In addition to managing Barwa Group's ongoing development projects, the Qatar Project Management Company also extends its services to various clients across the country.

Thirdly: Barwa District Cooling Company

Barwa District Cooling is a specialized company providing district cooling services. It operates two cooling plants in Mesaimeer, with a total production capacity of 37,600 tons. The company has been operational since 2012, with Mesaimeer City and the Commercial Street Project as its primary clients.

Fourthly: Shaza Hotel Management Company

Shaza is a luxury hotel management company specializing in Sharia-compliant five-star hotels («Shaza») and four-star hotels («Mysk»). The company currently manages several hotels in Qatar, Saudi Arabia, Oman, and the UAE, with additional projects under development in Bahrain and the United States.

Institutional System

Barwa Real Estate Group continuously strives to strengthen its institutional framework, promoting principles of integrity, transparency, and operational excellence. Throughout 2024, the group continued to enhance its corporate operations alongside its operational

BOARD OF DIRECTORS REPORT CONTD...

growth and project development, leading to numerous key achievements under our commitment to continuous performance improvement, which are clearly evident in the following:

1. Project Management and Development

- The group collaborated with the Real Estate Regulatory Authority (Aqarat) to approve new projects, ensuring Barwa's compliance with all laws regulating real estate development within the country.
- During the year, the company focused on developing project management methodologies and concepts by partnering with leading consultancy firms in the field.
- Barwa Real Estate Group equipped its developed projects with state-of-the-art wireless communication systems, providing high-quality internet connectivity, as well as integrating modern technologies in new projects that support sustainable energy applications and smart city initiatives.

2. Obtaining ISO International Certification

To affirm its commitment to regulatory standards and performance improvement, the group successfully passed external audits for ISO certifications in the areas of «Management, Environment, and Occupational Health and Safety.» These certifications underscore the company's ability to develop and implement an integrated management system that aligns with international standards and specifications.

These certifications demonstrate Barwa Real Estate's commitment to the highest standards of quality and the implementation of best practices in a fully integrated management system that supports its strategy to elevate the quality of its projects and the services it provides.

3. Digital Transformation

Barwa Real Estate Group continued its plans for digital transformation, aiming to harness the power of advanced technologies and innovation to enhance its services, increase the security of its information and operations, add the desired value to the real estate sector, and elevate customer experiences to more distinguished levels. This is particularly significant as technologies supporting the real estate sector are essential in enhancing the group's customer experience, underscoring the group's continued approach to ensuring it delivers a distinguished experience to its clients through various new innovations

and the adoption of modern, advanced communication tools.

Throughout 2024, the group continued to expand its use of the «Fusion» applications on Oracle Cloud, aiming to automate the operations of its support offices and build a strong administrative foundation encompassing human resources management, financial management, and supply chain management. This step aligns with Barwa Real Estate's strategy of adopting technological solutions to modernize its operations, enabling comprehensive digital transformation that supports the rapid growth of the business by automating processes, simplifying user access for employees, and enhancing the group's competitiveness through increased productivity, the development of its workforce skills, and their digital empowerment.

Governance, Systems, Risk Management, and Internal Control

Barwa Real Estate is fully committed to applying a corporate governance framework, as provided by the company's bylaws, to ensure its operational commitment to shareholders and the community.

The Corporate Governance Guide for companies listed on the Qatar Stock Exchange, issued by the Qatar Financial Markets Authority, serves as the guiding framework for Barwa's corporate governance system. The group's corporate governance operations, policies, and procedures fully align with the recommendations of the Qatar Financial Markets Authority, and the group strictly adheres to all applicable laws and regulations in Qatar.

Barwa Real Estate adopts the highest standards of disclosure and transparency within the framework of sound governance that aligns with the company's activities and operations in line with surrounding developments. The company is committed to providing accurate, comprehensive, and up-to-date information to shareholders within a framework based on transparency.

Barwa Real Estate emphasizes the importance of promoting and spreading a culture of integrity, transparency, and clarity in its business and administrative dealings by ensuring full compliance with the corporate governance system for listed companies in the main market, which is regulated by the Qatar Financial Markets Authority.

Barwa Real Estate considers corporate governance to

BOARD OF DIRECTORS REPORT CONTD...

be one of the most important pillars that shape the guiding framework for its operational and administrative activities and its policies for dealing with all stakeholders. With this vision in mind, the Board of Directors, through delegating authority to the executive management, seeks to accelerate business processes, eliminate complexities, and ensure the highest levels of operational efficiency to serve the company's projects and investments, ultimately benefiting shareholders. Additionally, the risk management policy plays a crucial role in creating suitable frameworks for managing projects and investments effectively while controlling related legal, operational, and economic risks.

The company also applies an internal control system, which aims to establish trusted standards and systems that include internal control measures. These control measures ensure the accuracy and reliability of Barwa's financial records and transactions, safeguard the integrity of transactions, protect the company's assets, identify any risks threatening its position, and ensure compliance with regulations and standards, thereby putting matters in proper order.

Human Capital: The Core of Our Success

Barwa Real Estate Group is committed to leading a commercially successful, sustainable business that is socially and environmentally responsible. This approach includes providing our employees with a safe and healthy work environment, offering essential training and development programs that enable them to be creative and productive, and fostering diversity, inclusivity, self-development, and respect. Moreover, we focus on investing in technologies that enable our employees to perform their work with greater flexibility and encourage diversity and inclusion across the company.

To support communication among employees and promote their physical well-being, the group organizes several sporting events, such as the National Sports Day events and community activities during the holy month of Ramadan, as well as other events throughout the year.

Our Responsibility Towards the Community

Barwa Real Estate Group is deeply committed to fulfilling its social responsibilities by promoting community development across all aspects of its business, adopting sound environmental policies, and ensuring its projects cater to social dimensions while embracing sustainability

concepts. The group has earned the community's appreciation for the inclusiveness of its projects, which go beyond traditional real estate development, offering solutions that support quality of life and dignity, and meet the needs of various community groups, including families and workers, at competitive prices. This concept aligns with Barwa's business strategy to create a more inclusive community environment through its investments in residential, commercial, logistics, and educational projects, embodying the true meaning of sustainable cities.

Regarding the sustainable living environments enjoyed by the beneficiaries of its projects, Barwa Real Estate has provided smart digital solutions to help residents reach their desired destinations. This was made possible through a partnership with a company that offers transportation services via mobile applications at competitive prices.

To enhance these services, Barwa signed a collaboration agreement with HealthPro for medical and insurance services, providing beneficiaries of its real estate projects with HealthPro cards for medical discounts at competitive rates. This card grants access to a wide range of healthcare services at discounted prices across various medical and healthcare facilities throughout the country, available year-round.

Additionally, Barwa continues to contribute effectively to developing affordable housing solutions of high quality that meet the needs and aspirations of beneficiaries. This is achieved through numerous projects such as Mesaimmer Housing, As Sayliyah Housing, Barwa Village, and Makeness Residential Complex.

Barwa also continued to organize blood donation campaigns in collaboration with Hamad Medical Corporation to support the blood bank with the necessary resources.

In terms of supporting education and university students, Barwa Real Estate has maintained its professional training program for engineering students at Qatar University, which is organized periodically as part of a cooperation agreement with the university.

Regarding support for national events and major occasions, Barwa Real Estate steadfastly supports and enhances prestigious national events in Qatar, adopting a vision that celebrates national identity and highlights

BOARD OF DIRECTORS REPORT

CONTD...

pride in Qatar's heritage. As part of this commitment, Barwa actively participated in Qatar National Sports Day, organizing sporting events for its employees at the "Madinatna" project, reflecting team spirit and vitality. Additionally, the group hosted several padel tournaments during the holy month of Ramadan, involving residents from its projects (families and workers) as well as employees of Barwa Real Estate and its affiliated companies.

Demonstrating its leadership role, Barwa Real Estate supported the second edition of the Qatar Real Estate Forum with platinum sponsorship. This sponsorship stems from the group's commitment to supporting national real estate events that serve as platforms for dialogue between the government, investors, and developers, enhancing its position as a key developer of strategic projects. Through its participation, Barwa contributes to the development of architectural thinking and presents integrated, sustainable projects that meet urban development needs and support Qatar's National Vision 2030. The group also participated in Cityscape Qatar 2024, launched the «Barwa Hills» project and «Madinatna» School, announced the commencement of leasing for Phase Three of Madinat Al Mawater, and signed several contracts for its facilities, highlighting its distinguished real estate portfolio.

With a profound sense of responsibility towards workers, Barwa Real Estate, through its subsidiary Wasef, organizes multiple events for workers in residential labor camps on various occasions, based on values of gratitude and pride. Moreover, events are held for workers and families during Eid al-Fitr and Eid al-Adha in the residential projects. Additionally, a flu vaccination campaign specifically for workers benefiting from the projects managed by the group is organized in collaboration with Hamad Medical Corporation. This campaign reflects the group's commitment to its social responsibility by ensuring workers' protection against seasonal flu during the winter, offering them fast, easy, and free access to the vaccine.

Our Future Plans for 2025

The precious trust of our esteemed shareholders obliges us to continue our efforts with all our energy and expertise to maintain the achievements the group has attained throughout its journey. Accordingly, we have prepared a clear strategic plan for the year 2025, focusing on several key areas that represent the foundation for the group's direction in the coming phase. These areas are summarized as follows:

First Pillar: Increasing Revenue

The group aims to achieve sustainable growth in revenue and shareholder returns by maintaining a balanced mix of operational projects that meet the demands of the real estate market while ensuring minimal risks. In the short to medium term, we aim to increase occupancy rates in new real estate projects such as «Madinatna» and the "Argentine Neighborhood," as well as Phase Three of the Madinat Al Mawater's project, while also maintaining and improving occupancy in other real estate projects. Additionally, we plan to benefit from the operational returns and maintenance services of the Qatar Schools project (First Package). For the long term, we believe that Qatar's National Vision 2030 will serve as the main driver for sustained growth.

Key goals for 2025 include:

- Commencing development of the Madinatna Schools project and the first phase of the Barwa Hills project.
- Completing the leasing of the remaining spaces in Phase Three of Madinat Al Mawater.
- Studying and working on master plans and feasibility studies for many new projects on land owned by the company, including:
 1. Phase Four of Madinat Al Mawater.
 2. Remaining phases of Barwa Hills in Lusail.
 3. Studying other available land owned by the group.
- Taking advantage of new legal and economic regulations whereas the real estate market in Qatar is undergoing significant development following the Cabinet decision No. 28 of 2020, which outlines areas where non-Qataris can own and benefit from

BOARD OF DIRECTORS REPORT CONTD...

properties. These include Lusail, where the majority of the group's land inventory is located. In line with this, the first phase of Barwa Hills has been launched, with further phases planned as part of the group's strategy to maximize the utilization of its land assets and enhance returns for shareholders.

- Strengthening the level of strategic partnership with the public sector and the wise government to meet the real estate sector's needs by participating in available tenders, in accordance with the Public-Private Partnership Law. Additionally, the company remains committed to developing real estate projects that contribute to meeting the needs of citizens and residents and support the realization of Qatar's National Vision 2030, in fulfillment of Barwa Real Estate's role as a leading national company in the field of real estate development.
- Studying and providing appropriate investment solutions for the financial investments of the group.

Axis Two: Rationalizing Expenditures:

In 2025, the company will continue to explore available ways to rationalize operational, administrative, and financing expenses to ensure the maximum benefit from these expenditures and assess the possibility of reducing them without impacting the quality of projects and services provided.

Axis Three: Enhancing the Brand and Improving Institutional Efficiency:

Barwa is always focused on enhancing the satisfaction of shareholders and clients by offering the best services of global quality at competitive prices that meet the ambitions and expectations of our clients. Additionally, the company will continue its contribution to national and social initiatives. Dear Shareholders, we assure you that as the Board of Directors, the Executive Management, and all employees of the group, we are working diligently to live up to the trust you have placed in us and to achieve the desired goals for sustainable

growth and the development of rewarding returns for the company's shareholders.

In conclusion, I would like to take this opportunity to express our sincere thanks and deep appreciation for the support of the wise leadership of His Highness Sheikh Tamim bin Hamad Al Thani, the Amir of the State of Qatar – may God protect him – and His Highness Sheikh Abdullah bin Hamad Al Thani, the Deputy Amir, as well as the tireless efforts of His Excellency Sheikh Mohammed bin Abdulrahman bin Jassim Al Thani, the Prime Minister and Minister of Foreign Affairs.

We also extend our gratitude and appreciation to the company's shareholders and employees for their continued support, and we pray to Allah for continued success for all of us to achieve our goals. We look forward to further successes and outstanding achievements for Barwa Real Estate Group, as it continues its leadership in the development, operation, and management of real estate projects, contributing to community development, and serving the national interests and the aspirations of Qatar's National Vision 2030.

Abdullah bin Hamad Al Attiyah

Chairman of the Board of Directors

SIX COMPELLING REASONS TO INVEST IN BARWA

Over the years, Barwa has proven to be a dynamic and influential contributor to the development of Qatar. We have been pioneers and leaders in addressing the requirements of the country's developmental projects. This is our national vision, which we work hard to bring to life. We began our strategic partnership with the Government of Qatar to build projects with a purpose to bridge critical gaps in the economy. Over the years, we have developed unique and unprecedented projects that directly impact the public needs and our national ambition.



PRESENCE ACROSS REAL ESTATE ECOSYSTEM

Our portfolio comprises of commercial properties including offices, retail units, warehouses and workshops to support the industrial sector in Qatar. We also offer an affordable housing solution for thousands of lower to mid-income residents and their families. Additionally, we have a significant presence in the workers accommodation segment. Barwa's presence in all these asset classes allow us to straddle across the entire real estate ecosystem that makes economic growth possible.



BALANCED PORTFOLIO MIX OF OPERATIONAL ASSETS

We use conservative principles of asset allocation to manage the risk of the overall portfolio, whilst attempting to maximize the potential returns.

With a variety of assets in residential, retail, commercial and storage realty, the spread of our holdings allows us to average out opposing economic cycles between each segment.

- 14,220 residential units and 54,646 residential rooms
- 367,717 sqm of commercial shops, showrooms and offices
- 444,738 square meters are designated for workshops and warehouses
- 232 hotel rooms



INHERENT STRENGTH BUILT OVER TIME

Barwa is a well-recognized brand and a market leader. Our Brand is built on the strength of excellent cost control; scale of operations; and the strong credibility in our ability to successfully execute complex and large projects. Going forward, the brand equity of our company will only be further bolstered through a wider range of asset classes.

- Today, we own **5.5 mn million sqm** BUA under operations
- land bank **1.94 million sqm** (1.87 mn sqm in Qatar).

SIX COMPELLING REASONS TO INVEST IN BARWA CONTD...



RECURRING REVENUE AND PROFITS

Barwa's business strategy demonstrates reliable revenue streams. Because of this, we are more predictable than many of our peers. We are in a position to forecast revenue months in advance and create budgets and capital obligations with a higher degree of certainty. Our recurring revenue streams also serve as a buffer to counter income fluctuations. As a result, we are considered less risky and with more opportunities for growth, especially if we continue to grow our recurring revenues in the future.

- Our recurring rental revenue comprises of 79% of total operating revenue.
- 93% of our operating profit is generated through recurring rental.



STRONG BALANCE SHEET

Our strong balance sheet with a low Net Debt:Equity mix at 1:2, allows us the opportunity to explore responsible leveraged growth, if and when we wish to pursue it.

- Net Debt:Equity mix at 1:2
- Recurring cash flows
- Distributed QR 6,95 billion dividend during years (2016-2024)



MOVING UP THE VALUE CHAIN

Barwa will continue to explore new opportunities based on evolving market demand drivers. We select our product offering in alignment with tangible market demand. Currently, Barwa is planning to foray into developing education as well as assets directly aligned to address the country's immediate requirements and for moving up the value chain by developing mid to high-mid residential segments for lease and/or sale; and for developing assets in freehold areas such as Lusail.

With a more judicious mix of selling and leasing, we further aim to balance our business models to yield the best possible returns for our shareowners. By adding new segments such as infrastructure for educations and healthcare, we are further diversifying and de-risking our business. Ultimately, we are continuously adapting ourselves to explore the best extraction of value from land, within the safe boundaries of risk we subscribe to.

MESSAGE FROM THE GROUP CHIEF EXECUTIVE OFFICER



ENG. AHMAD MOHAMMAD AL TAYEB
CEO OF BARWA REAL ESTATE GROUP

Since its inception, Barwa Real Estate Group has been working tirelessly to achieve a variety of strategic objectives aimed at supporting the national economy and securing the interests of the company's shareholders. The year 2024 was marked by numerous accomplishments that contribute to this distinguished journey and solidify the Group's position as a leading developer in Qatar and the region.

We firmly believe that one of the main factors behind the success of the Group is maintaining a strong financial position that enables the company to meet its obligations to stakeholders and allows us to allocate part of it towards adding more projects and investments to the Group's portfolio, thus enabling us to achieve operational revenues in line with the Group's plans to foster sustainable growth in shareholder returns.

Regarding operational revenues,

Barwa has succeeded in maintaining excellent occupancy rates across most of its projects, in addition to an increase in occupancy rates in some of its newer projects, such as the Madinatna and the Argentine Neighborhood projects. We also remain attentive to projects facing challenges and are consistently working on finding innovative solutions that support and enhance revenues from these ventures.

MESSAGE FROM THE GROUP

CHIEF EXECUTIVE OFFICER CONTD...

Moreover, we were able to begin leasing operations in the third phase of Madinat Al Mawater project. We also signed two agreements for our subsidiary, Barwa Cooling, to be the exclusive provider of cooling services for the Mesaimeer City and the Commercial Street projects, with each contract spanning 20 years.

On the investment portfolio front,

The «Barwa Hills» project was launched, aimed at developing a real estate product that meets market needs and offers an integrated residential environment that fulfills all the essential aspirations of the residents within one of the most distinguished locations in the promising city of Lusail and its key landmarks. Additionally, the «Madinatna School» project was launched on a development and leasing model to a specialized education operator, with the school being offered through a bidding process to contract with the best operator in terms of technical and commercial conditions.

Barwa was among the first companies to submit requests for approval of its new real estate products to the Real Estate Regulatory Authority «Aqarat», and this was reflected in the signing of memorandums of understanding with «Aqarat» regarding these two projects.

The Group continues to explore all available investment opportunities to maximize returns on the Group's assets and investments and foster sustainable income for its shareholders. For example, a memorandum of understanding was signed between Barwa Real Estate and one of Qatar's leading banks in investment banking services compliant with Islamic Sharia law, to explore potential collaboration opportunities between both parties in the investment sector.

On the financial position front,

The Group was able to collect the remaining payment for the sale of the Lusail Golf land, amounting to QAR 2.72 billion, following the sale of the land in 2023. The Group accelerated the repayment of part of its financing portfolio, which directly contributed to reducing the Group's financing costs. Additionally, the Group reached agreements to refinance the majority of its financing with better commercial terms and longer repayment periods, allowing the Group to direct available cash towards expanding its investment portfolio and, consequently, its

operational revenues.

The successive achievements of Barwa Real Estate, year after year, compel us to continue delivering with all our energy and expertise to keep pace with the country's economic growth and urban expansion, contributing to the advancement and development of the real estate sector in alignment with Qatar's National Vision 2030.

We will continue to work diligently towards creating new investment opportunities that will add further diversification to our portfolio, create a robust investment base with exceptional returns, and ensure an increase in our ability to generate free cash flows, meeting the aspirations of our shareholders.

ENGINEER AHMED MOHAMED AL-TAYEB
CEO OF BARWA REAL ESTATE GROUP

OUR MARKET DRIVERS



1. GROWTH FROM NEW FREEHOLD ZONES

As per the Ministry of Justice, expats in Qatar can purchase property in 16 areas around Qatar. Non-Qataris are permitted to own property in 9 locations on a freehold basis, however, they can invest in real estate in an additional 16 locations on a 99-year lease. The objective is to encourage foreign investors, to invest in the freehold zones such as Lusail, West Bay, and Onaiza, amongst other areas, which ultimately facilitates a mature investment market and increases the variety and price brackets of products to choose from.

What it means for Barwa?

The advent of new freehold zones will create new opportunities for Barwa to build more mid-to-high range residential units under its 'built-to-lease' and 'built-to-sell' models.



2. FREEHOLD PROPERTY OWNERSHIP

Expansion of the freehold and leasehold property net has been a key driver of Qatar moving from rental rental-based to sales-based economy. This will have a significant impact on local real estate, leading to higher investments from the expatriate category.

What it means for Barwa?

Freehold property ownership will create opportunities for Barwa to build more mid-to-high range residential units under its 'built-to-sell' models.



3. GROWTH IN INBOUND TOURISM

The National Tourism Council has continued to introduce measures to boost tourism numbers following the introduction of visa-free travel for 80 countries. The government has extended the validity for the Hayya Card, wherein travelers can enter the country free of any charges. Post FIFA in 2022, Qatar is investing significantly in sports-related activities. Several sporting events are planned for the coming years which will ensure stable occupancy for hotels and hotel apartments.

What it means for Barwa?

Barwa to benefit from the increased tourism in the form of higher occupancy for the hotel and other asset classes.

OUR MARKET DRIVERS

CONTD...



4. INCREASING THE ROLE OF THE GOVERNMENT TO IMPROVE TRANSPARENCY AND LIQUIDITY

To improve transparency in the real estate sector in the country, Real Estate Regulatory Authority will bring transparency and more diversity in the real estate sector. In addition, Qatar Central Bank has amended mortgage regulations applicable to all banks within the country. The revised regulations categorize loans based on factors such as the amount of the loan and the nationality of the applicant (Qatari and expatriates). These regulations include specific loan-to-value (LTV) ratios and tenures tailored to different property categories: residential properties for individuals, investment and commercial properties, and under-construction properties for investment. This thoughtful categorization aims to align with the diverse needs of applicants.

What it means for Barwa?

Barwa to benefit with the increased movement in the real estate market due to higher transparency and better financing available in the local market.

HOW ARE WE RESPONDING?



Additional Debt for growing Capex

The Company believes that its Balance sheet strength gives it enough headroom to secure additional debt for future Capex, if required. The Company is currently participating in multiple tenders on development for the education and healthcare sectors. As and when the Company is awarded projects, it expects to fund its 'capex' through a mix of internal accruals and the fresh issuance of debt.



2. Developing assets in the Freehold Areas

The Company is conducting feasibility studies to evaluate the potential opportunities of different types of projects in Lusail. Based on the results, the Company may choose to work with the government on various projects, electing to adopt both built-to-sell (BTS) or built-to-lease (BTL) models, or even to sell a portion of its land-bank in small parcel formats.



Strategies towards diversification

Barwa will continue to explore the opportunities based on evolving market demand drivers. Currently, Barwa is planning to foray into developing assets in the education and healthcare sectors; and for moving up the value chain by developing mid to high-mid residential segments for lease and/or sale.

OUR WELL POSITIONED DEVELOPMENT PIPELINE

As our Government continues to introduce reforms for capacity building and encouraging economic growth, we plan to diversify our asset portfolio by carefully entering into new high growth sectors, such as healthcare and education. We plan to achieve this feat while maintaining our foothold in traditional well-established sectors, such as residential, retail, logistics, commercial and workforce residential assets.

QR
1,826 mn.
Revenue from Recurring
Sources of Income

Armored with over 15 years of experience in correctly assessing the demand trends within the market, BARWA have an in-depth understanding of the residential and commercial real estate sectors in Qatar. In the residential segment, we are planning to enter the high-value end of the business with more upmarket and aspirational assets, both for leasing and for sale.

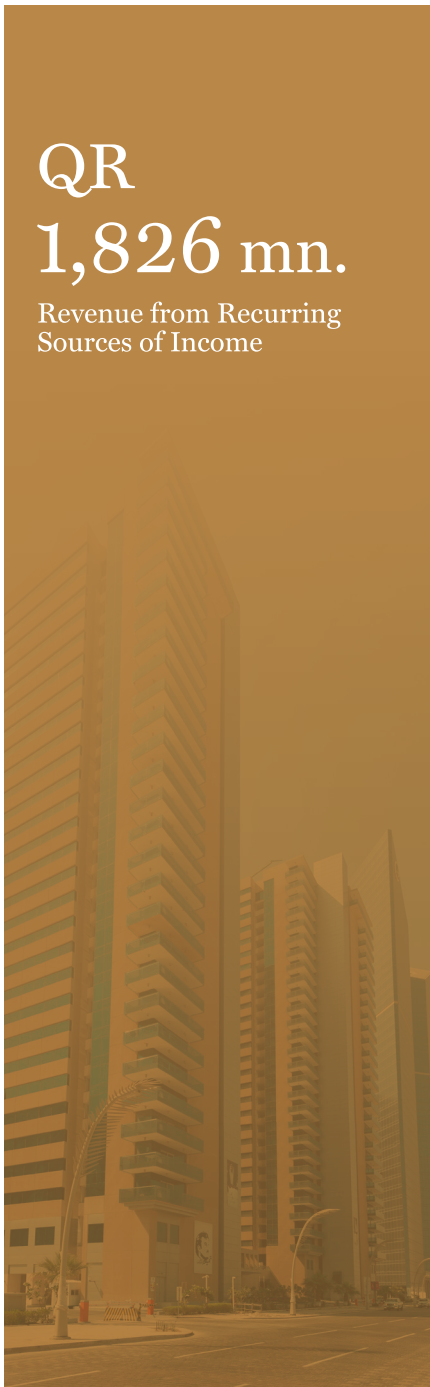
Currently, our asset portfolio is made up of “low-to-mid” range of residential, retail and commercial units, a 5-star hotel, warehouses and workshops across Qatar. Moreover, our revenue from recurring sources of income for this year stood at QR 1,826 million.

We have an overarching objective to become a highly sustainable source of value creation for all our stakeholders. Although we are well-positioned with our existing portfolio, with 90% of our profit coming in as recurring annuities, we see significant justification for diversifying our portfolio further, to protect ourselves even better from market fluctuations and economic cycles.

Moreover, the government of Qatar increased the number of freehold zones from three to ten in Lusail, West Bay and the Onaiza region. This amendment, allowing foreign investors to hold full ownership in Qatar’s residential and commercial sectors, is a significant game-changer for the country’s real estate sector.

This development has opened up new opportunities for us to build more mid-to-high range residential units under a built-to-sell model.

As an agile company adjusting to market conditions, we take calculated steps after performing extensive feasibility studies and assessing the viability of fresh market opportunities. In the near future, we aspire to enter into various projects within the healthcare and education sectors, while also developing assets in the freehold zone of Lusail as well as in other key locations within Qatar



ACHIEVEMENTS IN REAL ESTATE DEVELOPMENT 2024



- Launch of Barwa Hills Project
- Launch of Madinatna School Project
- Advance stage of completion of Mawater Phase 3
- Sale of legacy international asset in UK



Barwa operating real estate portfolio includes:

- 14,220 residential units
- 54,646 residential rooms
- 367,717 sqm of commercial shops, showrooms and offices
- 444,738 sqm of workshops and warehouses
- 232 hotel rooms

As for the average occupancy rate, it exceeded 90% in many of the Group's residential projects.

FREEHOLD ZONES

A GROWING OPPORTUNITY

The increase in freehold zones will create new opportunities for Barwa, to build more mid to high range residential units under a blended business model, incorporating a healthy mix of both selling and leasing.

With an aim to encourage non-Qatari real estate investments into Lusail, West Bay and Onaiza, amongst other areas. The government of Qatar increased the number of freehold zones in March 2019 from three to ten. This represents a quantum leap in the expansion of the country's real estate marketplace and size. Even though its short-term impact seems to be marginal due to the prevailing challenging market conditions, it is expected that in the long term, this emergence of multiple new urban centers will create more opportunities for investors and owner-occupiers to purchase and own yielding real estate in Qatar. Over time, this policy is also expected to facilitate a more mature investment climate, encouraging an increasingly evolved and vibrant marketplace that thrives on improved choice of products, and a price range that caters to multiple income groups.

Such initiatives by the government is also creating substantial opportunities for Barwa, including the potential to build more residential projects such as the Dara A in Lusail, which includes mid to high-mid affordable luxury residential apartments. By including a built-to-sell (BTS) business model for some of the developed units, and by offering some portion of our land bank to other developers on outright sale, we are exploring exciting options for garnering the ideal ROIs from our investments.

To explore these initiatives fully, we are conducting feasibility studies to

evaluate potential opportunities for different types of projects in Lusail. This includes a variety of options to work with the government on strategic projects; adopting a blended mix of built-to-sell and built-to-lease models to enhance both short-term and long-term returns; and also monetize a portion of our investment

through the sale of some portion of our large land parcels.

As Qatar develops and expands its urban footprint, so will Barwa grow in sync with the government's strategic expansion programs.



SECURING BARWA'S ICT FRAMEWORK

Section 1:

Fortifying Our Digital Fortress

Zero Trust Network Access: A Paradigm Shift

Recognizing the ever-evolving threat landscape, we took a proactive approach to safeguarding our digital assets. By adopting a Zero Trust Network Access (ZTNA) architecture, we challenged the conventional wisdom of perimeter-based security, ensuring that only verified users and devices were granted access to our critical systems. By adopting ZTNA, we:

- **Enhanced security:** Reduced the risk of unauthorized access and data breaches.
- **Improved efficiency:** Streamlined access control processes for employees.
- **Boosted productivity:** Enabled remote work without compromising security.

Section 2:

Empowering Business with Oracle Fusion



1. Financial Consolidation: A Cornerstone of Efficiency:

The successful implementation of the Oracle Fusion Financial Consolidation and Close Cloud Service (FCCS) module marked a pivotal milestone in our journey toward digital transformation. FCCS streamlined our financial reporting processes, providing:

Real-time insights: Accurate and timely financial data for informed decision-making.

Enhanced efficiency:

Automated consolidation tasks, reducing manual errors and saving time.

Improved compliance: Adherence to financial reporting standards and regulations.



2. Enterprise Fixed Assets: Optimizing Asset Management:

Our Oracle Fusion Enterprise Fixed Assets module deployment revolutionized how we manage our physical assets. By leveraging this advanced solution, we:

Increased visibility: Gained a comprehensive view of asset lifecycles, depreciation, and maintenance.

Improved accuracy: Enhanced asset valuation and financial reporting.

Enhanced compliance: Ensured adherence to tax and regulatory requirements.



3. Online Supplier Registration: Streamlining Procurement:

The introduction of Online Supplier Registration simplified our procurement processes, providing:

Centralized platform:

A single entry point for supplier information and documentation.

Efficient onboarding:

Streamlined supplier registration and approval processes.

Enhanced transparency:

Improved visibility into supplier relationships and performance.

ACTIVELY MANAGING RISK

Barwa is committed to effective risk management in pursuit of our business objectives, with the ultimate aim of growing value sustainably for all stakeholders, by embedding risk management into key decision-making processes and day-to-day activities.

OUR RISK MANAGEMENT PROCESS

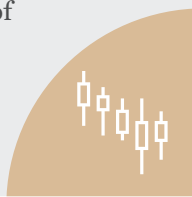
Risk management is inextricably linked to our strategy and is an essential element of sound corporate governance, as well as a key enabler to derive benefit from opportunities. We understand the risks associated with our business, and we manage them proactively and effectively, within our Company risk appetite and tolerance levels and as guided by our Risk Management Framework, to optimize business returns. Our Group top risks are identified with due consideration of both our external and internal operating context, which is everchanging. This year, there was also an increased focus on crisis management and business continuity.

OUR TOP RISKS PROFILE

The four aspects which reflect key business imperatives are anchors for our Company’s top risks as they could have a material impact on our strategy:

BUSINESS SUSTAINABILITY AND EARNINGS GROWTH

- Creating a safe and caring environment anchored in “zero harm” where safety performance is top-of-mind.
- Short-to-medium term execution of strategy anchored in our ability to remain profitable, and deliver on earnings growth which exceeds cost of capital.



LONG-TERM BUSINESS VIABILITY

- Long-term sustainability, delivery on long-term strategy and opportunity management.
- Ensuring a balanced approach between growth and returning value to shareholders.



Employee Value Proposition

- Ability to attract new talent, retain and develop talent, have engaged and high-performing talent, and be acknowledged as employer of choice.
- Transformation and global diversity management.



STAKEHOLDER IMPACT

- Being a credible stakeholder partner, which implies a company with:
- Good reputation performance; and
- Ability to effectively manage stakeholder relations.



ACTIVELY MANAGING RISK CONTD...

OUR RISK MANAGEMENT PROCESS IS ITERATIVE AND APPLIED IN A DYNAMIC OPERATING CONTEXT

HOW WE IDENTIFY AND REVIEW OUR RISKS?

Our focus areas, aligned with our strategy, guide and inform our top risks. We regularly review these risks with due consideration of both our external and internal operating context.

HOW WE ENSURE APPROPRIATE RISK GOVERNANCE AND ASSURANCE?

We have mandated governance and oversight structures at Board and management level, with defined risk management responsibilities. We adopt combined assurance management principles, obtain and provide internal, external, management and/or independent assurance on key responses on our risk management processes.

HOW WE RESPOND TO OUR IDENTIFIED RISKS?

We understand and assess our capability to respond to our top risks by identifying key responses. We regularly review the appropriateness and efficacy of our key responses.

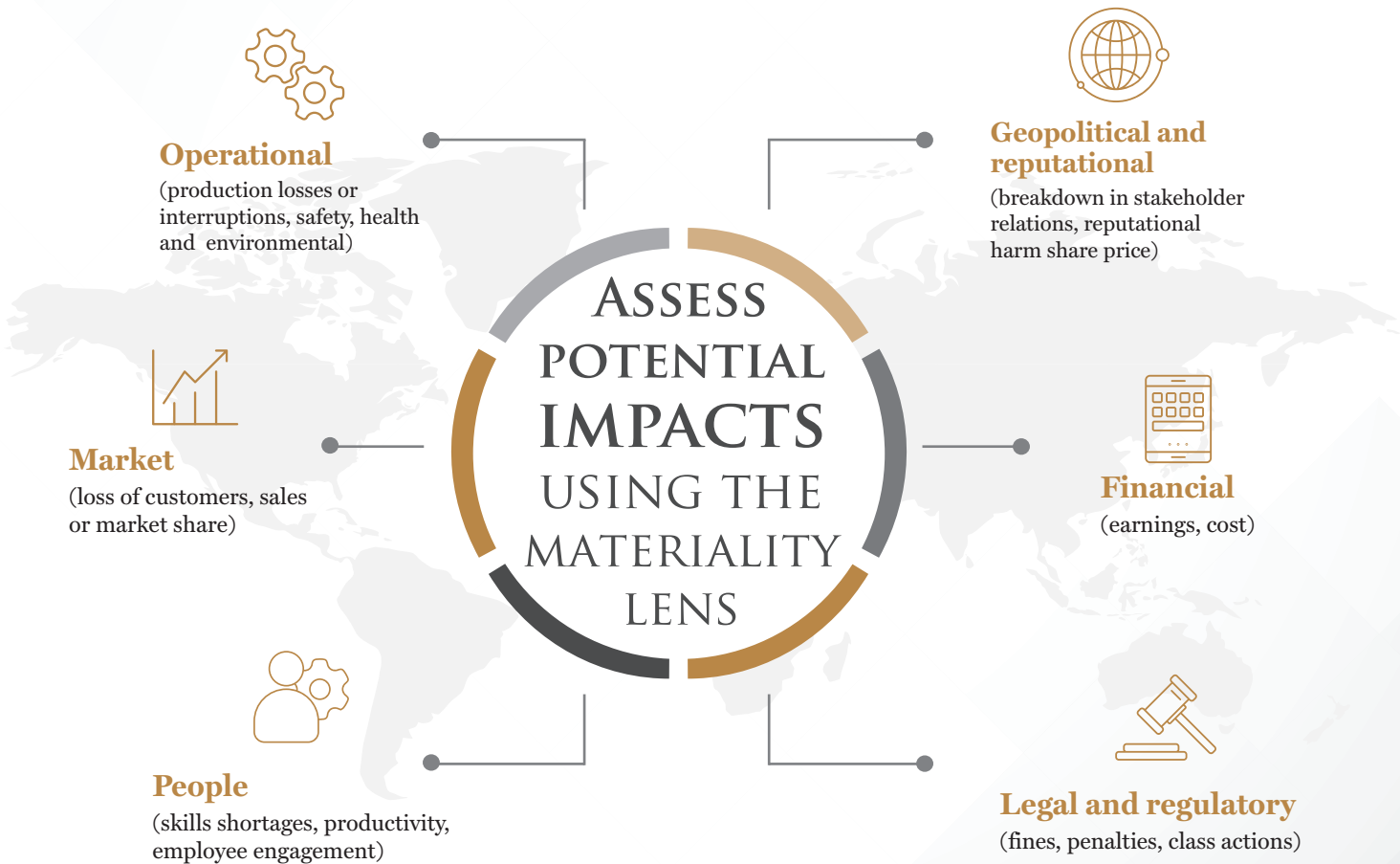
HOW WE REPORT ON OUR RISKS?

We have regular risk reporting and assurance reports to mandated governance and oversight structures. We communicate and report significant risks to external stakeholders in accordance with statutory and non-statutory requirements.

ACTIVELY MANAGING RISK CONTD...

APPLICATION OF MATERIALITY LENS TO ASSESS THE POTENTIAL IMPACT OF OUR TOP RISKS

We express our Company's top risks as either key undesirable events or opportunities and apply a materiality lens to assess the potential impact should the risks occur. We consider both quantitative and qualitative impacts.



Materiality Lens to Assess Potential Impact of Top Risk

OUR PEOPLE: BRINGING BARWA'S VISION AND VALUES TO LIFE

We know it's our people who make Barwa successful. Their talent, commitment to customers, and pride in Barwa are crucial to our long-term growth.

At Barwa, we are committed to driving a sustainable business that is both commercially successful and socially and environmentally responsible. This approach includes providing our employees with a safe and healthy working environment and having an organizational culture that promotes diversity, inclusivity, personal development and respect.

OUR CULTURE

We strongly believe that our people are our partners and the key to the success of our business. We respect and value the individuality and diversity that every employee brings to the Company. Over the years, we have built a team that mirrors the diversity of our customers, clients and communities. We are proud to say that 31 % of our workforce is women, and Qatari nationals make up around %51 of our workforce. We recognize that progress

and consistency work hand in hand, and that we are on a continuous journey towards creating an environment that is conducive to mutual respect, transparency and teamwork.

INVESTING IN OUR HUMAN CAPITAL

Our Company benefits from having employees with a diverse range of educational and professional backgrounds, combined with a shared passion for significantly contributing to the business. We encourage our team to be productive and innovative in generating new ideas and sharpening their decision-making skills. We continuously encourage our teams to attain greater excellence by enhancing their creativity and problem-solving skills through a variety of development and training programmes, for both soft skills and technical training.



BUILDING A MORE INCLUSIVE WORKFORCE

Our organization is actively contributing towards the defined goals of the stated Qatar National Vision 2030, which aims to develop a competent Qatari workforce through education and training. We recognize that the success of such strategies relies upon individual ownership, the mobilization of resources, and the support of employees and managers. Through our initiatives, we have been able to increase our focus on the nationalisation of key positions through performance-based learning and development. As of today, not only

have we achieved Qatarization for %51 of our total head count, but most of our senior management positions are occupied by Qatari nationals.

A PEOPLE FIRST COMPANY

In seeking to always 'do the right thing', when determining our global principles, we have been mindful of international standards and benchmarks, including those set out by the Civil Defence Department in Qatar. We place the foremost priority on the health and safety of our employees by promoting regular well-being awareness campaigns and providing a safe and ergonomic office environment.

50% / 50%
Qataris/Expatriates ratio %

124
Employees

69% / 31%
Male/Female Ratio %

96%
Retention Rate



OUR ACHIEVEMENTS

- Retained the Qatarization rate of approximately %50.
- Training and Development of selected Qatari Nationals.
- Promotion of employees to higher positions instead of recruiting from outside, and recruited fresh Qatari national graduates to help them progress in their chosen careers.

OUR COMMITMENT TO COMMUNITY CONTD...

Barwa Real Estate Group is deeply committed to its social responsibilities, striving to promote community development across all its operations and adopting sound environmental policies.

The Group's comprehensive projects, which reflect a strong focus on social dimensions and sustainability concepts, have garnered widespread community recognition. Guided by its architectural philosophy, Barwa builds cities and real estate communities that go beyond traditional property development, offering solutions that enhance quality of life and ensure dignified living. These solutions cater to diverse societal needs, including families and workers, at competitive prices. This approach aligns with the Group's strategy of creating more inclusive community environments by integrating investments across residential, commercial, logistical, and educational projects, embodying the true essence of sustainable cities.

SAFETY AND SECURITY IN PROJECTS

Barwa Real Estate ensures the highest standards of safety and security across all its projects, adhering to national regulations in collaboration with the Civil Defense Department at the Ministry of Interior. The Group provides trained security personnel and round-the-clock CCTV surveillance for its tenants and residents. Additionally, all projects are equipped with fire prevention systems to mitigate fire-related incidents. These systems are implemented across all Barwa subsidiaries. The Group also conducts routine evacuation drills in coordination with Civil Defense for its towers and projects, ensuring the effectiveness of safety procedures and safeguarding employees and residents.

ENVIRONMENTAL RESPONSIBILITY

Barwa Real Estate Group is dedicated to protecting and preserving the environment, a commitment reflected in the development of its projects. This was notably evident

in the "Madinatna" and "Argentine Neighborhood" projects, which were equipped with advanced technologies to optimize water and electricity usage. Recycled water is used for irrigating green spaces, contributing to environmental conservation efforts. Furthermore, state-of-the-art smart technologies were employed in communication and IT systems to ensure optimal energy consumption, simultaneously promoting the concept of smart cities. These measures guarantee that project beneficiaries enjoy sustainable residential environments designed to the highest standards and specifications, enhancing the Group's role in fostering a more sustainable society in line with the pillars of Qatar National Vision 2030.

As part of its environmental conservation initiatives, Barwa Real Estate collaborated with the Ministry of Municipality to plant and landscape its projects.

SUPPORT FOR LOCAL MANUFACTURING

Barwa Real Estate Group exemplifies its commitment to supporting the private sector through its projects by promoting local manufacturing. A significant amount of construction and finishing materials used in its projects are locally produced in Qatar and meet international standards, aiming to support domestic products. Additionally, the Group contracts with national companies for the construction of its two projects, enriching the investment mindset of private sector companies in building sustainable cities.

COMMUNITY INITIATIVES

Barwa Real Estate consistently contributes to the development of affordable, high-quality housing solutions that meet the needs and

aspirations of beneficiaries, through initiatives such as Barwa Village, Masaken Mesameer, and Masaken Al Saliya.

The Group also continues to organize blood donation campaigns in cooperation with Hamad Medical Corporation at Barwa Tower in Al-Sadd and its other projects, aiming to support the blood bank with necessary resources.

Furthermore, Barwa Real Estate donated QAR 100,000 to the Qatar Red Crescent Society for the "Warm Winter" campaign, assisting people in Arab countries with winter necessities. In collaboration with Qatar Charity, Barwa has distributed electronic touch donation devices across its facilities and created a special link for its employees to support donations for those in need. These contributions reflect the Group's humanitarian responsibility, in line with Qatar's supportive stance toward the Arab people, aiding victims of wars in Palestine, Lebanon, and Sudan, especially the injured, orphans, widows, children, the elderly, and pregnant women.

SUPPORTING NATIONAL EXPERTISE

As part of its efforts to develop sustainable cities that meet the needs of all segments of society and improve quality of life, Barwa Real Estate is dedicated to supporting Qatari expertise. The Group collaborates with national companies that have proven competence and experience in the fields of engineering construction and real estate development.

SUPPORTING EDUCATION AND UNIVERSITY STUDENTS

Barwa Real Estate continues its training, professional, and field programs for students from the

OUR COMMITMENT TO COMMUNITY CONTD...

College of Engineering at Qatar University, organized regularly under an agreement between the Group and the university.

Leveraging its growing expertise in the real estate market, Barwa recognizes the importance of utilizing this knowledge to support education. The Group has strengthened its collaboration with Qatar University to exchange knowledge, scientific research, and training across various fields. In 2024, Barwa offered a two-month professional and field training program for engineering students from Qatar University, marking the fourth program with the university's engineering college. The Barwa real estate development team delivered a comprehensive program that included fieldwork, discussions, and in-depth studies.

During the program, the engineering team at Barwa introduced students to the Group's projects and its investment and development strategies, combining practical experience with in-depth discussions and fieldwork.

SUPPORTING NATIONAL EVENTS AND MAJOR OCCASIONS

Barwa Real Estate is steadfast in its support for prestigious national and international events in Qatar, embracing a vision that celebrates national identity and highlights solidarity and pride in Qatari heritage. Notably, Barwa's active participation in Qatar's Sports Day showcased its organizational expertise, where it held sports activities for its employees at the "Madinatna" project, reflecting teamwork and energy.

With a deep sense of responsibility towards workers, Barwa Real Estate, through its subsidiary Waseef, organizes various events in workers' housing projects on multiple occasions, driven by values of gratitude and pride. In addition, events are organized during Eid al-Fitr and Eid al-Adha in residential projects for both families and workers.

On International Workers' Day, Barwa Real Estate, in collaboration with the Ras Laffan Social Development Program and the Ministry of Interior, organized recreational activities for workers at the Al Khor Sports Facilities to celebrate them and highlight their effective role in society. On World Mental Health Day, awareness activities on mental health were organized in collaboration with Bedar.

In its role as a leader, Barwa Real Estate supported the second Qatar Real Estate Forum at the Doha Exhibition and Convention Center by sponsoring it as a Platinum Partner with 350,000 Qatari Riyals, contributing to the development of the real estate sector and aligning with Qatar's National Vision for economic development. Barwa also participated in Cityscape Qatar 2024, showcasing the "Barwa Hills" project, drawing attention to its landmark architectural masterpieces.

Supporting the state's efforts to enhance the role of the elderly and those of high standing in society, Barwa Real Estate, on International Day for Older Persons, collaborated with Al Rayyan Municipality, the Primary Health Care Corporation, and Waseef to organize special events for the elderly at Umm Al Seneem Park.

In appreciation of its employees, Barwa entered into a partnership with

Vodafone to offer special deals for its employees at its headquarters in the Al Sadd area. It also signed contracts with both Al Maha Insurance and Qatari Insurance to provide special discounts for Barwa employees.

Additionally, Barwa Real Estate, in collaboration with Waseef, organized sports events for its employees and the residents of the "Madinatna" project during Ramadan by holding the first edition of the paddle championship at the "Madinatna" project courts. 24 teams consisting of 48 players competed over several days for the championship title.

Moreover, Barwa Real Estate employees, Waseef, and Qatar Project Management Company participated in the Ramadan Paddle Championship, competing over three days at the paddle courts in the "Madinatna" project. The football championship also featured intense matches between the group's employees and its subsidiaries, aiming to promote employee participation in the tournaments held across the group's projects.

As part of its community service initiatives, Barwa Real Estate allocates a portion of its residential units in the Masaken Mesaimmer and Masaken Al Siliya projects to the Ministry of Social Affairs and DREMA to house those in need.







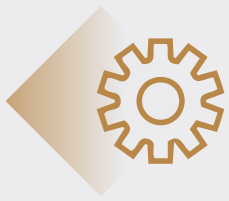






REAL ESTATE PROJECTS IN QATAR

Barwa's property portfolio has a long-term investment horizon. Strong investment discipline is required to mitigate the risk of sacrificing long-term growth for shorter-term distribution growth targets.



OPERATIONAL PROJECTS

Madinatna

Dar Al Eloum Schools

Argentina Neighborhood

Asas Twin Towers

Barwa Al Sadd

Alaqaria Tower

Barwa Cooling

Masaken Mesameer

Barwa Village & Extension

Barwa Al Baraha Workers

Accommodation

Souq Mesaieed

Al Baraha Workshops & Storages

Madinat Mawater Phase 1 & 2

Masaken Al Sailiya

Umm Shahrain Warehouses

Dunes mall

Alaqaria Commercial Complex

Mesaieed Villages

Alaqaria Garden

Dukhan DSSA Workers
Accommodation

Souq Dukhan

Zekreet Plaza

Ras Laffan work accommodation

Al Khor Workers Sports Complex
Extension

Al Khor Workers Sports Complex

Al Khor Community

Barwa Al Khor - Shell Staff
Housing



LAND BANK

Al Wakra Residential

Barwa Al Doha-A & B

Barwa Hills

Umm Shahrain Extension

Barwa City 3

Barwa Al Baraha Ph 3

Asas Marina Mix

Al Kharaj Residential
Tower

Alaqaria Delta Center

Al Khor land

Al Khor Extension

Madinat Al Mawater Phase
4



ONGOING PROJECTS

Madinat Mawater Phase 3

QATAR REAL ESTATE INVESTMENTS

 Operational Projects

 Ongoing Projects

 Land Bank

RESIDENTIAL



BARWA HILLS

The project is located in the Jabal Thuaileb area in Lusail, where the land extends over an area of 129,577 square meters and is distinguished by its strategic location in Lusail City amidst its most important landmarks such as Lusail Stadium, Lusail boulevard and Seef Lusail. The first phase of the project, which is a building that will be constructed on a land area of 2,649 square meters, overlooking a central garden with a total building area of 12,240 square meters. The building includes 57 residential units containing one bedroom and an area of approximately 81 square meters. It also contains commercial spaces, a swimming pool and a gym.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

RESIDENTIAL



BARWA AL KHOR – SHELL STAFF HOUSING

is a residential project extending over 124,044 square meters, offering 50 villas and 300 apartments along with features such as clubhouse, child daycare, supermarket and a mosque. The project was completed in the third quarter of 2016 and has been handed over to Shell Company for ten years.



MADINATNA

Located at Al Wakra District on Plot No 91110010, the city's total plot area is 1,141,689 square meters and aims at building an integrated residential city for families to provide quality living for its residents.

The city is based on community cluster with designs inspired by traditional Qatari architecture with G+4 buildings. Madinatna addresses the housing needs of the different segments of the Qatari community, with residential environments that meet the highest standards and specifications, required by the local market for residential units for families.


Madinatna houses a total no. of 6,780 residential units - a mix of

4,740, consisting of 3 Bedroom Units and 2,040 consisting of 2 Bedroom Units.

The development also comprises of amenities such as Hypermarket, Local Retails, Central Retail, Kindergartens, Small Clubhouses, Main Clubhouse, Daily Mosques, Friday Mosque, Warehouse, Substations, Primary Substation, Waseef Building and Sewage Treatment Plant.

The project has a Total Built-up Area (BUA) of 1,035,536,72 square meters and has 166,481 square meters of green area and 714,249 square meters Driveway/Walkway/ Parking area.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

RESIDENTIAL



MASAKEN MESAIMEER AND MASAKEN AL SAILIYA

Masaken Mesaimeer and Masaken Al Sailiya are designed to provide affordable community housing. Built on two separate sites, which together comprise a total area of 400,000 square meters, the two developments consist of 62 residential buildings, offering 1,984 two and three-bedroom apartment units. The developments also feature playgrounds, health clubs, nurseries, a supermarket and green areas.



AL KHOR COMMUNITY




Al Khor community project consists of 11 packages including different types of residential units of total 3,171 units (villas and apartments) which have been leased out to QP and its subsidiaries. The community has been developed following the concept of self-contained residential city including all required services such as, schools, mosques, recreational facilities covered with beautiful landscapes.



ASAS TWIN TOWER

Located at Ambassador's Street in West Bay, the residential towers were developed in 2004. The towers, directly overlooking the sea, are composed of 320 fully furnished residential apartments, containing 2,3,4 and 5 bedrooms. They also provide various services, including centralised cooling, free Internet access, cleaning services, in addition to a gym, business center, a beauty center & spa, beside other amenities and services.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

MIXED USE & COMMERCIAL



BARWA VILLAGE

Located in Al Wakra district, Barwa Village is a master-planned development. Spreading over 400,000 square meters with a built-up area of 186,000 square meters, Barwa Village consists of 18 commercial and residential complexes that offer 918 retail units, 96 studio apartments, 262 one-bedroom apartments and 100 two-bedroom apartments. Project facilities feature a health club, an international school, a nursery, a medical clinic, a shopping center, commercial units, workshops, a mosque, restaurants, car parking facilities and a range of green spaces.

After completion in 2010, Barwa Village soon achieved high occupancy rates. For that reason, the Group expanded the project through the development of an additional building stretching on a land plot of 11,094 square meters. The total built-up area is 34,492 square meters with residential apartments and retail shops in addition to a hypermarket. The overall expansion offers a total of 71 shops and 177 different sized residential units, including 1 bedroom and 2 bedroom units. The construction of the project is completed. It is currently under operation.



MADINAT MAWATER

Madinat Mawater is the main destination for all used car related services, including sale, purchase and maintenance. Located in Rawdat Rashid near Salwa road intersection, Madinat Mawater extends over a land area of 1,151,731 square meters. It provides used car showrooms, residential accommodations, workshops, in addition to retail shops. It also offers essential facilities and services such as offices for the Traffic Department, banks, car insurance companies as well as a petrol station and car technical testing service.

Madinat Mawater comes as one of Barwa's projects aiming to serve both the community and economy of the State of Qatar. Barwa Real Estate is developing and operating the project in several stages through the BOT system (Build-Operate-Transfer) for 30 years. Phase one of the project has been completed in the second quarter of 2017 to include 60 used-car showrooms, 10 retail shops, 88 different sized apartments, 88 different sized offices, shops, workshops and a petrol station, in addition to all the

infrastructure work.


Due to the growing leasing demands on Madinat Mawater, Barwa Real Estate has developed Phase two of the project with a total built-up area of 12,357 sq. m. including 59 used car showrooms, 88 apartments, 88 offices, 10 retail shops and 5 workshops, in addition to the necessary infrastructure. All the construction works have been completed, and the leasing and operation of this phase have begun. Furthermore, a plot area of around 26,000 square meters has been allocated for the establishment of a Car Inspection Service Center (Fahes) by WOQOD Company.

Barwa Real Estate has nearly completed the third phase of Mawater City, spanning 340,000 square meters. This phase includes 118 car showrooms ranging from 400 to 1,000 square meters with 20 shops, 496 residential units (studios, one and two-bedroom apartments), This phase also has a spare parts mall with retail unites with various sizes and 119 multi-space offices. The development also features a dedicated car service hub with an administration building, 12 shops, car wash and oil change facilities. And other supporting amenities such as a restaurants, a hypermarket, and a mosque.

Following the successful completion of Phases 1 and 2 in 2017 and 2018, key developments in Phase 3 include leasing agreements with Al-Waha Automotive (Jetour dealer) and Strong Motors in the car service area, the leasing of 54 showrooms through a raffle at CityScope, and the signing of development agreements with Fahes (car inspection) and a driving school academy.

This version maintains a professional tone while providing a clear and concise overview of the Mawater City Phase 3 development.

QATAR REAL ESTATE INVESTMENTS

 Operational Projects

 Ongoing Projects

 Land Bank

MIXED USE & COMMERCIAL



DUKHAN CITY PROJECT – SOUQ DUKHAN, DUKHAN HOUSING AND COMMUNITY CENTRE

In 2008, AlAqaria completed the development of Souq Dukhan that includes 18 commercial shops and 10 offices, offering diversified services, as well as Souq Zekreet which is close to Dukhan Highway, which includes 31 accommodations and 40 different sized shops.

Al Aqaria developed a number of projects in Dukhan city, including Dukhan Housing – Packages 1, 2, 3 and Dukhan Community Center. Currently, Al Aqaria Garden Dukhan has 48 residential units. The project features consist of a Bowling Alley, Electronics Game Area, Indoor Sports Area, Multi-purpose Lounge, Coffee Shop, Community Library, Function Hall, Management Offices, Storage Areas and Maintenance Areas with associated infrastructure and with an overall plot area of 9,633 square meters.



BARWA AL SADD

Barwa Al Sadd is a mixed-use development covering an area of 27,654 square meters. The project consists of 3 office towers (two of 21 floors and one of 18) and a five-star hotel with 232 rooms and suites. All are surrounded by a three-level podium, two levels for retail and one for office space.

The development also includes three apartment buildings with total 261 flats, 129 of which are two bedrooms and 132 of which are three bedrooms buildings and incorporates a lower ground floor and 11 upper floors (G+10) that provide a total of 87 flats per block, a three storey recreational building, two basement levels, a five storey car park building and accommodating 1,702 cars and a utility building. The project is completed and leased.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

MIXED USE & COMMERCIAL



ALAQARIA TOWER

Established in 2008, the administrative tower, is located in Museum Street in Old Salata Area. It is composed of a ground floor, a mezzanine and 14 floors, including furnished and unfurnished administrative offices with multiple rental sizes. The building also provides different services such as 24 hours security and maintenance services. The tower offers two banks, Doha Bank & Al Ahli Bank, and two basement parking lots.




ALAQARIA PROJECTS MESAIEED

Al Aqaria has diversified real estate projects in Mesaieed. The company has completed the development of six workers accommodation villages in six phases. Currently 4 labour accommodations are operational, offering 275 units for Senior staff, 442 units for Junior staff and 1,733 labour housing units. Each village features several services and recreational amenities, including dining halls, supermarkets, playgrounds, recreational halls and a mosque. Moreover, Al Aqaria

started to operate Dunes Mall in 2002 after completing its development. Located in the heart of Mesaieed near the big Mosque, the mall is composed of 190 shops and 19 offices, this includes banks, hypermarket, etc.

At the beginning of 2014, Al Aqaria completed the development of Souq Mesaieed. Located in the heart of the industrial city with all its premises overlooking the main street, it comprises of 3 blocks (G+M+3 floors), including 108 shops, 70 office units, 138 flats.

QATAR REAL ESTATE INVESTMENTS

 Operational Projects

 Ongoing Projects

 Land Bank

INDUSTRIAL



AL BARAHA WORKSHOPS & STORAGES

It is an extension of Barwa Al Baraha project. This is the area adjacent to workers accommodation project which was formerly called “Truck Parking”. On a plot area of 684,134 square meters, the project offers suitable spaces to be used as warehouses for small and medium enterprises, offering mechanical and electrical workshops to meet the needs of craftsmen in the Industrial Area. It includes 561 warehouses and 118 workshops on a built-up area of 187 thousand square meters. This phase was completed in September 2019, leasing activities for the warehouses and the workshops are currently underway and the project is fully operational.



UMM SHAHRAIN WAREHOUSES

Located in Umm Shahrain area, the project’s plot land is 500,000 square meters. It provides low-cost warehousing areas with a total built-up area of 259,446 square meters, including 131,671 square meters of dry storage areas, 62,812 square meters of air-conditioned storage areas, 36,992 square meters of chilled storages and 19,028 square meters of freezer storages. The project also includes a residential compound for the accommodation of workers employed in it with a total plot area of 7,655 square meters, in addition to 532 square meters of offices and a total of 38 retail shops on a plot area of 1,676 square meters and a 700 square meter mosque.

The infrastructure works of the project consist of 13 electrical substations, internal roads with loading and unloading areas,

networks for potable water, firefighting systems, irrigation, stormwater and foul water and their respective tanks. Furthermore, it will include CCTV surveillance, pump rooms, security rooms, and a surrounding fence. The total built-up area of the project is 273,311 square meters. Umm Shahrain Warehouses are now completed and fully leased.

The Group is currently studying the potential of adding new phase to this development by establishing Umm Shahrain Warehouses Extension project. This extension project will be developed on a land plot of 59,136 square meters. The development of this project was awarded to Barwa Real Estate Company as part of four logistic projects awarded to several developers by Manateq Company in 2015.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

WORKERS ACCOMMODATION



MUKAYNIS COMPOUND – AFFORDABLE RESIDENTIAL CITY

Mukaynis Compound is located on Salwa Road and aims at developing an integrated residential city for workers. It is constructed on a land area of 994,567 square meters. The project covers the construction of 3,170 residential houses, comprising of 8-bedroom units with eight toilets, and one kitchen. In addition to that, it will include shops and mosques with project total built-up area of 730,728 square meters. Moreover, the construction will focus on providing full services covering all infrastructure works of 25 power substations, internal roads, potable water, irrigation, fire and sewage networks as well as CCTV cameras, as well as security services.

An adjacent land plot of 183,538 square meters is allocated as parking lots for buses, in addition to a hypermarket, a security center and government services.

Mukaynis Compound is designed to ensure the privacy of the city’s residents as it includes a private courtyard for each house, allowing its residents to enjoy the outdoor activity while ensuring their privacy. The traditional Arab style of the residential units is compatible with surrounding environmental conditions.

Mukaynis Compound has been developed as part of the efforts to improve the housing standards of workers in Qatar and meet the needs of the local market in line with the objectives of Qatar National Vision 2030 and Qatar’s preparations for hosting the 2022 World Cup, through developing a sustainable residential environment in terms of quality and security and providing all required services and facilities.

In the challenging COVID-19 situation, and in coordination with the authorities, Mukaynis Compound also served as a quarantine facility for patients and incoming travelers to Qatar.




AL KHOR WORKERS SPORTS COMPLEX

A recreation facility in Al Khor Industrial Area aims to improve the quality of life of the workers by providing integrated leisure and sports facilities. It features four cricket fields, four football pitches, three volleyball courts, four basketball courts and four kabaddi fields. It also includes a supermarket, 35 shops, 2 open air cinemas, a mosque, a plaza area and other facilities. The complex hosts numerous events and sports activities and it has been utilized by several government and private corporations like the Ministry of Interior which Barwa collaborated with to organize on-going programs for workers. Covering all national and sports events in Qatar, the number of visitors of the program has

exceeded 504,613 visitors Throughout the year 2019.

The Group added a new phase to the project; “Al Khor Recreation extension Project” on a plot area of 69,757 square meters. The expansion project consists of 216 one-bedroom apartments, 300 two-bedroom apartments, 8,000 square meter hypermarket and 300 square meter multi-purpose hall. In addition to the construction of infrastructure works that consist of one electrical substation, internal roads with parking lots for cars and buses, networks for potable water, firefighting systems, irrigation, storm water and foul water with their respective tanks. Furthermore, it includes CCTV surveillance and security rooms as well as pump rooms and a surrounding fence with total built-up area of 53,639 square meters. The construction works of the project has completed, and its now under operation.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

WORKERS ACCOMMODATION



WORKERS ACCOMMODATION IN BARWA AL BARAHA

The project is located in the Industrial Area, offering 64 Buildings extended over 659,563 land, the project includes 8,576 rooms for the accommodation of 50,000 workers and technicians, together with restaurants and retail shops. The project is currently operational.

QR **29,282 million**

Book Value of Barwa Real Estate Properties

QR **2,671 million**

Book Value of Barwa Real Estate Land Bank



ARGENTINA NEIGHBORHOOD

Located at Al Wakra District on Plot No. 90020337, the city's total plot area is 773,457 square meters,

aims to build an integrated accommodation units and amenities to provide quality living for 67,392 workers.

Argentina Neighbourhood designs are inspired by the traditional Qatari architecture with (Ground floor G+2) buildings. The city is equipped with the latest smart city technologies. it provides innovative solutions and services and facilities to different segments of the community, with sustainable residential environments that meet the highest standards and specifications, required by the local market for residential units for the workers. is based on an urban grid fabric reminiscent

of traditional clustered Arabic courtyard houses.

The city offers 1,404 accommodation units. Each unit consists of 4 rooms at each level, providing capacity of 16,848 rooms.


Argentina Neighbourhood comprises of amenities such as Daily Mosques (2 Nos) , Friday Mosque (1 No), Hypermarket(1 No) , Local Retail(54 Nos) , Substations, Primary Substation, MOI Building, Waseef Building and Sewage Treatment Plant. Outdoor facilities and other services have been added to cater to the tenant's necessities and leisure requirements.

Argentina Neighbourhood has 126,938 square meters of green areas, 425,235 square meters Driveway/Walkway/ Parking area and a Total Built up Area (BUA) of 767,270 square meters

What distinguishes "Barahat Al Janoub City" is its strategic location on the Seventh Ring Road leading to the southern regions, the industrial zone, and highways, which are the axis of Al-Majed Street and the axis of Sabah Al-Ahmad Street. These advantages provides the city's residents and visitors with easy access within a short period of time from several areas to meet their needs.

In addition, the residential city was allocated to the Security forces, Volunteers and Fans during Qatar World Cup 2022, and it was very popular.

QATAR REAL ESTATE INVESTMENTS

-  Operational Projects
-  Ongoing Projects
-  Land Bank

WORKERS ACCOMMODATION



DUKHAN CITY PROJECT – WORKERS VILLAGE ZEKREET

Al Aqaria has different projects in Dukhan city that include Al aqar ia Labor Village Zekreet, which was completed in 2009 and had 200 residential units for workers and 48 residential units for junior staff members.



MESAIEED VILLAGES – WORKERS ACCOMMODATION


These projects have been developed and completed considering workers welfare. The amenities offered in the projects are wifi, TVs, first aid, kitchen and dining blocks, outdoor gym, supermarkets, indoor and outdoor play areas and mosques.



RAS LAFFAN PROJECTS WORKERS ACCOMMODATION

The worker's accommodation in Ras Laffan is one of the projects aiming at supporting the industrial areas in Qatar. The project comprises of 560 workers units and 128 senior units. Consisting of two floors, in addition to the ground floor. Al Aqaria also developed four other accommodation blocks for Senior and Junior Staff, a two-storey building for dining halls, a mosque and a commercial block.

QATAR REAL ESTATE INVESTMENTS

 Operational Projects

 Ongoing Projects

 Land Bank

PPP DEVELOPMENT PROGRAMME



QATAR SCHOOLS DEVELOPMENT PROGRAM - FIRST PACKAGE

Barwa Real Estate Group has developed eight government schools for the academic year 2022-2023. The significance of this project lies in it being the first partnership project between the public and private sectors to develop, operate, and maintain eight public schools in various locations in Qatar. These schools will be leased directly to the Ministry of Education and Higher Education, with maintenance services provided for 25 years under the Qatar Schools Development Program - First Package.



The schools have been designed according to the latest architectural standards and the three-star global sustainability assessment

system. Each school includes 30 classrooms, including classrooms and facilities for students with special needs, accommodating 786 students each according to the approved design model.

The schools are equipped with educational facilities for sciences, languages, information technology, sports, arts, and various activities, in addition to libraries and laboratories. The design of the schools also considers providing outdoor spaces, sports fields, parking lots, and service buildings.

This package includes the following schools:

School type	Region	Approved names for schools	Approximate area of the project lands (Square meters)
Secondary school	Al Wakra	Amr Ibn Al-Aas Secondary School for Boys	25.141
Intermediate school	Al Kheesa / Rawdat Al Hamam	Talha Bin Obaidullah Preparatory School for Boys	29.375
Secondary school	Umm Salal Muhammad	Ramla Bint Abi Sufyan Secondary School for Girls	19.426
Intermediate school	Bu Fesseela	Hind Bint Amr Al-Ansaria Preparatory School for Girls	27.543
Elementary school	Al Wukair	Saeed bin Zaid Preparatory School for Boys	29.717
Secondary school	Al Kheesa / Rawdat Al Hamam	Ibn Taymiyyah Secondary School for Boys	38.659
Elementary school	Al Wukair	Al Wukair Model School for Boys	33.885
Secondary school	Rawdat Al Naisar	Ibn Sina Secondary School for Boys	24.693

The schools are designed according to the latest architectural styles and apply the three-star Global Sustainability Assessment System (GSAS), which is a performance-based sustainable green building rating system in terms of design and construction. At least 30 classrooms with special needs classrooms and facilities will be available in each school, accommodating roughly 786 students per building according to the approved design model. The schools will host various educational facilities such as science labs, language labs, information technology, sports and art halls, multipurpose halls, libraries and laboratories. In addition, the schools have been designed and constructed to provide outdoor spaces, sports fields, car parks and service buildings.

The eight schools were constructed by the Qatari Contractor: (Al Jaber Trading & Contracting Co.).

QATAR REAL ESTATE INVESTMENTS

 Operational Projects

 Ongoing Projects

 Land Bank

LAND BANK



INVESTMENT OPPORTUNITIES

Barwa is currently studying number of investment opportunities including, Barwa Hills, School in Madinatna, Mawater Phase 4.

INTERNATIONAL REAL ESTATE INVESTMENTS

MIXED USE & COMMERCIAL

 London

CAVENDISH PROPERTY

Boasting a sought-after location overlooking Cavendish Square, this building dates back to the forties of the 18th century. It extends over 11,156 square feet equivalent to six floors of premium serviced office space.

LAND BANK

 Cyprus

LARNACA LAND

The land plot of 54,670 square meters is located in Larnaca Bay, southern Cyprus in the heart of the island's touristic quarter near the city of Larnaca.

 Morocco

FEZ PROJECT

The project consists of 3 traditional Arabic houses built in the Moroccan style from the 19th century. Extending over a land plot of 3,300 square meters.

 Bahrain

BAHRAIN BAY PROJECT

The project is located in Bahrain Bay, facing the beachfront with a total land area of 12,475 square metres.

INDEPENDENT SUBSIDIARIES

● WASEEF

Waseef, a subsidiary of Barwa Real Estate, is one of the largest fully integrated, Property and Facility Management services companies in Qatar, that offers a “one-stop-shop” and full-service solution to its clients.



Waseef, a subsidiary of Barwa Real Estate, is one of the largest fully integrated Property and Facility Management services companies in Qatar.

Waseef provides services related to property management and facility management operations to Barwa’s real estate projects, which include Masaken Mesaimeer, Masaken Al-Sailiya, Barwa Village, Barwa Al Sadd, Barwa Al Baraha Workers Accommodation, Barwa Al Khor-Shell Housing, Al-Khor Workers Sports Complex, Madinat Mawater Phases 1 & 2, Al-Baraha Workshops & Storages and Mukaynis Compound, Affordable Residential City.

In addition to its already massive portfolio, Waseef has been managing all 25 Al Aqaria real estate projects

beginning Q1 2019. This includes eleven Al-Khor Housing Projects, four Workers Villages, three commercial centers in Mesaieed, three commercial markets and one Workers Accommodation in Dukhan, one Labor Village in Ras Laffan, Alaqaria Tower and Asas Twin Tower.

Waseef further extended its quality service offerings to external clients with prominent projects, such as The Commercial Avenue, Mesaimeer City, Manateq – Economic Zones, Hassad’s three Central Markets (Umm Salal, Al Sailiyah and Wakrah), Al Erkyah City and Yasmeen City. Its recently completed projects were the 44 Al Furjan Markets, Museum of Islamic Arts and MIA Park.

Waseef secured its partnership with Qatar Free Zone Authority and will be providing its interim

Facility Management Services at Ras Bufontas and Um Al Houl Free Zones since Q1 2020.

With in-house Call Center and specialty software for property management, accounting, procurement and facility management, its Customer Service teams are focused on serving client’s needs in a thoroughly professional manner. Waseef is constantly implementing unified systems to stay on the forefront of technological advancement and to improve the lifestyle for our tenants continuously.

With the goal of serving not only Barwa but all of Qatar, Waseef is poised to be the most progressive leader in property and facility management in Qatar and the Middle East.

● QATAR PROJECT MANAGEMENT - QPM

QPM provides unrivaled real estate and infrastructure Project Management services that perpetuate world-class standards in the industry.



QPM, a subsidiary of the Barwa Real Estate Group, is a leading provider of world class project management services in the State of Qatar. Established in 2008, QPM successfully manages and delivers various large-scale projects for prestigious clients in Qatar and the region.

The company is well positioned and has extensive experience to provide services for a variety of construction Projects including but not limited to civil infrastructure, commercial, leisure, real estate, and residential projects within the growing global marketplace.

QPM's expertise is grounded in a full range of professional project management services that

include project management, design management, construction management, Programme Management, Contracts & Claims Management amongst other offerings that are tailored to the client's exact requirements.

One of QPM's goals is to maintain a world-class standard of project management. This is achieved by investing in the latest Project Management technologies and employing a highly skilled and experienced team of professionals.

Since its establishment, QPM has achieved excellent growth in both domestic and regional arena's throughout the years. The Company is currently managing

several Iconic mega projects and has successfully delivered its integrated Project Management services for numerous developments from the initial concept phase through to commissioning and handover.

INTERNATIONAL ASSOCIATE COMPANIES

● NUZUL HOLDINGS

📍 Bahrain

Nuzul Holdings is a joint stock company incorporated in Bahrain, and focused on owning and operating of serviced apartments. The company has currently invested in the 118-unit Somerset Al Fateh in Manama, Bahrain, and apartments in the Burj Al Jewar development in Mecca, Saudi Arabia.

● SHAZA HOTELS COMPANY

📍 Doha, Saudi Arabia, Oman, United Arab Emirates

Formed in partnership with Kempinski Hotels and Resorts, the company's core business comprises of management of contemporary and luxury hotels. As an operator, Shaza is uniquely positioned in that it exclusively operates dry five-star hotels under the brand name "Shaza Hotels" and dry four-star hotels under the brand name "Mysk". Shaza stands out amongst hotel brands as it is designed specifically with the preferences and characteristics of intraregional travelers in mind and celebrates the rich hospitality of the cultures along the Silk Route.

BOARD OF DIRECTORS



H.E. MR. ABDULLAH BIN HAMAD AL-ATTIYAH

Chairman

H.E. Mr. Abdullah Bin Hamad Al Attiyah was appointed as Minister of Municipality on 8 January 2024, H.E. Mr. Al Attiyah has an extensive and vast work experience in many sectors in the country, where he started his career with Qatar Petroleum as Operations Engineer until 2011 when he moved to Ras Gas as a Senior Project Engineer and progressed in 2012 to Onshore Development and Planning Manager.

In 2014, H.E. Mr. Al Attiyah moved on to undertake new assignment as Acting Programme Management Office Executive Director at the Supreme Committee for Delivery and Legacy. Followed by an assignment in 2015 as Director of the Technical Office at Public Works Authority “Ashghal” and progressed to Assistant President until 2018 when he was appointed as Vice Chairman of Qatar Primary Materials Company, before being appointed by the Board as acting CEO until early May 2018. During the same period, in January 2017, H.E. Mr. Al Attiyah was appointed as a Board Member of Qatari Diar Real Estate Investment Company, until July 2018 when he became the Company’s Chief Executive Officer.

H.E. Mr. Al Attiyah holds MSc in Chemical Engineering from the University of Nottingham, United Kingdom and a bachelor’s degree in mechanical engineering from Cardiff University, United Kingdom.

BOARD OF DIRECTORS

CONTD..



**FAISAL ABDULWAHED
AL HAMADI**

DEPUTY CHAIRMAN

Mr. Faisal Al Hamadi is the CIO for Qatar Portfolio at the Qatar Investment Authority (QIA), responsible for managing all listed and unlisted investment located in Qatar across various sectors. Faisal joined QIA in 2006 and held several roles including head of Asset Management from 2008 to 2014.

In 2015, he served as an advisor in the Supreme Council of Economic affairs and Investments and in 2017 he became the CIO of the Pension Fund at the General Retirement and Social Insurance Authority (GRSIA). He holds various board membership including Hassad Food Company, where he serves as Chairman. Other current board memberships including Qatar Fuel Company, Qatar Gas Transportation Company (Nakilat) and the General Retirement & Social Insurance Authority (Qatar Pension Fund).

Mr. Al Hamadi held other board memberships including Vice Chairman of the board and Chairman of investment committee at the Qatar Electricity and Water Company. He also held board memberships at Masraf Al Rayan and Songbird Estates. He was also an Advisor to the Supreme Council for Economic Affairs and Investments.

Mr. Faisal Al Hamadi holds Master of Science of Finance from American University - USA, and a bachelor's degree in in Business Administration from Qatar University, He also obtained a certificate of Chartered Financial Analyst (CFA) – Designation earned in 2006.



ENG. AHMAD MOHAMED AL-TAYEB

Chief Executive Officer

Board Member

Eng. Ahmad Mohamed Al-Tayeb is currently the Group Chief Executive Officer of Barwa Real Estate Company, bringing over 20 years of experience in leading capital projects, commercial investments, company formation, and financial management.

He began his career in communications and operations management department with the Ministry of Interior's Special Forces, where he served for seven years. He then transitioned to RasGas Company, contributing to several of its key projects over six years. Subsequently, he spent two years in the Strategic Projects Management Office at the Amiri Diwan, followed by another two years overseeing strategic projects for the Supreme Committee for Delivery & Legacy.

During his tenure at Qatari Diar, Eng. Al-Tayeb served as Chief of Investment, managing a \$35 billion portfolio spanning over 50 projects in more than 20 countries.

In addition to his executive roles, he is a chairman and a board member of various companies both domestically and internationally.

Eng. Al-Tayeb holds a master's degree in electrical engineering from the University of Denver, Colorado, USA.

BOARD OF DIRECTORS

CONTD..



**H.E. MR. NASSER SULTAN
NASSER AL-HEMAIDI**

Board Member

H.E. Mr. Nasser Al-Hemaidi is a member of several boards of directors of Qatari shareholding companies. He is a member of the Board of Directors of Qatar Fuel Company WOQOD since 2008 and also a member of the Board of Directors of Qatar National Cement Company. He also served as the Financial Director of the Qatar Olympic Committee as well as being a businessman involved in various business and economic activities. H.E. Mr. Nasser Al Hemaidi holds a Bachelor's Degree in Business Administration.



**DR. ABDULRAHMAN
MOHAMMED AL-KHAYARIN**

Board Member

Dr. Abdulrahman Bin Muhammad Al-Khayarin held the position of CEO of Widam Food Company. He also previously worked in the field of real estate investment in Qatari Diar, and he is registered as a real estate expert in the Ministry of Justice. He is a member in the Board of Directors of Masraf Al Rayan. Dr. Al-Khayarin holds many university degrees, the last of which is a Ph.D. in Urban Planning from the University of Wales Trinity Saint David in the United Kingdom.

BOARD OF DIRECTORS

CONTD..



**MR. HAMAD DASHIN
AL-QAHTANI**

Board Member

Mr. Hamad bin Dashin Al-Qahtani has held several positions at Qatar Development Bank, including General Manager of the Bedaya Center. Prior to that, he served as General Manager of the Qatar Business Incubation Center and led the establishment of various incubators and business accelerators, including those specializing in sports and finance. He also held the position of Head of Incubation and Acceleration for Small and Medium Enterprises and previously served as Senior Manager of Client Relations in the Project Finance Department before being promoted to Head of the Department. Before joining Qatar Development Bank, Mr. Al-Qahtani worked at the Qatari Commercial Bank as a Client Relations Manager in the Project Finance Department, following seven years of service at Qatar Energy. Mr. Al-Qahtani holds a Bachelor's degree in Program Development from Leeds Metropolitan University in the United Kingdom and a Higher Diploma in Computer Science from the University of Ottawa in Canada.



**MR. AHMAD KHALID
AL-GHANIM**

Board Member

Mr. Ahmad bin Khalid Al-Ghanim holds the position of Director in the Office of the Director-General at the General Directorate of Civil Defense within the Ministry of Interior. Previously, he held the position of Manager of the Prevention Department and served as the Head of the Engineering Plans Section. Mr. Al-Ghanim is a former member of several committees. He represents the Ministry of Interior and Civil Defense as a member of the Engineers' Admission Committee. He also was a member of the Committee for the Study of Planning Requirements at the Ministry of Municipality and Environment. Also, he was a member of the Technical Committee for the FIFA World Cup Qatar 2022. He actively participates in coordination meetings for major projects within the country.

Furthermore, he has attended numerous coordination meetings for Civil Defense Directors within the Gulf Cooperation Council, representing the General Directorate of Civil Defense. Mr. Ahmad Khalid Al-Ghanim holds a Bachelor's degree in Engineering from Eastern Kentucky University (EKU) in the United States of America.

03

CORPORATE GOVERNANCE REPORT



CORPORATE GOVERNANCE REPORT

DEFINITIONS

- **Information**

Information, data, and documents related to the establishment of the company and its activities, and its reports and other information that the company must disclose and make it available to shareholders and enable them to access and obtain them according to the law and the provisions of this system and other legislations of the Authority.

- **The Authority**

Qatar Financial Markets Authority (QFMA).

- **Board's Charter**

The Charter prepared by the Board to define its tasks, responsibilities and the duties of its Chairman and members.

- **The Board**

The Board of Directors of the listed company or the one that manages the listed legal entity, as appropriate.

- **Board's Secretary**

The person appointed by the Board of Directors, in accordance with the requirements of the corporate governance system, and who is responsible for organizing and coordinating matters related to the Board and the company.

- **Chairman**

The chairman of the company's board of directors is responsible for managing the company in accordance with the law, its articles of association and foundation.

- **Governance**

The system by which the company is managed and controlled and defines the basis and principles of the distribution of rights and responsibilities among the various stakeholders of the company, such as board members, managers, shareholders and other stakeholders, and clarifies the basis and procedures for taking decisions related to the affairs of the company.

- **Governance Report**

It is an independent annual report that includes the company's disclosure of its commitment to apply the principles and provisions of the governance system, to be approved by the Chairman and to be submitted to the Authority along with the company's annual report.

- **Cumulative Voting**

It is a voting method for selecting members of the Board of Directors. Each shareholder is granted a voting power for the number of shares he owns, so that he has the right to vote for one nominee or divide it among those he chooses from the nominees without any repetition of these votes.

- **External Auditor**

The person authorized in accordance with the provisions of the law and registered in the Authority's external auditors list to review and audit the financial statements and data and express an opinion thereon, in accordance with the principles of the profession and international auditing standards or auditing standards related to the Islamic financial institution and obtain confirmation of whether the financial statements are free from material misstatements in addition to the liquidation.

CORPORATE GOVERNANCE REPORT

- **Independent Director**

He is a member of the Board of Directors who enjoys complete independence, except for the following examples and not limited to:

- To be the owner of at least (1%) of the company's shares or any of its subsidiaries.
- Representing a legal entity that owns at least (5%) of the company's shares or its subsidiaries.
- To be in the senior executive management of the company or any of its subsidiaries during the year preceding the elections of the Board.
- To have a relative of first degree with any member of the Board of Directors or the senior executive management of the company, or in any of its subsidiaries.
- To be a member of the board of directors of any subsidiary of the company nominating for a membership in its board of directors.
- To be an employee during the two years preceding the elections of the Board with any of the parties associated with the company or any of its subsidiaries, such as certified accountants and major suppliers, or to own control shares with any of these parties during the two years preceding the elections of the Board.
- Has direct or indirect transactions with the company or any of its subsidiaries during the two years preceding the elections of the Board.

- **Senior Executive Management**

Chief executive officer and other executives directly reporting to him, including the heads of the internal control.

- **Internal Control**

Financial auditing, performance evaluation, and risk management performed by one or more independent function of the company.

- **Major Deal**

Any connected deal or group of deals aimed at owning, selling, leasing, exchanging or disposing (except for the creation of guarantees) of the company's assets or assets that the company will acquire or that will change the basic nature of the company's business; or that its total value exceeds (10%) of the lowest value between the market value of the company or the net asset value of the company according to the latest published financial statements.

- **Market**

The main market in Qatar Stock Exchange.

- **Non-Executive Director**

He is a member of the Board of Directors who is not available to manage the company and does not receive a pay for it.

- **Related Party**

A person is considered a related to the company if he is a member of the board of directors of the company or any of its subsidiaries, or in the senior executive management of the company or any of its subsidiaries, or if he owns at least (5%) of the shares of the company or of its subsidiaries, or is a relative of any of the former Board members up to the second degree, and every legal person who is under control of a member of the company's board of directors or any of its subsidiaries or its senior executive management and their relatives up to the second degree, or who is involved in a project or company of any kind with the company or any company in its group.

- **Stakeholders**

Everyone who has an interest with the company based on a right or legal status such as shareholders, employees, creditors, customers, suppliers and others.

CORPORATE GOVERNANCE REPORT

MESSAGE OF THE CHAIRMAN OF THE BOARD

Dear Esteemed Shareholders,

May Allah's peace, mercy, and blessings be upon you,

It is my pleasure, on behalf of myself and my fellow members of the Board of Directors, to present to you the Annual Governance Report for Barwa Real Estate Company (Qatari Public Shareholding Company) for the year 2024. This report covers the governance practices adopted by the company, in accordance with the Corporate Governance System for Listed Companies and Entities in the Main Market, as issued by the Qatar Financial Markets Authority under Decision No. 5 of 2016, and other relevant international frameworks

Aligned with the company's vision and core values of leadership, commitment, credibility, teamwork, and integrity, Barwa Real Estate is committed to governance principles. We strive diligently to achieve the highest global standards and apply the best international governance practices.

Barwa Real Estate embraces the highest standards of disclosure and transparency within the framework of sound governance, tailored to the company's operations and activities in line with the surrounding developments. The company is committed to providing accurate, comprehensive, and up-to-date information to shareholders within a transparent framework.

In our commitment to meet the requirements of the competent authorities in the State of Qatar and our aspiration for continuous improvement in the company's operations and performance, we are keen to issue an annual governance report to be presented to the company's shareholders at the General Assembly meeting.

May Allah grant us success,

Abdullah Bin Hamad Al-Attiyah
Chairman of the Board of Directors

CORPORATE GOVERNANCE REPORT

1. PREFACE

Corporate governance is considered one of the most important pillars on which Barwa relies on to establish a culture of openness, transparency and clarity in its commercial and administrative dealings, in order to protect the rights of investors, the rights of other stakeholders, and minority shareholders to rectify its business and manage it in line with international best practices and approved regulatory frameworks.

Corporate governance laws are defined as the principles that regulate the relations between the main parties in the company (members of the board of directors, executive management, shareholders ...) to achieve one purpose of distributing rights and responsibilities among the various participants and other stakeholders.

Corporate governance is an integral part of the culture of Barwa Real Estate Company and its commercial practices. Corporate governance for Barwa Real Estate Company aims to establish and achieve the following objectives:

- **Transparency:** Clarity in the company's commercial and operational processes, avoiding ambiguity, confidentiality and misinformation, and making all matters achievable and assured.
- **Accountability:** It is the shareholders' right to hold the organizational management accountable for its performance. This is a right guaranteed by the law and the company's articles of association. It also ensures the responsibility of the executive management before the Board and the responsibility of the Board before the shareholders.
- **Equality:** It is the equality between small and big investors, both domestic and foreign. Barwa's articles of association guarantees this principle in terms of equal voting rights, accountability, nomination, and access to information.
- **Responsibility:** It is the responsibility of Barwa to recognize the rights of stakeholders granted by law and encourage communication and participation between the company and stakeholders.

2. BOARD OF DIRECTORS REPORT ON COMPLIANCE WITH QATAR FINANCIAL MARKETS AUTHORITY REGULATIONS, INCLUDING CORPORATE GOVERNANCE SYSTEM FOR COMPANIES LISTED ON THE MAIN MARKET

The Board of Directors has assessed the company's compliance with the relevant regulations of Qatar Financial Markets Authority (the Authority), including the Corporate Governance System for companies and legal entities listed on the main market (the System) issued by the Authority. Based on this assessment, the company confirms its compliance with the provisions of the System in all substantive aspects.

3. FRAMEWORK AND POLICIES

Barwa Real Estate Company is committed to applying the highest levels of corporate governance in its daily dealings, by achieving full compliance with the laws of corporate governance of companies listed in the market, which is regulated by QFMA.

The guiding framework for Barwa Real Estate Company's governance system is provided by the corporate governance system and legal entities listed in the main market and issued by the Resolution of the Board of Directors of QFMA No. 5 of 2016, which was published in the Official Gazette on May 15, 2017, in addition to the applicable laws and other regulations in the State of Qatar and the Qatar Stock Exchange.

The company is constantly working on updating its policies and procedures to reflect the updates of the laws by the regulatory authorities, whenever is needed. Implementation of this, the company is in the process of reviewing its governance policies and procedures to make any necessary changes in accordance with the procedures outlined in Article 3 of the governance system.

CORPORATE GOVERNANCE REPORT

3.1 NOMINATION POLICY

The Board of Directors is one of the most important elements that lay the foundation of corporate governance and draw its course towards success and progress. Therefore, it was necessary to establish a policy for the provisions that govern the membership of the Board in light of the company's articles of association and corporate governance rules issued by QFMA. This policy has facilitated access to all the provisions and controls that determine the criteria and procedures for the membership of the Board of Directors and facilitated practicing them. It has shown how the Board is formed, its membership term, the nomination conditions, and the membership qualities under which a board member can be specified, executive and nonexecutive, dependent and independent. The policy also clarified the mechanism of Board elections, cases in which membership ends and the procedures of filling vacant positions.

3.2 REMUNERATION POLICY

The Board of Directors of Barwa Real Estate Company adheres to the remuneration policy stipulated in Article (40) of the company's Articles of Association, as specified in the Commercial Companies Law, which, in its amendment issued in 2015 that has been amended in 2023 under Law No. (8) of 2021, determined that the remuneration of board members shall not exceed (5%) of the net profit after deducting reserves, legal deductions, and profit distributions. The board presents a proposal for board members' remuneration to the General Assembly for approval.

3.3 CONFLICT OF INTEREST POLICY

Barwa Real Estate Company has adopted strict policies governing the transactions of insiders and conflict of interest that may arise from involving persons involved in trade and civil society to work as managers, executives and employees in Barwa Company. Barwa Company has set these policies to reveal these matters and avoid losing its objectivity, and to maintain the independence of decision-makers in a way that serves the interests of shareholders, as the company and all its employees are obliged to periodically disclose any common interests or operations between them or with any other party that has a direct relationship with the company.

3.4 DISCLOSURE POLICY

Barwa Real Estate Company adheres to the disclosure requirements established by the authority by developing a policy that aims to formally disclose the qualitative and quantitative information that the stakeholders disclose, and sets internal control systems to oversee the disclosure process. The company seeks to achieve financial transparency through the disclosure of financial reports, material information and information related to members of the Board of Directors and the executive management and disclosure of information for major shareholders or controlling shareholders, in accordance with the regulatory reporting requirements. This policy helps the board, executive management, and related company management understand their roles and responsibilities in the disclosure process.

3.5 EXTERNAL AUDITOR POLICY

The external audit is an integral part of the integrity of Barwa's business. In view of the importance of the external audit work, the company has developed a policy that regulates all external auditor affairs in full accordance with the relevant requirements and rules of governance.

Barwa Real Estate Company, in accordance with the decision of the General Assembly held on March 5, 2024, appointed EY as the company's external auditor for the fiscal year ending on December 31, 2024 based on the recommendation of the Board of Directors and the technical and financial offers obtained in light of the requirements of the governance system issued by the Qatar Financial Markets Authority.

CORPORATE GOVERNANCE REPORT

EY is completely independent of the management of Barwa Real Estate Company and its Board of Directors and is registered in the auditors' register stipulated in Law No. (30) of 2004 regarding the regulation of the profession of auditing.

The total fee paid/payable to Ernst & Young for the year ended 31 December 2024 is QR 1,901 thousand for the audit services and non-audit services including other assurance services.

4. BOARD OF DIRECTORS

The Board of Directors is the authority that has all the powers necessary to carry out the company's business except for those that fall within the jurisdiction of the General Assembly in accordance with the law or the company's articles of association. The Board of Directors of Barwa is the main administrative entity. Among his roles and responsibilities, to support the administrative structure, maintain the strategic direction, ensure efficiency and effectiveness, enhance the general situation, maintain integrity and accountability, respond to the demands of shareholders, attend relevant regular important meetings and help in preserving the mission and vision of Barwa Company, discuss or agree on internal audit reports, appoint external auditors and present ideas that would enhance the performance of the company's operations, including its subsidiaries, and implement effective governance.

4.1 FORMATION OF THE BOARD OF DIRECTORS

According to the company's articles of association, the company is managed by a board of directors consisting of seven members, three of them are appointed by the shareholder that owns the preferred stock according to the current percentage of his ownership of the shares. It is not permissible to dismiss any of them except by a decision from the owner of the preferred share, and the remaining four members are elected by the ordinary general assembly by secret ballot. The owner of the preferred stock does not participate in the voting process. The Board of Directors shall, by secret ballot, elect a Chairman and Vice-Chairman for a term of (3) years.

The following table shows the members of the Board of Directors for the year 2024:

Board Member	Position	Status
H.E. Mr. Abdullah Bin Hamad Al-Attiyah	Chairman (Qatari Diar)	Non-Executive - Non-Independent
Mr. Faisal Abdulwahid Al-Hammadi	Vice Chairman (Qatari Diar)	Non-Executive - Non-Independent
Mr. Ahmed Mohamed Al-Tayeb	Member (Qatari Diar)	Executive - Non-Independent
H.E. Mr. Nasser Sultan Al-Hamidi	Member (Elected)	Non-Executive - Independent
Mr. Ahmed Khaled Al-Ghanem	Member (Elected)	Non-Executive - Independent
Dr. Abdulrahman Mohamed Al-Khoyarain	Member (Elected)	Non-Executive - Independent
Mr. Hamad Dashan Al-Qahtani	Member (Elected)	Non-Executive - Independent

4.2 ABOUT THE MEMBERS OF THE BOARD OF DIRECTORS

The company's board of directors includes members with distinguished experiences, skills and competencies in various sectors. Kindly refer to Annexure 1 for more details about the experience of the Board members.

CORPORATE GOVERNANCE REPORT

Below is a schedule showing the numbers of shares held by the Board members:

Board Member	Shares Reserved for Board Membership Guarantee	Shares Held in the Company as of 31/12/2023	Shares Held in the Company as of 31/12/2024
H.E. Mr. Abdullah Bin Hamad Al-Attayah (Qatari Diar)	0	16,010	16,010
Mr. Faisal Abdulwahid Al-Hammadi (Qatari Diar)	0	0	0
Mr. Ahmed Mohamed Al-Tayeb (Qatari Diar)	0	7,140	90
H.E. Mr. Nasser Sultan Al-Hamidi	0	4,557,466	1,453,804
Mr. Ahmed Khaled Al-Ghanem	0	0	0
Dr. Abdulrahman Mohamed Al-Khoyarain	0	0	0
Mr. Hamad Dashan Al-Qahtani	0	0	0

4.3 DUTIES OF THE CHAIRMAN OF THE BOARD OF THE DIRECTORS

Among the responsibilities of the Chairman is to lead the company to achieve its strategic goals and the appropriate return for the shareholders. He also takes the lead of the Board and oversees its role in full and adopts the agendas of the Board's meetings, in addition to discussing with the Board's members the recommendations, improvements, strategic initiatives, estimated budgets and available investment opportunities and ensuring that the Board performs the tasks entrusted to it. In addition to periodically discussing the general affairs of the company with the members of the Board and ensuring the existence of a mechanism to evaluate the performance of the members, as well as to communicating with the shareholders. The Chairman may assign some of his duties to the members, committees, managing director or CEO, as he deems appropriate. He also coordinates with the CEO regarding financial and human resources to achieve the desired goals and periodically monitors the company's overall performance through the CEO.

4.4 DUTIES OF THE BOARD MEMBERS

Non-executive board members give independent proposals on strategic issues and develop related proposals, they also study management performance in achieving the agreed goals, monitor the company's performance in achieving its agreed goals and objectives, oversee the development of procedures of corporate governance, and ensure that priority is given to the interest of the company and the shareholders in the event of any conflict of interests. Non-executive board members also review the integrity of information, controls and financial systems, and ensure the strength and integrity of these controls, and providing their diverse skills and expertise to the Board or its various committees through their active participation in Board meetings and public assemblies, and understand shareholder's opinions in a balanced and fair manner.

4.5 RESPONSIBILITIES AND COMMITMENTS OF THE BOARD MEMBERS:

The Board of Directors must perform its functions and tasks and assume responsibilities according to the following:

1. The Board must perform its tasks with responsibility, good faith, seriousness and concern, and its decisions should be based on adequate information from the executive management, or from any other reliable source.
2. The Board member represents all shareholders, and has to abide by what is in the interest of the company, not the interest of the company he represents or whomever voted for him to appoint him in the Board.

CORPORATE GOVERNANCE REPORT

3. The Board must specify the authorities given to the executive management, decision-making procedures and the duration of the delegation, as well as determine the matters in which it is authorized for them to decide upon, and the executive management shall submit periodic reports on its exercise of the delegated authorities.
4. The Board should ensure that procedures are in place to familiarize the new Board members with the company's work, especially the financial and legal aspects, as well as train them if necessary.
5. The Board must ensure that the company provides adequate information about its business to all members of the Board in general and to non-executive board members in particular in order to enable them to carry out their duties and tasks efficiently.
6. The Board is not permitted to obtain loan contracts of a maturity exceeding three years, or sell or mortgage the company's real estate, or to absolve the company's debtors of their obligations unless it is authorized to do so in the company's system and under the conditions set out in it, and if the company's system includes provisions in this regard, then the Board may not perform the mentioned actions without getting permission from the General Assembly, unless such actions are included in the company's business.
7. Regular attendance at Board meetings and committees, and not withdrawing from the Board except for necessity and at an appropriate time.
8. Boosting the interest of the company, partners, shareholders and other stakeholders, and giving it priority over the personal interest.
9. Express an opinion on the strategic issues of the company, its policy in implementing its projects, the accountability systems of its employees, its resources, basic appointments, and their applicable standards.
10. Monitor the company's performance in achieving its goals and objectives, and review reports on its performance, including annual, semi-annual and quarterly reports.
11. Supervise the development of the governance procedures, and work on implementing them in an optimal manner in accordance with this system.
12. Exploiting their various skills and experiences by diversifying their competencies and qualifications in managing the company in an effective and productive way, and working to achieve the interest of the company, partners, shareholders and other stakeholders.
13. Effective participation in the general assembly of the company, and achieving the demands of its members in a balanced and fair manner.
14. Not to make any declarations, statements or information without prior written permission of the Chairman or his delegate, and the Board shall designate the company's spokesperson.
15. Disclosure of financial and commercial relations, and judicial cases that may negatively affect the performance of the tasks and functions assigned to them.

4.6 BOARD'S CODE OF CONDUCT

Barwa's Board is committed to the highest levels of commercial integrity and conduct and to "code of ethics and professional conduct", and to the job description details stipulated in Barwa's Corporate Governance Manual and Policies. The Board is the representative of the interests of the shareholders in the company, as all members must apply the company's values, and practice all their dealings with honesty and integrity. The Board members also act in good faith and in the interest of Barwa and the shareholders, in addition to promoting a culture of moral behavior.

CORPORATE GOVERNANCE REPORT

4.7 BOARD'S CHARTER

The company has developed a "Board Charter" to assist its Board of Directors in exercising its powers and performing its duties. The charter outlines the purpose of the board, its composition, roles, responsibilities, meeting procedures, quorum, and decisions. It has been published on the company's website to serve as a general reference for stakeholders.

4.8 SEPARATION OF TASKS

The company pursues the principle of separation between the position of Chairman of the Board and any executive position the company, where His Excellency Abdullah Bin Hamad Al-Attiyah occupies the position of Chairman of the Board of Directors, while Mr. Ahmed Mohamed Al-Tayeb occupies the position of the CEO of Barwa Real Estate Company.

4.9 PROHIBITION OF COMBINING POSITIONS

It is prohibited for anyone, whether in person or in capacity, neither to be a Board Chairman or a Vice chairman for more than two companies having their headquarters located in the State, nor to be a Board member for more than three companies whose headquarters located in the State, nor to be a Managing Director in more than one Company having their headquarter located in the State, nor to combine two memberships of two companies exercising a homogenous activity.

Further, it is also prohibited to combine the position of the Board Chairman with any other executive position in the Company. The Chairman shall not to be a member of any of the Board committees.

The Chairman and the members of the Board must submit an annual acknowledgment that no one of them shall combine the prohibited positions according to the Law. The Secretary shall keep such acknowledgment in the file prepared for this purpose.

The memberships of the members of the Board of Directors in other listed companies are listed below:

Board Member	Membership in Other Joint-Stock Companies
His Excellency Mr. Abdullah bin Hamad Al-Attiyah (representing Qatari Diar)	United Development Company
Mr. Faisal Abdulwahid Al-Hamadi (representing Qatari Diar)	Widam and Woqod
Mr. Ahmed Mohamed Tayeb (representing Qatari Diar)	-
His Excellency Mr. Nasser Sultan Al-Hamidi	Qatar Cement Company, Qatari Fuel, Bima
Mr. Ahmed Khaled Al-Ghanem	-
Dr. Abdulrahman Mohamed Al-Khayerin	Masraf Al Rayan
Mr. Hamad Dashen Al-Qahtani	-

4.10 BOARD MEETINGS

Board meetings are held regularly in accordance with the requirements of the Commercial Companies Law No. (11) of 2015, whose certain provisions were subsequently amended by Law No. 8 of 2021", the company's articles of association, the corporate governance system and legal entities listed in the main market issued by the Qatar Financial Markets Authority (QFMA).

The Secretary of the Board of Directors shall record in the minutes of the meetings of the Board and its committees the names of the attending members and ensure meeting the required quorum of the meetings. All members of the Board of Directors attended the Board Meetings as required and according to the Governance Code.

CORPORATE GOVERNANCE REPORT

The Board Secretary keeps the minutes of the Board's meetings and distributes agendas of the meetings. The Board of Directors of Barwa Real Estate Company held (9) meetings during 2024, during which the topics, strategies and projects of the company were discussed.

4.11 EVALUATION OF BOARD MEMBERS' PERFORMANCE

The Remuneration and Nominations Committee undertakes the evaluation process on an annual basis in accordance with the methodology adopted by the Board of Directors in the company's governance system during the year by providing an appropriate system to monitor the performance of the Board and to ensure that Board members are fully fulfilling their role and responsibilities.

All members of the Board of Directors carried out a self-assessment that determines the extent of their satisfaction with their performance as a member of the Board of Directors, and the evaluation results were satisfactory.

4.12 BOARD REMUNERATION

The value of the Board's remuneration for the fiscal period ending on 31 December 2024 amounted to 12,000 thousand Qatari riyals.

The members received allowances for attending committee meetings for the year ending on December 31, 2024, with an amount of 1,920 thousand Qatari riyals.

4.13 BOARD SECRETARY

A secretary has been appointed to the company's Board with university qualifications and relevant work experience. The terms of reference and job description govern the functions of the Board's secretary in the corporate governance system. He is responsible for preparing agenda items for Board meetings, drafting the minutes of meeting, and coordinating between Board members, and between the Board and other stakeholders, including shareholders, management and employees, in addition to archiving, organizing and maintaining records of Board meeting minutes, documents and reports related to the work of the Board and its committees and related correspondence, in addition to ensuring communication and flow of information between the Board, the executive management and shareholders.

5. BOARD COMMITTEES

The Company's Board of Directors has a flexible administrative model to facilitate the conduct of its works. The pillars of this model are based on the formation of three committees from the Board of Directors (Executive Committee - Nomination and Remuneration Committee - Audit Committee). Each committee plays a fundamental role in helping the Board to carry out the tasks and duties assigned to it in managing the company effectively.

Board committees adhere to their detailed terms of reference, and report regularly to the Board on their actions and deliberations. The Board approves the formation of these committees and their terms of reference. In this regard, the Board is committed to implementing the provisions of the governance system.

Below are the Board committees, tasks and members of each committee during 2024:

5.1 AUDIT COMMITTEE

The Audit Committee of Barwa Real Estate Company consists of three members chaired by an independent member with financial experience in the audit field. The Audit Committee monitors financial and accounting policies and financial and internal controls on a regular basis. The Internal Audit Department reports directly to the Audit Committee to ensure the independence of these internal controls. The Committee also recommends the external auditors to the Board for approval at the annual general assembly and manages them.

CORPORATE GOVERNANCE REPORT

The Audit Committee held (8) meetings during the year 2024.

Members of the Audit Committee for the year 2024:

His Excellency Mr. Nasser Sultan Al-Hamidi	Chairman	Non-Executive - Independent
Mr. Hamad Dashen Al-Qahtani	Member	Non-Executive - Independent
Mr. Ahmed Khaled Al-Ghanem	Member	Non-Executive - Independent

The committee accomplished several important tasks in 2024, including:

1. Discussion of the auditor's reports on the financial statements for the year 2023 and recommendation to the board.
2. Review of the quarterly and final semi-annual financial results for the fiscal year 2024 and recommendation to the board.
3. Proposal to the board regarding the appointment of auditors for the fiscal year 2024 and their estimated fees.
4. Proposal to the board regarding the appointment of a Sharia supervisory board for the fiscal year 2024 and their estimated fees.
5. Development of an internal audit plan for the year 2025.
6. Monitoring the implementation of the audit plan and making recommendations to the board.
7. Approving the internal audit department's budget for 2025.
8. Reviewing reports from the Risk Management Department

Based on the annual evaluation, the board is satisfied with the committee's performance in executing its responsibilities, authorities, and recommendations during the year ended December 31, 2024.

5.2 NOMINATIONS AND REMUNERATION COMMITTEE:

Remuneration and Nomination Committee of Barwa Real Estate Company consists of three members, responsible for developing transparent procedures for the nomination and appointment of Board members, determining their responsibilities and ensuring the availability of appropriate skills and their adherence to deadlines.

The committee also undertakes the task of supervising the evaluation of the Board and the administration, supervising the corporate governance affairs of the Board, including drafting and recommending governance principles and policies, and defining the remuneration policy in the company, including the remuneration of the Chairman, and all members of the Board and senior executive management.

The Nominations and Remuneration Committee held (2) meetings during the year 2024.

Members of the Nomination and Remuneration Committee for the year 2024:

Mr. Ahmed Khaled Al-Ghanem	Chairman	Non-Executive - Independent
Mr. Faisal Abdulwahid Al-Hamadi	Member	Non-Executive - Non-Independent
Mr. Hamad Dashen Al-Qahtani	Member	Non-Executive - Independent

The committee accomplished several important tasks in 2024, including:

1. Proposal to the board for the annual compensation of board members and the compensation of board committee members.
2. Proposal to the Board the executive management remuneration.
3. Reviewing and comparing the executive management KPIs for 2023.
4. Discussion of the performance evaluation of board members and their committees.

CORPORATE GOVERNANCE REPORT

Based on the annual evaluation, the Board of Directors is satisfied with the committee's performance in fulfilling its responsibilities and authority and with the recommendations made during the year ending December 31, 2024..

5.3 EXECUTIVE COMMITTEE

The Executive Committee of Barwa Real Estate Company consists of four members who were appointed by the Board to perform the role of the Board's advisory body, review the business strategy, the annual budget, and the capital structure of Barwa and provide recommendations to the entire Board.

The Executive Committee held five (5) meetings in 2024.

Members of the Executive Committee for 2024:

H.E. Mr. Abdullah bin Hamad Al-Attiyah	Chairman	Non-Executive – Non-Independent
Mr. Faisal Abdulwahid Al-Hammadi	Member	Non-Executive – Non-Independent
Mr. Ahmed Mohammed Al-Tayeb	Member	Executive – Non-Independent
Dr. Abdulrahman Mohammed Al-Khiyarain	Member	Non-Executive – Independent

The committee's major achievements for the year 2024 are the following:

1. Discuss the estimated budget for 2025 and submit the recommendation to the Board of Directors.
2. Discuss the performance indicators for the year 2024 and submit the recommendation to the Board of Directors.
3. Study a set of financing and refinancing offers for the company and submit the recommendation to the Board of Directors.
4. Review the feasibility studies of a group of projects and submit the recommendation to the Board of Directors.
5. Follow up on the implementation of the company's projects.
6. Review the company's cash position

Based on the annual evaluation, the Board of Directors is satisfied with the committee's performance in executing its responsibilities, exercising its authority, and providing recommendations during the fiscal year ending December 31, 2024.

6. EXECUTIVE MANAGEMENT

The primary responsibilities of the Group Chief Executive Officer are as follows:

1. Implementing the management framework established by the Board.
2. Assume full responsibility before the board for all operational aspects of Barwa and its performance.
3. Ensure the existence of an effective executive team.
4. Ensure the presence of a suitable Operational planning system, Risk Management and Internal Control.
5. Monitor operations and financial results closely according to the plans and budget.
6. Supervising Barwa's key initiatives.
7. Ensuring compliance with the regulatory requirements

Executive Management Responsibilities:

The senior Executive Management team assumes the responsibilities assigned by the Group Chief Executive Officer.

The senior Executive Management is empowered to perform all necessary actions and procedures, subject to the limitations specified in the policies and the Delegation of Authority, in order to achieve its objectives.

CORPORATE GOVERNANCE REPORT

Eng. Ahmed Mohammed Al-Tayeb:

Eng. Ahmed Mohammed Al-Tayeb currently serves as the Group CEO of Barwa Real Estate Company. He has over 20 years of experience in capital project management, business investments of all kinds, company formation, and financial affairs.

Eng. Ahmed began his career by working for seven years in the Special Forces' Communications and Operations Department at the Ministry of Interior. He then joined RasGas, where he worked for six years on various projects. Later, he worked at the Amiri Diwan's Strategic Projects Department for two years, followed by two years at the Supreme Committee for Delivery & Legacy in the Project Management Office. He also held the position of Head of the Investment Sector at Qatari Diar, managing a \$35 billion portfolio across 20 countries with over 50 investment projects. He is a chairman and board member of several companies inside and outside Qatar.

Eng. Ahmed holds a Master's degree in Electrical Engineering from the University of Colorado Denver, USA.

Mr. Tamer El-Sayed

Mr. Tamer El-Sayed has been serving as the Group Chief Financial Officer (CFO) since May 2014. He joined Barwa Real Estate Group in 2008 and is currently a board member in several subsidiaries.

Mr. Tamer holds a Bachelor's degree in Commerce (Accounting) from Cairo University and has earned several global professional certifications, including: Certified Public Accountant (CPA), Certified Management Accountant (CMA), and he is currently preparing for the CFA Level III exam.

With over 24 years of professional experience, Mr. Tamer has worked across various fields, including external auditing and financial management, in several global institutions and companies.

Mr. Youssef Ahmed Al-Binali

Mr. Youssef Al-Binali has been serving as Chief of Corporate Operations at the company since April 2017. Over the course of his career, which began in 1995, he has held various positions in several companies and institutions, including Qatar Petroleum, the Ministry of Education, and the Qatar Charity Authority. He is also a member of the Executive Management Committees.

Mr. Youssef Al-Binali graduated from Qatar University in 1999 with a Technological Diploma in Office Management.

Ms. Dana Abdulaziz Al-Ansari

Ms. Dana Al-Ansari has been the Group Director of Legal Affairs & Compliance since January 2018. Prior to that, she served as Director of Litigation & Corporate Affairs at Barwa and as a Senior Legal Advisor. She has held various positions within the group since 2006.

In addition, she is a board member of several Barwa subsidiaries and affiliated companies and serves on various administrative committees within the company.

Ms. Dana Al-Ansari holds a Bachelor's degree in Law from Qatar University, an Executive Master's degree in Law from Northwestern University, USA, and a Diploma in Business Administration from IE Business School.

She has extensive experience in legal fields, including investment, commercial, construction, contract, corporate, and labor laws, as well as in regulatory areas, such as compliance, governance, and internal controls.

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Mr. Mohammed Ibrahim Al-Emadi

Mr. Mohammed Al-Emadi has been the Head of Asset Management at Barwa Real Estate Group since July 2020. Throughout his career, he has held several positions, starting as a maintenance engineer and later serving as Director of Maintenance at Qatar Steel from 1995 to 2008.

He also worked as Head of Real Estate Asset Management at the Qatar Real Estate Investment Company from 2008 to 2018, before taking on the role of Project Sector Director at Waseef Asset Management Company from 2018 to July 2020.

Mr. Mohammed Al-Emadi holds a Bachelor's degree in Industrial & Systems Engineering from the University of Southern California (USC), USA (1995).

Mr. Ahmed Ibrahim Al-Darwish

Eng. Ahmed Al-Darwish is currently the Head of Real Estate Development at Barwa Real Estate Group. He has extensive experience in his field, having worked at RasGas for nearly 19 years, where he advanced through various positions, including Head of Human Resources and Head of the Administrative Sector. He later joined Q-Chem as Head of the Administrative Sector.

Eng. Ahmed Al-Darwish holds a Bachelor's degree in Civil Engineering from Qatar University, a Master's in Business Administration (MBA) from Hull University, UK, and a Master's in Project Management from George Washington University, USA..

Shares Owned by Executive Management Members:

1. Mr. Youssef Ahmed Al-Binali – Chief of Corporate Operations, owns 5,410 shares.
2. Mr. Hassan Juma Al-Mohannadi – Head of Internal Audit Affairs, owns 12,140 shares.
3. Eng. Ahmed Ibrahim Al-Darwish – Head of Real Estate Development, owns 2,110 shares

Executive Management Compensation for 2024:

The total remuneration and compensation of the executive for the financial year ending December 31, 2024, amounted to 21,724 thousand Qatari riyals.

Achievements of Executive Management in 2024:

1. Strengthening the Group's operating revenues to contribute to sustainable revenue growth.
2. Improving occupancy rates in Barwa Group's latest projects, Madinatna and the Argentine Neighborhood, despite the real estate market experiencing a decline in demand and an increase in supply.
3. Signing an exclusive agreement to provide cooling services for the Mesaimer City and Commercial Street projects for 20 years.
4. The Group is near the completion of Phase Three of the Madinat Mawater project, which spans 340,000 square meters. Due to high investor demand and strong interest in renting showrooms, leasing for this phase was initiated using a public lottery system, with 54 showrooms offered for rent. Several new agreements have been signed with key players in the automotive services sector. Additionally, we proudly announce a new development agreement with Woqod for vehicle inspection services (Fahes).
5. Enhancing returns on the Group's assets by handling underperforming or non-income-generating assets through the sale of properties such as Ras Qirtas land, Imperial Tower Hotel in Marrakech, and North Row building in the United Kingdom.

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6. Launching the “Barwa Hills” residential project in Jabal Thuaileb, Lusail City. The land spans 129,577 square meters and boasts a strategic location near key landmarks such as Lusail Stadium, Lusail Boulevard, and Lusail Waterfront.
7. The Group remains committed to strengthening governance systems and institutional performance by continuously updating policies and procedures related to operations, risk management, regulatory compliance, business continuity, and other regulations that support the Group’s operations. In recognition of these efforts, the Group successfully renewed its certification for three international accreditations for compliance with ISO standards in management, environment, and occupational health and safety.

Based on the annual evaluation, the Board of Directors is satisfied with the Executive Management’s performance in executing its responsibilities and recommendations for the fiscal year ending December 31, 2024.

7. INTERNAL CONTROL OVER FINANCIAL REPORTING

The Board is fully responsible for the company’s internal control system, and the purpose of this system is to establish trustworthy standards and regulations that contain the means of internal control and these controls are to ensure the accuracy and credibility of Barwa’s accounts and records, the integrity of transaction licenses and the protection of group assets. The purpose of the internal control system is to disclose any risks that threaten Barwa’s position or to comply with the regulations in order to set the record straight.

It is worth noting that the company evaluated the Internal Control over financial reporting at the end of the fiscal year 2024, and the results of the evaluation were disclosed in the company’s annual report and external auditor’s report.

8. RISK MANAGEMENT

Barwa monitors through the Risk Management department regulatory risk issues and that the related activities are carried out in a safe manner and in accordance with the regulations. The audit committee monitors financial and accounting policies, financial controls, internal controls and Barwa’s risk management system on a regular basis. It is the responsibility of management to regularly identify, assess, monitor and manage risks across the company. This system includes the internal procedures applied in the company. The company also has tight controls and inherent systems that govern the new deals and relationships with related parties.

In this context, the company will apply the risk management policy across the entire company. The main aspects of this policy are that the company’s Board, with the support of the Audit Committee and the Internal Audit Department, reviews quarterly all the risks, that the company and its subsidiaries, may face. The responsibility for determining the risks that any of these companies may face rests with their Executive Management and their employees, while the company’s risk management undertakes review and compilation of the identified risk assessments and ways of re-mediation. The Internal Audit Department independently reviews the risk management reports on a quarterly basis, and submits observations on the integrity of these reports to the Audit Committee and Risk Department. The competent department shall collect the risks and the procedures to be followed to mitigate the effects of the risks, and submit them quarterly to the Audit Committee.

9. COMPLIANCE MANAGEMENT

The primary responsibility of Compliance Management within the Group is to assist the Board of Directors and the Executive Management in efficiently complying with laws to protect the Group from any potential financial losses due to non-compliance with laws. Compliance risks include legal/regulatory risks in addition to material losses and reputational risks. Compliance Management also assists both the Board of Directors and the Executive Management of the Group in improving internal control procedures to mitigate compliance risks, anti-money laundering risks, and terrorism financing risks. Additionally, it acts as a liaison between the Group and regulatory authorities, keeping management informed of any updates in laws and regulations.

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10. INTERNAL AUDIT AND ITS ACTIVITIES

The Internal Audit Department performs its work according to the standards of an effective internal control system and within the framework of transparency, credibility, objectively and independently, with the aim of adding value to the company and improving its operations. This activity carried out by the Internal Audit Department assists in achieving the company's goals through adopting a systematic and structured method to evaluate and improve the effectiveness of risk management, control and governance. The Internal Audit Department also reports to the Audit Committee periodically in accordance with the requirements of the relevant governance rules.

The Internal Audit Department's major achievements for the year 2024 are the following:

1. Developing and implementing a risk-based internal audit plan while ensuring compliance with laws, regulations, and company policies.
2. Reviewing and assessing operational processes, risk management, and internal control through the execution of Barwa's internal audit plan and its key subsidiaries.
3. Issuing periodic reports to the Audit Committee and following up on the implementation of previous recommendations.
4. Conducting special reviews based on issues raised by the Audit Committee or Board of Directors and reporting findings accordingly.
5. Ensuring compliance with the Internal Audit Charter based on international auditing standards by reviewing financial regulations, providing recommendations for updates, and monitoring their implementation.

The Internal Audit department is headed by Mr. Hassan Juma al-Mohannadi:

Eng. Hassan Juma Al-Mohannadi currently serves as the Group Chief Internal Audit Officer. He has over 23 years of successful experience in financial and strategic matters, as well as operations leadership. Throughout his career, he has held various positions in both the public and private sectors, including Assistant Undersecretary for Environmental Affairs at the Ministry of Municipality and Environment, Advisor at the Office of the Minister of Municipality and Environment and the Minister of Sports and Culture, as well as Director of Operations and the Electrical Control Center at the General Electricity and Water Corporation (KAHRAMAA). He also previously served as the Chief Operating Officer at Waseef, a subsidiary of Barwa Real Estate, and as Chief Executive Officer at Imdad Holding.

He holds a university degree from Qatar University and a master's degree from the University of Bradford in the United Kingdom. Additionally, he has obtained numerous professional certifications and qualifications in various fields.

11. EXTERNAL AUDIT

Barwa Real Estate Company appointed "EY" as External Auditor for Barwa to provide semi-annual auditing and year-end audit services. This appointment comes after the approval of the General Assembly at its meeting on March 5, 2024 to appoint the external auditor and determine its compensations, as it is one of the firms registered in the auditors register stipulated in Law No. (30) of 2004 regulating the profession of auditing, and it has practiced the profession for at least ten continuous years, and it is independent of the company and its Board of Director. In addition to Articles (65-66) of the amended Articles of Association of the company that govern the work and missions of the auditor, the company's internal governance manual includes the roles and responsibilities assigned to the external auditor and the appointment and termination policy in addition to the role of the Audit Committee in overseeing the work of the external auditor.

CORPORATE GOVERNANCE REPORT

12. INSIDER TRADING AND RELATED PARTIES

The company follows tight controls and inherent systems that control its entry in the new deals and relationships with related parties, and the company's policy prohibits the Chairman, board members and executives from entering into any sales or purchase deals for the company's shares during the specified period from the Qatar Stock Exchange until the public announcement of the financial statements and none of the related parties had any deals within the ban period during 2024.

In light of the disclosure requirements set out in the Corporate Governance Law approved by the Qatar Financial Markets Authority (QFMA), the company has strengthened its policies for related parties, especially its current annual disclosure by members of the Board and senior management regarding their interests, their contribution, the company's stock trading, and other boards of directors, significant deals with the company, employment and contribution of relatives, qualifications, experience and other interests.

The company has also formulated clear guidelines for insider trading in accordance with the Corporate Governance Manual and policies to prevent board members and employees from dealing in the company's shares that may be subject to insider trading, and to disclose relevant information when it is available.

Information about transactions with related parties can be obtained by checking the notes to the audited and consolidated financial statements for the financial year ended December 31, 2024.

13. SHAREHOLDERS' RIGHTS AND INFORMATION ACCESSIBILITY

The company guarantees that all shareholders have the right to see all relevant information and disclosures by publishing them on the website in addition to the annual reports. All information related to members of the board of directors and their qualifications, shares they own in the company, their superiors or their membership in boards of other companies, as well as information related to company's executives. All stakeholders can obtain all relevant information in a manner that does not harm the interest of the company.

The shareholder or shareholders who own less than 10% of the company's capital are entitled, for serious reasons, to request the general assembly to convene, while the shareholders who represent at least 25% of the capital are entitled to request the extraordinary general assembly to convene. Profits are also distributed in accordance with the recommendation of the Board of Directors and the decision of the general assembly of the company.

Shareholders have the right to object to any decision they see as being issued for the benefit of a certain group of shareholders or that harms them, or that brings special benefit to Board of Directors or others, without regard to the company's interests, and to document their objections in the meeting minutes. They also have the right to revoke any decisions they object to, in accordance with the provisions of the law in this regard.

The ordinary general assembly determines the remunerations for the members of the board of directors, provided that the percentage of such remunerations does not exceed (5%) of the net profit after deducting reserves and legal deductions, and distributing a profit not less than (5%) of the paid-up capital of the company to the shareholders in accordance with Article (40) of the company's Articles of Association.

According to the provisions of Article (18) of the company's articles of association, which stipulates that "every share entitles its owner to a share equal to the others without discrimination, whether with regard to the ownership of the company's assets or in the profits that are divided according to the manner shown below", the profits are distributed to the shareholders. According to the provisions of Article (51) of the company's articles of association, every shareholder has the right to attend the General Assembly, either on his behalf or through proxy.

14. SHAREHOLDER'S REGISTER

Taking into consideration the provisions of the company's articles of association, Article (159) of the Commercial Companies Law No. (11) of 2015, Article (30) of the Corporate Governance law and legal entities listed in the main market issued by the Qatar Financial Markets Authority, and based on the direction of the Qatar Stock Exchange, the company keeps correct, accurate and up-to-date records of the company's shareholders, as the company requests a monthly shareholder register from Qatar Central Securities Depository Company. Any shareholder or any related parties can view the shareholders' register and obtain all relevant information.

CORPORATE GOVERNANCE REPORT

Below is a statement of the number of shares held by major shareholders.

The following is information showing the shares of the major shareholders of the company:

Shareholder's Name	Country	Number of Shares	%
Qatari Diar Company	Qatari	1,751,060,870	45%

15. LEGAL DISPUTES, VIOLATIONS, AND NON-COMPLIANCE

The Corporate Governance Manual approved by the company contains a clear policy related to reporting violations, as well as detailed procedures on how to implement this policy in the company. The company did not commit any violations during 2024.

It should be noted that there are judicial disputes in the courts, with a total number of 7 cases in which the degrees of litigation range from primary to appeal.

16. CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility (CSR) focuses on ethical, social and environmental matters. Thus, Barwa is committed to ethical and legal standards in terms of exercising its activities and contributing to achieving economic development and working to improve the quality of living conditions for Company's employees and their families, as well as the local community and society as a whole, while meeting the demands of stakeholders and the environment in which it operates

Barwa believes that CSR is not just about charitable work, but also includes investing in society. It also includes the management of the institution and all its employees. Therefore, the Company is keen to invest in the local community in Qatar as well as in the communities in which it operates. The amount paid for all CSR activities amounted to 30,731 thousand Qatari Riyals during 2024.

The major CSR achievements in 2024 are as follows:

1. Collaborating with the Civil Defense Department at the Ministry of Interior to ensure the highest levels of security and safety across all Barwa projects.
2. Providing affordable, high-quality housing solutions through Barwa residential projects.
3. Organizing blood donation campaigns in collaboration with Hamad Medical Corporation.
4. Donating QAR 100,000 to the Qatar Red Crescent for the "Their Warmth is Our Duty" campaign.
5. Partnering with Qatar Charity to install electronic donation devices across Barwa Real Estate facilities.
6. Supporting Qatari expertise by collaborating with national companies in the construction and real estate development sectors.
7. Strengthening cooperation with Qatar University for knowledge exchange and research.
8. Sponsoring the 2nd Qatar Real Estate Forum.
9. Participating in Cityscape Qatar 2024 to promote Barwa Real Estate projects.
10. Partnering with Doha University of Science and Technology to sponsor the International Conference on Innovation and Technological Advancement for Sustainability.
11. Organizing sports events for workers in collaboration with the Ras Laffan Social Outreach Program at Al Khor Sports Facilities.
12. Conducting mental health awareness activities for workers in cooperation with the Ras Laffan Social Outreach Program at Al Khor Sports Facilities.

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13. Organizing sports events for Barwa Real Estate and Waseef employees at the “Madinatna “ project.
14. Launching tree-planting initiatives across Barwa projects to preserve the environment.
15. Collaborating with Al Rayyan Municipality and the Primary Health Care Corporation to host events for the elderly at Umm Al Seneem Park on the International Day of Older Persons.
16. Partnering with Vodafone Qatar.
17. Collaborating with Al Maha Insurance and Qatar Airways.
18. Organizing sports tournaments in partnership with Waseef and Qatar Project Management for employees during Ramadan (Paddle Tournament) at the Madinatna project facilities.
19. Allocating a portion of Barwa Real Estate projects to the Ministry of Social Affairs and Dreama to provide housing for those in need.

ANNEX (1)

CURRICULUM VITAE OF THE BOARD MEMBERS

HIS EXCELLENCY MR. ABDULLAH BIN HAMAD AL-ATTIYAH

CHAIRMAN OF THE BOARD

His Excellency Mr. Abdullah bin Hamad Al-Attiyah was appointed Minister of Municipal Affairs on January 8, 2024. He possesses extensive professional experience in various sectors in the country. He began his career with Qatar Petroleum as an operations engineer until 2011, before moving to RasGas Company Limited as the Senior Project Engineer. In 2012, he was promoted to Director of Planning and Development.

In 2014, His Excellency Al-Attiyah took on a new role as Acting Executive Director of the Program Management Office at the Supreme Committee for Delivery & Legacy, before advancing to the position of Director of the Technical Office at the Public Works Authority (Ashghal) in 2015. He continued his career in prominent roles, eventually becoming Assistant President of Ashghal until 2018. During the same period, he was appointed Deputy Chairman of Qatar Primary Materials Company, later assuming the role of Acting CEO until May 2018. Notably, in January 2017, he was appointed to the Board of Directors of Qatari Diar Real Estate Investment Company, where he became CEO in July 2018.

His Excellency Mr. Abdullah bin Hamad Al-Attiyah holds a Master's degree in Chemical Engineering from the University of Nottingham, United Kingdom, and a Bachelor's degree in Mechanical Engineering from Cardiff University, United Kingdom.

MR. FAISAL ABDULWAHID AL-HAMMADI

VICE CHAIRMAN OF THE BOARD

Mr. Faisal bin Abdulwahid Al-Hamadi currently serves as the Head of Qatar Investments at the Qatar Investment Authority (QIA), overseeing the management of the authority's listed and unlisted investments across various sectors within Qatar. Since joining QIA in 2006, he has held several positions, including Head of Asset Management from 2008 to 2014. In addition to his role at QIA, Mr. Al-Hamadi has served as an Advisor to the Supreme Council for Economic Affairs and Investment and as the Head of Pension Fund Investments at the General Retirement and Social Insurance Authority.

He is also a member of several boards of directors. He serves as Chairman of the Board of Hassad Food Company, a Board Member of Qatar Fuel Company, a Board Member of Qatar Gas Transport Company (Nakilat), and a Board Member of the General Retirement and Social Insurance Authority. Furthermore, he has held positions as Vice Chairman of the Board and Chairman of the Investment Committee at Qatar Electricity and Water Company (KAHRAMAA) and has been a Board Member of Masraf Al Rayan and Songbird Estates in the United Kingdom.

Mr. Al-Hamadi holds a Master's degree in Finance from the American University, USA, and a Bachelor's degree in Business Administration from Qatar University. He also earned the Chartered Financial Analyst (CFA) certification in 2006.

MR. AHMED MOHAMMED AL-TAYEB

BOARD MEMBER

Engineer Ahmed bin Mohammed Al-Tayeb currently serves as the Chief Executive Officer of Barwa Real Estate Group. He has over 20 years of experience in managing capital projects, commercial investments of all kinds, company establishment, and financial affairs.

Mr. Al-Tayeb began his professional career by working for seven years in the Communications and Operations Department of the Special Forces at the Ministry of Interior. He then joined RasGas, where he spent six years working on various projects. After that, he served in the Amiri Diwan in the Strategic Projects Department for two years. He later worked for two years in the Project Management Office of the Supreme Committee for Delivery & Legacy. Subsequently, Mr. Al-Tayeb became the Head of the Investment Sector at Qatari Diar, managing a portfolio valued at \$35 billion across 20 countries worldwide, comprising more than 50 investment projects. He also serves as Chairman and Board Member of several companies both within Qatar and internationally.

He holds a Master's degree in Electrical Engineering from the University of Colorado Denver, USA.

H.E. MR. NASSER BIN SULTAN NASSER AL-HUMAIDI**BOARD MEMBER**

His Excellency Mr. Nasser bin Sultan Al-Humaidi holds membership in several boards of directors of Qatari public shareholding companies. He has been a Board Member of Qatar Fuel Company since 2008 and also serves as a Board Member of Qatar National Cement Company. Additionally, he has held the position of Chief Financial Officer at the Qatar Olympic Committee. Mr. Al-Humaidi is a businessman engaged in various commercial and economic activities. He holds a bachelor's degree in Business Administration.

MR. AHMED KHALED AL-GHANEM**BOARD MEMBER**

Mr. Ahmed bin Khaled Al-Ghanem serves as a Director at the Office of the General Director of Civil Defense at the Ministry of Interior. Prior to this, he held the position of Director of the Prevention Department and was Head of the Engineering Plans Section. Mr. Al-Ghanem has previously served on various committees, including as a member of the Engineers Admission Committee representing the Ministry of Interior and Civil Defense, and as a former member of the Planning Requirements Review Committee at the Ministry of Municipality and Environment. He was also a member of the Technical Committee for the FIFA World Cup Qatar 2022™ and participated in numerous coordination meetings for major projects in the country. Additionally, he represented the General Directorate of Civil Defense in several meetings of the Directors of Civil Defense in the Gulf Cooperation Council (GCC). Mr. Al-Ghanem holds a bachelor's degree in Engineering from Eastern Kentucky University (EKU) in the United States.

DR. ABDULRAHMAN MOHAMMED AL-KHIYARAIN**BOARD MEMBER**

Dr. Abdulrahman bin Mohammed Al-Khiyarain previously served as the Chief Executive Officer of Widam Food Company. He also has experience in real estate investment, having worked with Qatari Diar, and is registered as a real estate expert with the Ministry of Justice. Dr. Al-Khiyarain is currently a Board Member of Masraf Al Rayan. He holds multiple academic qualifications, the most recent being a doctorate in Urban Planning from the University of Wales Trinity Saint David in the United Kingdom.

MR. HAMAD DSHAIN AL-QAHTANI**BOARD MEMBER**

Mr. Hamad bin Dshain Al-Qahtani has held several positions at Qatar Development Bank. He currently serves as the General Manager of Bedaya Center. Previously, he was the General Manager of Qatar Business Incubation Center, Head of the Small and Medium Enterprises (SME) Incubation and Acceleration Division, and Senior Client Relations Manager in the Project Financing Department before becoming its Head. Prior to that, he worked at Commercial Bank as a Client Relations Manager in the Project Financing Department after spending seven years at QatarEnergy. Mr. Al-Qahtani holds a bachelor's degree in Program Development from Leeds Metropolitan University in the United Kingdom and a Higher Diploma in Computer Science from the University of Ottawa in Canada.

MR. FAHAD BIN AHMED AL-KUWARI**BOARD SECRETARY**

Mr. Fahad bin Ahmed Al-Kuwari holds a Bachelor of Science degree from Qatar University in 1996. He has held various positions at Barwa, including Assistant Board Secretary, Director of the Property Management Department, and Director of Operations Projects. Before joining Barwa, he worked at the Public Works Authority, where he held multiple positions. Mr. Al-Kuwari also worked at the Ministry of Municipality and Agriculture in the field of wastewater management and served in the Public Relations Department of the Ports Administration at the Ministry of Transport and Communications.

MANAGEMENT ASSESSMENT OF INTERNAL CONTROL OVER FINANCIAL REPORTING

GENERAL

The Board of Directors of Barwa Real Estate Company Q.P.S.C and its consolidated subsidiaries (are referred to as the “Group”) is responsible for establishing and maintaining adequate internal control over financial reporting (“ICOFR”) as required by Qatar Financial Markets Authority (“QFMA”). Our internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Group’s consolidated financial statements for external reporting purposes in accordance with International Financial Reporting Standards (IFRS). ICOFR also includes our disclosure controls and procedures designed to prevent misstatements.

RISKS IN FINANCIAL REPORTING

The main risks in financial reporting are that either the consolidated financial statements are not presented fairly due to inadvertent or intentional errors or the publication of consolidated financial statements is not done on a timely basis. A lack of fair presentation arises when one or more financial statement accounts or disclosures contain misstatements (or omissions) that are material. Misstatements are deemed material if they could, individually or collectively, influence economic decisions that users make on the basis of the consolidated financial statements.

To confine those risks of financial reporting, the Group has established ICOFR with the aim of providing reasonable but not absolute assurance against material misstatements. We have also assessed the design, implementation and operating effectiveness of the Group’s ICOFR based on the criteria established in Internal Control Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). COSO recommends the establishment of specific objectives to facilitate the design and evaluate the adequacy of a control system. As a result, in establishing ICOFR, management has adopted the following financial statement objectives:

- Existence / Occurrence - assets and liabilities exist and transactions have occurred;
- Completeness - all transactions are recorded, account balances are included in the consolidated financial statements;
- Valuation / Measurement - assets, liabilities and transactions are recorded in the financial reports at the appropriate amounts;
- Rights and Obligations and ownership - rights and obligations are appropriately recorded as assets and liabilities; and
- Presentation and disclosures - classification, disclosure and presentation of financial reporting is appropriate.

However, any internal control system, including ICOFR, no matter how well designed and operated, can provide only reasonable, but not absolute assurance that the objectives of that control system are met. As such, disclosure controls and procedures or systems for ICOFR may not prevent all errors and fraud. Furthermore, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs.

ORGANIZATION OF THE INTERNAL CONTROL SYSTEM

Functions Involved in the System of Internal Control over Financial Reporting

Controls within the system of ICOFR are performed by all business and support functions with an involvement in reviewing the reliability of the books and records that underlie the consolidated financial statements. As a result, the operation of ICOFR involves staff based in various functions across the organization.

Controls to Minimize the Risk of Financial Reporting Misstatement

The system of ICOFR consists of a large number of internal controls and procedures aimed at minimizing the risk of misstatement of the consolidated financial statements. Such controls are integrated into the operating process and include those which:

- Are ongoing or permanent in nature such as supervision within written policies and procedures or segregation of duties;
- Operate on a periodic basis such as those which are performed as part of the annual consolidated financial statement preparation process;
- Are preventative or detective in nature;
- Have a direct or indirect impact on the consolidated financial statements themselves. Controls which have an indirect effect on the consolidated financial statements include entity level controls and Information Technology general controls such as system access and deployment controls whereas a control with a direct impact could be, for example, a reconciliation which directly supports a balance sheet line item; and
- Feature automated and/or manual components. Automated controls are control functions embedded within system processes such as application enforced segregation of duty controls and interface checks over the completeness and accuracy of inputs. Manual internal controls are those operated by an individual or group of individuals such as authorization of transactions.

Measuring Design, Implementation and Operating Effectiveness of Internal Control

For the financial year 2022, the Group has undertaken a formal evaluation of the adequacy of the design, implementation and operating effectiveness of the system of ICOFR considering:

- The risk of misstatement of the consolidated financial statement line items, considering such factors as materiality and the susceptibility of the financial statement item to misstatement; and
- The susceptibility of identified controls to failure, considering such factors as the degree of automation, complexity, and risk of management override, competence of personnel and the level of judgment required.

These factors, in aggregate, determine the nature, timing and extent of evidence that management requires in order to assess whether the design, implementation and operating effectiveness of the system of ICOFR is effective. The evidence itself is generated from procedures integrated within the daily responsibilities of staff or from procedures implemented specifically for purposes of the ICOFR evaluation.

The evaluation has included an assessment of the design, implementation, and operating effectiveness of controls within various processes including revenue, receivables and receipts, procurement, payables and payments, leases, financial and non-financial investments, cash and treasury, human resources and payroll, investment and trading properties, property, general ledger and financial reporting, fixed assets, technology and systems controls, and entity level controls.

The evaluation also included an assessment of the design, implementation, and operating effectiveness of Entity Level Controls, and Disclosure Controls.

As a result of the assessment of the design, implementation, and operating effectiveness of ICOFR, management did not identify any material weaknesses and concluded that ICOFR is appropriately designed, implemented, and operated effectively as of December 31, 2023.

SHARI'A SUPERVISORY BOARD REPORT

In the name of Allah the merciful

FATWA AND SHARIA COMPLIANCE AUTHORITY REPORT REGARDING BARWA REAL ESTATE CO.

Alhamdulillah and Peace be upon His prophet Mohammed, his family, companions and followers.

We at the Fatwa and Shari'a Supervisory Authority of Barwa Real Estate Company, have checked the applied principles and the transactions related to contracts, as well as the applications which the company had implemented during the year ended 31 December 2022, and carried out the required check for giving our opinion about whether the company has complied with the provisions and principles of the Islamic Shari'a and the fatwas, decisions and specific directives previously issued from our part.

The Authority through its executive member has carried out the check which included inspecting the documentation and the adopted procedures, on the basis of examining each kind of the transactions, and in our opinion:

1. The contracts, transactions and dealings which the company concluded during the year ended 31 December 2022, which we have perused were accomplished in accordance with the provisions of the Islamic Shari'a.
2. The profit distribution and loss bearing on the investment accounts, complies with the basis approved by us in accordance with the provisions and principles of Islamic Shari'a.
3. The Charity computation (Zakat) was in accordance with the provisions and principles of Islamic Shari'a.

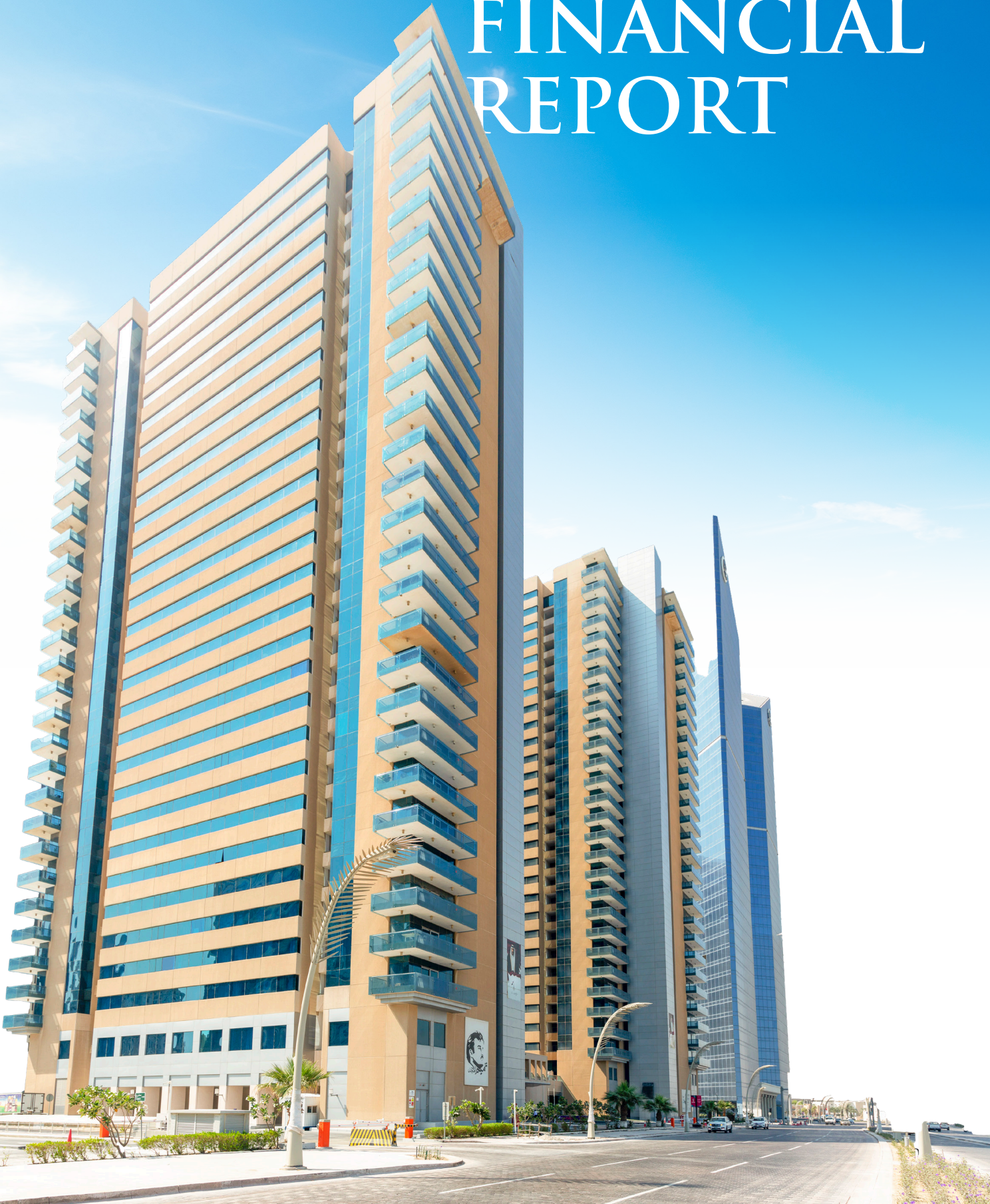
We seize this opportunity to express our gratitude and appreciation to the company's management for its positive response and cooperation with the Authority, and to all the shareholders and dealers with Barwa, asking God to bless their efforts for serving the Islamic economy and developing our Country in a manner that achieves welfare for all.

Dr. Osama Qais Al Dereai

Executive Member of Shari'a Supervisory Board of Barwa Real Estate

04

FINANCIAL REPORT



FINANCIAL REPORT
INDEPENDENT
AUDITOR'S REPORT

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

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the consolidated financial statements of Barwa Real Estate Company Q.P.S.C. (the “Company”) and its subsidiaries (together referred as the “Group”), which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2024 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting standards as issued by the International Accounting Standards Board (IASB).

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor’s responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the State of Qatar, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key Audit Matter	How our audit addresses the key audit matter
<p>Valuation of investment properties</p> <p>The Group owns investment properties which are measured at fair value. The fair value of Group's investment properties at 31 December 2024 amounted to QR 31,406,832 thousand (2023: QR 30,464,441 thousand), which represents 84.5% of the Group's total assets as at 31 December 2024 (2023: 81.2%).</p> <p>The investment properties include completed properties, properties under construction and plots of land. Majority of the investment properties, i.e. 98.94% (2023: 98.83%), are located in the State of Qatar.</p> <p>We identified valuation of the Group's investment properties as a key audit matter because of the significance of investment properties to the Group's total assets and the fair valuation of investment properties is inherently subjective and requires significant management judgement and estimation.</p> <p>Investment properties, the relevant accounting policies and, the judgements and assumptions applied by the management are disclosed in Note 12.</p>	<p>Our audit procedures included the following key areas, among others:</p> <ul style="list-style-type: none"> • We performed walkthrough procedures and obtained understanding of the controls relating to the valuation of investment properties, including valuation methods, assumptions and estimates used in the valuation of investment properties. • We assessed the competence, capabilities and objectivity of the external valuer appointed by the management along with the terms of appointment and the scope of work. • We involved our internal valuation specialists on a selected sample of properties to assess: <ol style="list-style-type: none"> 1. Whether the valuation approach and methodology used by the management are in accordance with generally accepted valuation standards practices; and 2. The appropriateness of assumptions and data used in the valuation, such as rental rates, operating costs, terminal value, growth rates, weighted average cost of capital, occupancy and market comparable prices where applicable. • We checked the arithmetical accuracy of the valuations on a sample basis. • We tested the accounting entries on a sample basis in the books in relation to the change in fair value of investment properties. • We assessed the adequacy of the related disclosures in the consolidated financial statements, including the disclosure of key assumptions and judgments.

OTHER INFORMATION INCLUDED IN THE GROUP'S 2024 ANNUAL REPORT

Other information consists of the information included in the Group's 2024 Annual Report, other than the consolidated financial statements and our auditor's report thereon. Management is responsible for the other information. The Group's 2024 Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

RESPONSIBILITIES OF MANAGEMENT AND THE BOARD OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

FINANCIAL REPORT

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Barwa Real Estate Company Q.P.S.C. (Continued)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON LEGAL AND OTHER REGULATORY REQUIREMENTS

Furthermore, in our opinion, proper books of account have been kept by the Company, an inventory count has been conducted in accordance with established principles and the consolidated financial statements comply with the Qatar Commercial Companies' Law No. 11 of 2015, whose certain provisions were subsequently amended by Law No. 8 of 2021 and the Company's Articles of Association. We have obtained all the information and explanations we required for the purpose of our audit, and are not aware of any violations of the above mentioned law or the Articles of Association having occurred during the year, which might have had a material adverse effect on the Group's financial position or performance.

Ziad Nader
of Ernst and Young
Auditor's Registration No. 258

Doha - Qatar
10 February 2025

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	Notes	2024 QR'000	2023 QR'000
ASSETS			
Cash and bank balances	4	2,741,881	1,032,477
Financial assets at fair value through profit or loss	5	118,824	159,473
Receivables and prepayments	6	1,153,660	4,007,852
Inventory		10,477	9,850
Trading properties	7	546,438	621,600
Due from related parties	8	68,834	74,109
Non-current assets held for sale	9	-	132,280
Financial assets at fair value through other comprehensive income	10	239,437	97,904
Advances for projects and investments	11	269,138	268,944
Investment properties	12	31,406,832	30,464,441
Property, plant and equipment	13	467,730	508,270
Right-of-use assets	14	3,720	7,833
Investments in associates	15	8,080	23,119
Deferred tax assets	17	5,487	4,995
Goodwill	16	126,411	126,411
TOTAL ASSETS		37,166,949	37,539,558
LIABILITIES AND EQUITY			
LIABILITIES			
Payables and other liabilities	18	960,853	1,244,166
Due to related parties	8	149,409	100,516
Provisions	19	170,556	209,052
Lease liabilities	21	194,218	246,393
Obligations under Islamic finance contracts	22	13,060,237	13,615,406
End of service benefits	20	139,864	134,613
Deferred tax liabilities	17	6,535	7,095
TOTAL LIABILITIES		14,681,672	15,557,241
EQUITY			
Share capital	23	3,891,246	3,891,246
Legal reserve	24	2,148,008	2,069,055
General reserve	25	4,639,231	4,639,231
Other reserves	26	(336,607)	(354,053)
Retained earnings		11,966,414	11,564,845
Total equity attributable to equity holders of the Parent		22,308,292	21,810,324
Non-controlling interests		176,985	171,993
Total equity		22,485,277	21,982,317
TOTAL LIABILITIES AND EQUITY		37,166,949	37,539,558

These consolidated financial statements were authorised for issuance by the Board of Directors on 10 February 2025 and signed on their behalf by:

H.E. ABDULLA BIN HAMAD AL-ATTIYAH
Chairman

ENG. AHMAD MOHAMMAD AL-TAYEB
Group Chief Executive Officer & Board Member

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2024

	Notes	2024 QR'000	2023 QR'000
Rental income	28.1	1,443,970	1,443,183
Rental operation expenses	27	(293,812)	(266,187)
Net rental income		1,150,158	1,176,996
Income from consultancy and other services	28.2	382,052	351,955
Consulting operation and other services expenses	29	(281,644)	(282,820)
Net consulting and other service income		100,408	69,135
Sale of property and construction services	30	91,224	9,099
Cost of sale of property and construction services	30	(77,291)	(12,213)
Profit / (loss) on sale of property and construction services		13,933	(3,114)
Net fair value gain on investment properties	12	813,172	592,924
Gain from disposal of a subsidiary	43.2d	67	-
Share of results of associates	15	32	(235,145)
Loss on revaluation of financial assets at fair value through profit or loss	5	(1,792)	(4,634)
Gain from sale of non-current asset held for sale	9	4,899	489,858
Gain from deemed disposal of investment in an associate	15	-	57,355
General and administrative expenses	31	(209,922)	(214,377)
Net impairment (loss) / reversal	32	(17,462)	32,127
Other income	33	46,302	42,418
Operating profit before finance cost, depreciation, amortisation and income tax		1,899,795	2,003,543
Finance income	34	171,499	53,239
Finance cost	34	(795,485)	(782,300)
Net finance cost		(623,986)	(729,061)
Profit before depreciation, amortisation and income tax		1,275,809	1,274,482
Depreciation	13	(13,106)	(13,713)
Amortisation of right-of-use assets	14	(4,061)	(4,077)
Profit before income tax and zakat		1,258,642	1,256,692
Tax and zakat expense	17	(11,143)	(10,062)
Profit from continuing operation		1,247,499	1,246,630
Net loss after tax from discontinued operations	43.2d	(6,286)	(13,094)
Profit for the year		1,241,213	1,233,536
Attributable to:			
Equity holders of the Parent		1,236,149	1,229,251
Non-controlling interests	44	5,064	4,285
		1,241,213	1,233,536
Basic and diluted earnings per share			
<i>(attributable to equity holders of the Parent expressed in QR per share)</i>	35	0.318	0.316
Basic and diluted earnings per share for continuing operations			
<i>(attributable to equity holders of the Parent expressed in QR per share)</i>		0.319	0.319

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2024

	Notes	2024 QR'000	2023 QR'000
Profit for the year		1,241,213	1,233,536
Other comprehensive income			
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations	36	(125)	12,143
Other comprehensive income that will not be reclassified to profit or loss in subsequent periods:			
Net change in the fair value of financial assets at fair value through other comprehensive income	36	(7,834)	(10,371)
Other reserves	36	1,034	851
Other comprehensive (loss) / income for the year		(6,925)	2,623
Total comprehensive income for the year		1,234,288	1,236,159
Attributable to:			
Equity holders of the Parent		1,229,296	1,231,879
Non-controlling interests		4,992	4,280
		1,234,288	1,236,159

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements.

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

	Attributable to equity holders of the Parent							
	Share Capital QR'000	Legal reserve QR'000	General reserve QR'000	Other reserves QR'000	Retained earnings QR'000	Total QR'000	Non-controlling interest QR'000	Total Equity QR'000
Balance at 1 January 2024	3,891,246	2,069,055	4,639,231	(354,053)	11,564,845	21,810,324	171,993	21,982,317
Profit for the year	-	-	-	-	1,236,149	1,236,149	5,064	1,241,213
Other comprehensive loss for the year	-	-	-	(6,853)	-	(6,853)	(72)	(6,925)
Total comprehensive (loss) / income for the year	-	-	-	(6,853)	1,236,149	1,229,296	4,992	1,234,288
Transfer to Legal Reserve	-	78,953	-	-	(78,953)	-	-	-
Contribution to the Social and Sports Fund (Note 38)	-	-	-	-	(30,904)	(30,904)	-	(30,904)
Reclassification of fair value reserve on disposal of financial assets at fair value through other comprehensive income	-	-	-	24,299	(24,299)	-	-	-
Transactions with shareholders in their capacity as owners:								
Dividends for 2023 (Note 37)	-	-	-	-	(700,424)	(700,424)	-	(700,424)
Balance at 31 December 2024	3,891,246	2,148,008	4,639,231	(336,607)	11,966,414	22,308,292	176,985	22,485,277
Balance at 1 January 2023	3,891,246	2,034,094	4,639,231	(376,850)	11,099,057	21,286,778	176,375	21,463,153
Profit for the year	-	-	-	-	1,229,251	1,229,251	4,285	1,233,536
Other comprehensive income / (loss) for the year	-	-	-	2,628	-	2,628	(5)	2,623
Total comprehensive income for the year	-	-	-	2,628	1,229,251	1,231,879	4,280	1,236,159
Transfer to Legal Reserve	-	34,961	-	-	(34,961)	-	-	-
Contribution to the Social and Sports Fund (Note 38)	-	-	-	-	(30,731)	(30,731)	-	(30,731)
Fair Value reserve on disposal of equity investment	-	-	-	3,366	-	3,366	-	3,366
Reclassification of fair value reserve on disposal of financial assets at fair value through other comprehensive income	-	-	-	16,803	(16,803)	-	-	-
Transactions with shareholders in their capacity as owners:								
Dividends for 2022 (Note 37)	-	-	-	-	(680,968)	(680,968)	-	(680,968)
Dividend paid to non-controlling interest of subsidiaries	-	-	-	-	-	-	(8,662)	(8,662)
Balance at 31 December 2023	3,891,246	2,069,055	4,639,231	(354,053)	11,564,845	21,810,324	171,993	21,982,317

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements.

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2024

	<i>Notes</i>	2024 QR'000	2023 QR'000
OPERATING ACTIVITIES			
Profit before tax from continuing operation		1,258,642	1,256,692
Loss before tax from discontinued operation		(4,221)	(13,083)
Net profit before tax		1,254,421	1,243,609
Adjustments for:			
Finance cost		777,035	758,611
Unwinding of deferred finance cost		18,450	23,689
Finance income	34	(171,499)	(53,239)
Net fair value gain on investment properties	12	(813,172)	(577,196)
Depreciation	13	34,011	33,033
Amortisation of right-of-use assets	14	4,061	4,077
Share of results of associates	15	(32)	235,145
Provision for end of service benefit	20	16,452	9,471
Net impairment losses / (reversal)	32	17,462	(32,127)
Impairment of non-current assets held for sale	43.2 (d)	9,452	-
Gain from disposal of a subsidiary	43.2 (d)	(67)	-
Gain from sale of non-current asset held for sale		(4,899)	(489,858)
Gain from deemed disposal of investment in an associate		-	(57,355)
Loss on financial assets at fair value through profit or loss	5	1,792	4,634
Other income		(46,302)	(24,946)
Operating gain before working capital changes		1,097,165	1,077,548
Changes in working capital:			
Change in receivables and prepayments		2,912,010	203,853
Change in inventories		(627)	(711)
Change in trading properties		53,421	(76)
Change in amounts due from / due to related parties		(54,359)	5,220
Change in provisions		(38,496)	(34,565)
Change in payables and accruals		(208,263)	(216,205)
Cash flows from operations		3,760,851	1,035,064
End of service benefit paid	20	(11,201)	(8,628)
Income tax paid		(15,199)	(12,014)
NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES		3,734,451	1,014,422

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements.

FINANCIAL REPORT

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2024

	Notes	2024 QR'000	2023 QR'000
INVESTING ACTIVITIES			
Finance income received		135,140	59,709
Dividends received from an associate		15,927	-
Payments for addition to investment properties		(165,529)	(56,822)
Proceeds from sale of investment properties held for sale		-	3,638,000
Proceeds from non-current assets held for sale		48,000	42,100
Net (payments for) / proceeds from financial assets at fair value through other comprehensive income		(149,366)	1,256
Advances paid for purchase of projects and investments		(82,473)	(1,134)
Payments for purchase of property, plant and equipment	13	(11,851)	(28,290)
Proceeds from sale of property, plant and equipment		300	-
Dividend income received		7,466	7,451
Net receipts from financial assets at fair value through profit or loss		39,014	(6,964)
Net proceeds from sale of a subsidiary		72,499	-
Proceeds from liquidation of an associate		1,599	-
Net movement in short term deposits maturing after three months		(2,047,625)	24,209
NET CASH FLOWS (USED IN) / FROM INVESTING ACTIVITIES		(2,136,899)	3,679,515
FINANCING ACTIVITIES			
Finance cost paid		(603,761)	(1,046,493)
Proceeds from obligations under Islamic finance contracts	22	806,725	2,193,275
Payments for obligations under Islamic finance contracts	22	(1,541,264)	(5,092,406)
Dividend paid to non-controlling interest		-	(8,662)
Dividends paid		(586,730)	(556,487)
Payment of lease liabilities	21	(15,897)	(24,787)
Change in restricted bank balances		14,008	7,272
NET CASH FLOWS USED IN FINANCING ACTIVITIES		(1,926,919)	(4,528,288)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS			
		(329,367)	165,649
Net foreign exchange difference		6,989	(236)
Cash and cash equivalents at 1 January		879,912	714,499
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	4	557,534	879,912

Note:

- i. Depreciation for the year ended 31 December 2024 includes an amount of QR 20,905 thousand charged to rental & consulting operation and other services expenses (Note 29) in the consolidated statement of profit or loss (2023 - QR 19,320 thousand).

The attached explanatory notes 1 to 48 form an integral part of these consolidated financial statements.

FINANCIAL REPORT

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

1. CORPORATE INFORMATION AND PRINCIPAL ACTIVITIES

Barwa Real Estate Company Q.P.S.C. (“the Company” or “the Parent”) was incorporated pursuant to the provision of Article 68 of the Qatar Commercial Companies Law No. 5 of 2002 as Qatari Shareholding Company under Commercial Registration No. 31901 dated 27 December 2005. The term of the Company is 100 years starting from the date of declaration in the Commercial Register. The Company is a listed entity on the Qatar Exchange.

The Company’s registered office address is P.O. Box 27777, Barwa Al Sadd Towers, Tower No.1, Suhaim Bin Hamad Street, Zone 38, Street 231, Building No. 83, Doha, State of Qatar.

The principal activities of the Company and its subsidiaries (together, “the Group”) include investment in all types of real estate including acquiring, reclamation, dividing, developing and reselling of land and to establish agricultural, industrial, commercial projects on land, or lease those land, and also buying, selling and leasing buildings or projects. It also administers and operates real estate investments in and outside the State of Qatar. The Group is engaged in the business of developing domestic and international real estate projects, investing, hotels ownership and management, projects consulting and others.

The financial statements comply with the requirements of Qatar Commercial Companies Law No.11 of 2015, as amended by Law No. 8 of 2021.

2. SIGNIFICANT CHANGES IN THE CURRENT REPORTING YEAR

The consolidated financial position and performance of the Group was particularly affected by the following events and transactions during the reporting year:

- During the year the Group repaid an amount of QR 1,541 Million of its Obligations under Islamic Finance Contracts.
- During the year the Group successfully sold one of its international subsidiaries along with its administrative building located in London for an amount of 92.8 Million. The full amount has been collected during the year.
- During the year the Group sold two plots of land, located in Ras Qartas - Al Khor (Qatar), for an amount of QR 48 Million. The sales proceed has been collected in full during the year.
- During the year the Group sold one property located in Marrakech (Morrocco), for an amount of QR 69.3 Million. Sales proceed has been collected in full during the year.
- During the year the Group received an amount of QR 2,723,014 thousand related to the remaining sale proceeds of 2 plots of land, located in Lusail (Qatar) which were sold in 2023 for an amount of QR 6,361,014 thousand.

3. SEGMENT INFORMATION

The Group has three reportable segments, as described below, which are the Group’s strategic divisions. The strategic divisions offer different businesses and are managed separately because they require different expertise. For each of the strategic divisions, the Group’s top management (the chief operating decision maker) reviews internal management reports on a regular basis. The real estate segment develops, sells and lease condominiums, villas and plots of land. Business services segment provides business support services and other services.

The operating segments are monitored and strategic decisions are made on the basis of adjusted segment operating results, which are considered as a measure of the individual segment’s profit or losses.

Operating segments

The operating segments are presented as follows:

<i>For the year ended 31 December 2024</i>	Real estate	Business services	Other services	Eliminations	Total
	QR'000	QR'000	QR'000	QR'000	QR'000
Revenues and gains					
External parties					
-Sale of property and construction services	69,329	21,895	-	-	91,224
- Rental income	1,443,970	-	-	-	1,443,970
- Income from consultancy and other related services	-	257,029	125,023	-	382,052
- Net fair value gain on investment properties	813,172	-	-	-	813,172
- Gain from disposal of subsidiary	67	-	-	-	67
- Gain from sale of non-current asset held for sale	4,899	-	-	-	4,899
- Others	-	-	44,510	-	44,510
Internal segments	58,305	138,310	-	(196,615)	-
Total revenues and gains	2,389,742	417,234	169,533	(196,615)	2,779,894
Segment profit	1,785,260	44,922	91,968	4,837	1,926,987
-Share of results of associates	-	-	32	-	32
-Net finance cost	(636,887)	12,301	600	-	(623,986)
-Net Impairment reversal / (loss)	60,201	(61,713)	(15,950)	-	(17,462)
-Depreciation and amortisation	(9,657)	(7,535)	(20,880)	-	(38,072)
Profit/ (loss) for the year from continuing operation	1,198,917	(12,025)	55,770	4,837	1,247,499

<i>For the year ended 31 December 2023</i>	Real estate	Business services	Other services	Eliminations	Total
	QR'000	QR'000	QR'000	QR'000	QR'000
Revenues and gains					
External parties					
Sale of property and construction services	3,605	5,494	-	-	9,099
- Rental income	1,443,183	-	-	-	1,443,183
- Income from consultancy and other related services	-	221,130	130,825	-	351,955
- Net fair value gain on investment properties	592,924	-	-	-	592,924
- Gain from sale of non-current asset held for sale	470,739	-	19,119	-	489,858
- Others	-	-	95,139	-	95,139
Internal segments	93,781	168,518	-	(262,299)	-
Total revenues and gains	2,604,232	395,142	245,083	(262,299)	2,982,158
Segment profit	2,085,704	25,762	132,274	(27,921)	2,215,819
-Share of results of associates	-	-	(235,145)	-	(235,145)
-Net finance cost	(730,680)	374	1,245	-	(729,061)
-Net Impairment (loss) / reversal	(18,215)	313	50,029	-	32,127
-Depreciation and amortisation	(10,186)	(7,609)	(19,315)	-	(37,110)
Profit/ (loss) for the year from continuing operation	1,326,623	18,840	(70,912)	(27,921)	1,246,630

Note:

- i. Inter-segment revenues are eliminated at consolidation level.
- ii. Rental income include income from ancillary and other related services of QR 47,110 thousand (2023: QR 72,357 thousand).

FINANCIAL REPORT

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

3. SEGMENT INFORMATION (CONTINUED)

The following table presents segment assets and liabilities of the group's operating segments as at 31 December 2024 and 2023:

At 31 December 2024	Real estate	Business services	Other services	Eliminations	Total
	QR'000	QR'000	QR'000	QR'000	QR'000
Current assets	3,952,949	362,549	64,174	-	4,379,672
Non-current assets	31,514,341	1,681,166	151,301	(559,531)	32,787,277
Total assets	35,467,290	2,043,715	215,475	(559,531)	37,166,949
Current liabilities	(3,137,084)	(290,179)	(19,999)	-	(3,447,262)
Non-current liabilities	(11,793,477)	(843,115)	(133,124)	1,535,306	(11,234,410)
Total liabilities	(14,930,561)	(1,133,294)	(153,123)	1,535,306	14,681,672
Investment in associates	-	-	8,080	-	8,080
Capital expenditures (i)	194,842	-	-	-	194,842

At 31 December 2023	Real estate	Business services	Other services	Eliminations	Total
	QR'000	QR'000	QR'000	QR'000	QR'000
Current assets	4,720,267	512,224	85,765	-	5,318,256
Non-current assets	31,299,648	962,163	213,624	(254,133)	32,221,302
Total assets	36,019,915	1,474,387	299,389	(254,133)	37,539,558
Current liabilities	(2,499,345)	(211,803)	(13,644)	-	(2,724,792)
Non-current liabilities	(13,647,944)	(438,855)	(272,203)	1,526,553	(12,832,449)
Total liabilities	(16,147,289)	(650,658)	(285,847)	1,526,553	(15,557,241)
Investment in associates	-	-	23,119	-	23,119
Capital expenditures (i)	387,553	-	-	-	387,553

Note:

- i. Capital expenditure consists of additions and capitalized finance cost to trading properties (Note 7), investment properties (Note 12) and property, plant and equipment (Note 13).

The Group's revenue from external parties and information about its segment of non-current assets by geographical location are detailed below:

	Revenue from external parties		Non-current assets	
	December 31,	December 31,	December 31,	December 31,
	2024	2023	2024	2023
	QR'000	QR'000	QR'000	QR'000
State of Qatar	2,695,534	2,936,084	32,091,337	31,442,609
Other GCC countries	16,166	43,347	548,800	603,346
Europe & North Africa	68,180	2,727	147,140	175,347
	2,779,894	2,982,158	32,787,277	32,221,302

Accounting policy:

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, whose operating results are reviewed regularly by the Group's top management (being the chief operating decision maker) to make decisions about resources allocated to each segment and assess its performance, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

4. CASH AND BANK BALANCES

	2024 QR'000	2023 QR'000
Cash on hand	512	539
Short-term deposits (ii)	2,151,960	575,030
Current accounts	349,860	252,730
Call accounts	153,362	102,148
Restricted bank balances (iii)	84,916	97,427
Margin bank accounts	3,998	5,495
	2,744,608	1,033,369
Allowance for expected credit loss (note 32)	(2,727)	(892)
Total cash and bank balances	2,741,881	1,032,477
Short-term deposits maturing after 3 months	(2,098,160)	(50,535)
Restricted bank balances and margin accounts	(88,914)	(102,922)
Reversal of allowance for expected credit loss	2,727	892
Cash and cash equivalents	557,534	879,912

Notes:

- i. Cash and cash equivalents includes fixed deposits with maturity dates from one to three months amounting to QR 53,800 thousand (2023: QR 524,495 thousand).
- ii. Short term deposits are made for varying periods depending on cash requirements of the Group with original maturity period equal to or less than twelve months at commercial market profit rates.
- iii. Restricted bank balances are restricted mainly to cover certain bank guarantees issued by the Group and the settlement of dividends yet unclaimed by the parent's shareholders.

Balances with banks are assessed to have low credit risk of default since these banks are highly regulated by the central banks of the respective countries. Accordingly, management of the Group estimates the allowance for expected credit loss on balances with banks at the end of the reporting period at an amount equal to 12 month expected credit loss (ECL). None of the balances with banks at the end of the reporting period are past due, and taking into account the historical default experience and the current credit ratings of the bank.

Accounting Policy:**Cash and cash equivalents**

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash and bank balances and bank deposits with original maturities of three months or less, unrestricted balances held with banks, and highly liquid financial assets with original maturities of three months or less, which are subject to insignificant risk of changes in their fair value.

FINANCIAL REPORT

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

5. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (FVTPL)

	2024 QR'000	2023 QR'000
Investments in equity securities:		
Quoted	118,824	159,473

	2024 QR'000	2023 QR'000
At 1 January	159,473	32,375
Acquired during the year	23,360	31,938
Transferred from investment in associates (note 15)	-	126,300
Disposals	(62,217)	(26,506)
Fair value loss	(1,792)	(4,634)
At 31 December	118,824	159,473

Accounting policy:

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI are measured at FVTPL.

Dividend income from investments is recognised when the Group's right to receive payment is established.

The gain or loss on disposal of financial assets carried at FVTPL are recognised as a difference between the sale proceeds and carrying value of the financial assets as on the transaction date and recognised in the consolidated statement of profit or loss. Any change in fair value due to movement in market price of the equity securities is recognised in the consolidated statement of profit or loss.

6. RECEIVABLES AND PREPAYMENTS

Receivables and prepayments are segregated between non-current and current portion as follows:

2024	Non-current QR'000	Current QR'000	Total QR'000
Trade receivables (i)	775,102	673,556	1,448,658
Prepaid expenses	-	14,815	14,815
Accrued income	1,924	88,713	90,637
Refundable deposits	8,870	12,087	20,957
Staff receivables	-	18,012	18,012
Accrued profit on Islamic financial deposits	-	38,649	38,649
Other receivables	-	80,296	80,296
Allowance for expected credit loss of trade receivables	(60,359)	(436,594)	(496,953)
Allowance for expected credit loss of other receivables	-	(61,411)	(61,411)
	725,537	428,123	1,153,660

FINANCIAL REPORT

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

2023	Non-current QR'000	Current QR'000	Total QR'000
Trade receivables (i)	735,956	3,610,102	4,346,058
Prepaid expenses	-	11,802	11,802
Accrued income	3,329	77,512	80,841
Refundable deposits	8,841	11,499	20,340
Staff receivables	-	19,732	19,732
Accrued profit on Islamic financial deposits	-	2,291	2,291
Other receivables	-	104,593	104,593
Allowance for expected credit loss of trade receivables	-	(524,145)	(524,145)
Allowance for expected credit loss of other receivables	-	(53,660)	(53,660)
	748,126	3,259,726	4,007,852

- i. Trade receivable amounting to QR 775,102 thousand (2023: QR 735,956 thousand) relating to the Public Partnership Agreement signed in 2020 between one of the Group's subsidiaries and the Public Works Authority "Ashghal". For further details refer to note 30.

As at 31 December 2024, trade receivables amounting to QR 496,953 thousand (2023: QR 524,145 thousand) were impaired and fully provided for. Movements in the allowance for expected credit loss of trade receivables is as follows:

	2024 QR'000	2023 QR'000
At 1 January	524,145	590,875
Allowance charge for the year (note 32)	325,233	143,093
Reversal of provision (note 32)	(348,053)	(194,828)
Written off	(4,137)	(14,965)
Other adjustments	(235)	-
Foreign exchange adjustments	-	(30)
At 31 December	496,953	524,145

The allowance for expected credit loss of trade receivables as at 31 December 2024 and 31 December 2023 were determined as follows for trade receivables. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for expected credit loss is based on past due status is not further distinguished between the Group's different customer segments:

31 December 2024	Not due	Current	More than 30 days past due	More than 60 days past due	More than 120 days past due	Total
Expected loss rate	7.79%	4.19%	9.53%	14.87%	85.29%	
Gross carrying amount (QR'000)	775,102	88,648	38,117	52,701	494,090	1,448,658
Impairment allowance (QR'000)	(60,358)	(3,718)	(3,631)	(7,838)	(421,408)	(496,953)
31 December 2023						
Expected loss rate	-	1.73%	5.88%	12.47%	72.88%	
Gross carrying amount (QR'000)	3,460,278	100,846	27,746	51,404	705,784	4,346,058
Impairment allowance (QR'000)	-	(1,748)	(1,631)	(6,410)	(514,356)	(524,145)

FINANCIAL REPORT

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

At 31 December, the ageing of unimpaired trade receivables is as follows:

	Past due but not impaired						
	<i>Total</i>	<i>Not due</i>	<i>0 - 30 days</i>	<i>31- 60 days</i>	<i>61- 90 days</i>	<i>91- 120 days</i>	<i>More than 120 days</i>
	<i>QR'000</i>	<i>QR'000</i>	<i>QR'000</i>	<i>QR'000</i>	<i>QR'000</i>	<i>QR'000</i>	<i>QR'000</i>
2024	951,705	714,744	84,930	34,486	24,121	20,741	72,683
2023	3,821,913	3,460,278	99,098	26,115	24,219	20,774	191,429

Unimpaired receivables are expected, on the basis of past experience, to be fully recoverable.

The Group always measures the allowance for expected credit loss of trade receivables at an amount equal to lifetime ECL. The allowance expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtor operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

Accounting policy:

Trade and other receivables

Trade and other receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. If collection of the amounts is expected in one year or less they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are generally due for settlement within 30 days.

7. TRADING PROPERTIES

	<i>2024</i>	<i>2023</i>
	<i>QR'000</i>	<i>QR'000</i>
Properties available for sale (A)	26,080	26,080
Properties under development (B)	520,358	595,520
	546,438	621,600

A. Movements of properties available for sale during the year were as follows:

	<i>2024</i>	<i>2023</i>
	<i>QR'000</i>	<i>QR'000</i>
At 1 January	26,080	27,326
Cost of properties sold	-	(3,692)
Transferred from trading properties – properties under development (B)	-	2,446
At 31 December	26,080	26,080

B. Movements in the properties under development during the year were as follows:

	2024 QR'000	2023 QR'000
At 1 January	595,520	590,043
Cost of sold property (note 30)	(52,166)	-
Additions	-	3,765
Adjustment relating to net realizable value (note 32)	(22,213)	891
Transferred to trading properties - properties available for sale (A)	-	(2,446)
Foreign exchange adjustments	(783)	3,267
At 31 December	520,358	595,520

Notes:

- i. The Group performed an estimate realizable value of its trading properties at year end. Independent accredited property appraisers were engaged to provide relevant commercial and marketing inputs to this process and to advise on current market trends in areas such as achievable market prices. The exercise revealed that the fair values less costs to sell being the net realizable value were higher than the carrying amount of the trading properties at 31 December 2024 and 31 December 2023 except for the properties for which a write down to net realizable value has been made.
- ii. Description of valuation techniques used by the Company and key inputs to determine net realisable value of the Group's trading properties are as follows :

Property Type	Valuation method	Unobservable key inputs	Rate (weighted average)	
			2024	2023
Land bank	Direct comparison	Estimated land value per sqm	QR 1,453-12,271	QR 1,453-13,670

Sensitivity analysis

At 31 December 2024, if land value per sqm for trading properties (valued using direct comparison approach) had been higher/lower by 1% with all other variables held constant, the calculated net realisable value adjustment on trading properties for the year would have been QR 615 thousand lower / higher (2023: QR 842 lower / higher).

Accounting policy:**a. Recognition and classification of trading properties (inventories)**

Trading properties are real estate properties (including non-developed plots of land) that are readily available for sale and those properties under development for sale which are in construction phase. These are held for sale in the ordinary course of business rather than to be held for rental or capital appreciation, are carried at the lower of cost and net realizable value. The Group may decide to lease out some units to increase the possibility of selling the properties rather than to earn rental income on a continuing basis and the property is not held for capital appreciation. The Group account for these properties as trading properties and not investment properties as the properties continue to be held exclusively with the view to subsequent disposal in the ordinary course of business. Net realizable value is the estimated selling price in the ordinary course of business, based on market prices at the reporting date and discounted for time factor if material, less the estimated costs of completion and the estimated costs necessary to make the sale.

Cost include:

- Freehold and leasehold rights for land
- Amounts paid to contractors for construction
- Borrowing costs, planning & design costs, costs of site preparation, professional fees, property transfer taxes, construction overhead and other related costs.

FINANCIAL REPORT

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For the year ended 31 December 2024

Non refundable commission paid to sales or working agents on the sale of real estate units are expensed when incurred.

Cost of trading properties recognised in the consolidated statement of profit or loss is determined with references to specific costs incurred on the property sold and an allocation of any relative size of the property sold.

b. Sale of trading property

A property is regarded as sold when the control has been transferred to the buyer, For conditional exchanges, sales are recognised only when all the significant conditions are satisfied.

c. property under development

Where property is under development and agreement has been reached to sell such property when construction is complete, the management considers whether the contract comprises:

- A contract to construct a property /Or
- A contract for the sale of a completed property

Critical accounting judgments and estimates:

Where a contract is judged to be for the construction of a property and based on the nature of these contracts, revenue is recognised over time as construction progresses.

Where the contract is judged to be for the sale of a completed property, revenue is recognised at point in time when the control over the real estate has been transferred to the buyer. If, however, the legal terms of the contract are such that the construction represents the continuous transfer of work in progress to the purchaser, the percentage-of-completion method of revenue recognition is applied and revenue is recognised as work progresses. Continuous transfer of work in progress is applied when:

- The buyer controls the work in progress, typically when the land on which the development takes place is owned by the final customer

And

- Control over the work in progress in its present state is transferred to the buyer as construction progresses, typically, when the buyer cannot put the incomplete property back to the Group.

In such situations, the percentage of work completed is measured based on the costs incurred up until the end of the reporting period as a proportion of total costs expected to be incurred.

Revenue recognition

Revenue from sale of trading properties is recognised when control over the property is transferred to the buyer, the associated costs can be estimated reliably, and there is no continuing management involvement to the degree usually associated with ownership or effective control over the trading properties sold. In instances where the consideration is to be received over a longer term, the discounted value of the consideration is considered for revenue recognition.

Classification of property

The Group determines whether a property is classified as investment property or trading property. Trading property comprises property that is held for sale in the ordinary course of business. Principally, these are residential and commercial properties that the Group develops and intends to sell before or on completion of construction.

Estimation of net realizable value for trading properties

Trading properties are stated at the lower of cost and net realizable value (NRV). NRV for completed trading properties are assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group having taken suitable external advice and in the light of recent market transactions. NRV for properties under development for which the development is not considered significant yet, is estimated at fair value less cost to sell, with the fair value estimated using the comparable data approach. The most significant inputs represent the market rate per square meter of land and estimated development cost.

8. RELATED PARTY DISCLOSURES

Qatari Diar Real Estate Investment Co. ("QD") incorporated in the State of Qatar is the main shareholder of the company which owns 45% of the Group's shares including one preferred share that carries preferred rights over the financial and operating policies. The remaining 55% of the shares are traded on the Qatar Stock Exchange.

Related parties comprise of the main shareholder, associates of the Group and entities over which they have the ability to control, jointly control or exercise significant influence in making financial and operating decisions in addition to key management personnel of the company.

Related party transactions

Transactions with related parties during the year were as follows:

	2024 QR'000	2023 QR'000
Income from consultancy and other services - Main shareholder	63,230	65,572

Related party balances

Balances with related parties included in the consolidated statement of financial position are as follows:

	Due from related parties		Due to related parties	
	2024 QR'000	2023 QR'000	2024 QR'000	2023 QR'000
Qatari Diar Real Estate Investment Company Q.S.C. and its associated companies	68,575	73,053	137,091	87,347
Associate companies	-	856	2,480	244
Other related parties	259	200	9,838	12,925
	68,834	74,109	149,409	100,516

Current and non-current portions of due from and due to related parties are as follows:

	Due from related parties		Due to related parties	
	2024 QR'000	2023 QR'000	2024 QR'000	2023 QR'000
Non-current	-	-	579	579
Current	68,834	74,109	148,830	99,937
	68,834	74,109	149,409	100,516

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Movements in the allowance for expected credit loss of due from related parties are as follows:

	2024 QR'000	2023 QR'000
At 1 January	70,184	131,973
Allowance charge for the year (note 32)	638	853
Reversal of provision (note 32)	(396)	(62,642)
At 31 December	70,426	70,184

For the years ended 31 December 2024 and 2023, the Group carried out an expected credit loss testing for due from related parties. The group recognized an additional net allowance for expected credit loss of QR 242 thousand during the year (2023: net reversal of expected credit loss of QR 61,789 thousand) (Note 32). In the opinion of the management, based on recent available information, there is no evidence of further expected credit loss in the value of due from related parties. This assessment is undertaken in each financial year through examining the financial position of the related parties and the market in which the related parties operate.

Compensation of directors and other key management personnel

The remuneration of directors and other members of key management of the parent during the year were as follows:

	2024 QR'000	2023 QR'000
Short term benefits (i)	34,662	34,863
End of service benefits	1,082	1,217
	35,744	36,080

Notes:

- i. Short term benefits include a proposed board of directors' remuneration amounting to QR 13,800 thousand for the year 2024 subject to the approval of the Group's Annual General Assembly (2023: QR 13,800 thousand, approved by the shareholders of the Group at the Annual General Meeting held on 5 March 2024).

Terms and conditions of transactions with related parties

Transactions with related parties were carried out at normal market prices and are approved by management. Outstanding balances for the year ended 31 December 2024 and 2023 are unsecured, interest free and the settlement occurs in cash. There have been no guarantees received or provided for any related party receivables or payable balances).

9. NON-CURRENT ASSET HELD FOR SALE

	2024 QR'000	2023 QR'000
Investment properties	-	132,280
	-	132,280

	2024 QR'000	2023 QR'000
At 1 January	132,280	21,968
Transferred from investment properties (note 12)	43,101	6,022,555
Impairment loss during the year (note 43.2d)	(9,452)	-
Investment property disposed during the year (i) / (ii)	(43,101)	(5,890,275)
Relating to disposal of a subsidiary (note 43.2d)	(120,986)	-
Associate disposed during the year (iii)	-	(21,968)
Foreign exchange adjustment	(1,842)	-
At 31 December	-	132,280

- i. On 11 June 2024, the Group entered into a definitive sale and purchase agreement with a prospective buyer for one of its investment properties located in the State of Qatar. As a result, the property was reclassified in the Group's interim condensed consolidated financial statements as a non-current asset held for sale as of 30 June 2024, reflecting the Group's commitment to complete the sale within 12 months. Following the end of the reporting period of 30 June 2024, the sale transaction was finalized on 1 July 2024 at an agreed sale price of QR 48,000 thousand, which was collected in full on 8 July 2024, resulting in the recognition of a gain of QR 4,899 thousand during the year.
- ii. In 2023, the Group sold two plots of land totaling 3,476,192 square meters in the Lusail area for QR 6,361,014 thousand, resulting in a gain of QR 470,739 thousand. During the 2023, QR 3,638,000 thousand of the sale proceeds were collected, with the remaining QR 2,723,014 thousand received in 2024. Most of the proceeds from the sale were used to settle part of the Group's financial obligations.
- iii. During 2022, the Group entered into 21 agreements to sell 25% of its shares in Al Damaan Islamic Insurance Co. (BEEMA) representing 5% of the associate's issued shares. The sale was conditional upon the successful listing of BEEMA on the Qatar Stock Exchange, therefore an amount of QR 21,968 thousand has been classified as a non-current asset held for sale. Subsequent to the year-end of 2022, BEEMA got officially listed on 16th January 2023. During the month of January 2023 the sale of was recognized for a sales proceeds of QR 42,100 thousand and full recognised gain of QR 19,119 thousands.

Accounting Policies:

Measurement

Non-current assets held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Classification criteria

In accordance with IFRS 5 the criteria for an asset (or disposal group) to be classified as held for sale is as follows:

- d. It must be available for immediate sale in its present condition,
- e. Its sale must be highly probable and
- f. It must genuinely be sold, not abandoned

10. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (FVTOCI)

Financial assets at fair value through other comprehensive income are analyzed as follows:

	2024 QR'000	2023 QR'000
Investments in equity securities :		
Quoted	26,563	64,767
Unquoted	212,874	33,137
	239,437	97,904

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Accounting Policies:

The policy applicable to the year ended 31 December 2024 is disclosed in note 47.

Fair value of unquoted equity

If the market for a financial asset is not active or not available, the Group establishes fair value by using valuation techniques which include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis and option pricing models refined to reflect the issuer's specific circumstances. This valuation requires the Group to make estimates about expected future cash flows and discount rates that are subject to uncertainty.

Reconciliation of level 3 fair value measurement of unquoted equity instruments classified at fair value through other comprehensive income:

	2024 QR'000	2023 QR'000
At 1 January	33,137	55,824
Addition during the year	198,387	-
Transferred to investment properties (note 12)	-	(18,148)
Reduction of shares	(3,047)	-
Fair value loss	(15,603)	(4,539)
At 31 December	212,874	33,137

The Group's unquoted investment classified as financial assets at fair value through OCI are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined.

Financial assets	Valuation Technique and key input	Significant unobservable inputs	Relationship and sensitivity of unobservable inputs to fair value
Unquoted Investment	<p>Market Approach</p> <p>In this approach, comparable sets of publicly-traded companies in Qatar/GCC were identified and the average ratios between their Price and Book Value (P/B Multiples) were ascertained. These multiples were then applied to the Equity (Book) Value of the investee companies to arrive at the Fair Value of the Group's ownership in them.</p>	<p>Adjustments were made for factors such as control premium, business outlook and continuity, discounts for lack of marketability & illiquidity, transaction costs, etc.</p>	<p>The adjustments made to arrive at the Fair Value are adequate and in line with generally acceptable practices and methodologies</p>

11. ADVANCES FOR PROJECTS AND INVESTMENTS

	2024 QR'000	2023 QR'000
Advances for purchase of properties	28,363	28,363
Advances against exchange of land (i)	1,836,459	1,836,459
Advances to contractors and suppliers	358,621	358,427
	2,223,443	2,223,249
Less: allowance for impairment of advances	(1,954,305)	(1,954,305)
	269,138	268,944

The movement of allowance for impairment of advances is stated as under:

	2024 QR'000	2023 QR'000
At 1 January	1,954,305	1,979,817
Allowance charge for the year (note 32)	-	3,907
Reversal of provision (note 32)	-	(29,419)
At 31 December	1,954,305	1,954,305

Notes:

(i) During the year 2008, the Government of Qatar took over a piece of land located in Al-Khour district which was owned by the group and other related parties. The Government committed to provide another plot of land located in Salwa district in exchange of the withdrawn land. The Group paid the above advances to a related party, in order for the Group to fully own the new land that will be received from the Government. Since 2008, the Group management has been working with the Government authorities to identify the plot of land that shall be transferred to the Group. However, all the efforts during this period have not resulted in any conclusive direction of when and where the land will be received and therefore during the year 2012, the Group management, on a conservative basis decided to make a full provision against these advances as doubtful of recovery. The Group will continue to pursue the matter with the Government for an amicable settlement.

Accounting policy:**Advances against exchange of land**

Advances for land are carried at amounts paid, and recognized as advance payments at the time of payment. It will be reclassified as a land once the Group settles the whole purchase price of the land and registers in the Group's name.

12. INVESTMENT PROPERTIES

	2024 QR'000	2023 QR'000
At 1 January	30,464,441	35,520,905
Additions during the year	165,513	57,934
Capitalised finance cost (note 34)	17,478	297,564
Transferred to non-current assets held for sale (note 9)	(43,101)	(6,022,555)
Transferred from financial assets at fair value through other comprehensive income (note 10)	-	18,148
Transferred from property, plant and equipment (note 13)	-	10,705
Right-of-use assets - lease adjustments/ modification	(5,643)	(6,794)
Net fair value gain from continued operations	813,172	592,924
Fair value loss from discontinued operations (note 43.2d)	-	(15,728)
Foreign exchange adjustment	(5,028)	11,338
At 31 December	31,406,832	30,464,441

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Notes:

- i. Investment properties are primarily located in the State of Qatar, representing 98.94% of the carrying value of investment properties as at 31 December 2024 (2023: 98.83%) with few properties located in Kingdom of Bahrain, Republic of Cyprus, United Kingdom and the Kingdom of Saudi Arabia.
- ii. Investment properties are stated at fair value, which has been determined based on valuations performed by accredited independent valuers as at 31 December 2024 and 2023. Those valuers are accredited independent valuers with a recognised and relevant professional qualifications and with recent experience in the location and category of those investment properties being valued. In arriving at estimated market values, the valuers have used their market knowledge and professional judgement and not only relied on historical transactional comparable. In the absence of current prices in an active market, the valuations are based on the aggregate of the estimated cash flows expected to be received from renting the property. A yield that reflects the specific risks inherent in the net cash flows is applied to the net annual cash flows to arrive at the property valuation.
- iii. The Group has no restrictions on the realisability of its investment properties.
- iv. Capitalised finance cost is calculated based on the actual qualifying expenditures related to the projects under development, that is part of the investment properties. Capitalised finance cost is charged at rates comparable to commercial rates prevailing in the market for facilities with the same terms and conditions like the Group's facilities.
- v. Included in investment properties are certain properties with a fair value of QR 2,097,656 thousand at 31 December 2024 (31 December 2023: QR 2,169,650 thousand) for which the transfer of the title deeds is in progress. The consolidated financial statements have been prepared on the basis that the beneficial interest of these investment properties resides with the Group.
- vi. Description of valuation techniques used by the group and key inputs to valuation of the most significant investment properties are as follows:

Type of properties	Valuation technique	Significant unobservable inputs	Range (weighted average)	
			2024	2023
Commercial properties	DCF method	Estimated rental value per sqm per month	QR 20-269	QR 20-293
		Rent growth on the basis of IMF Inflation projections	0%-4%	0%-4%
		Long-term vacancy rate	0%-20%	0%-15%
		Discount rate	6.75% - 7.90%	7.05% - 8.20%
		Market cap	6.25%	6.25%
Residential properties	DCF method	rental value per unit per month:		
		- Labour accommodation / Residential (non-premium) rental value per room/unit	QR 280 - 7,300	QR 280 - 7,300
		- Residential (Premium) - rental value per unit	QR 5,000- 20,000	QR 5,000- 20,000
		Rent growth on the basis of IMF Inflation projections	0%-4%	0%-4%
		Long-term vacancy rate	0%-20%	0%-20%
		Discount rate	6.55% - 8.13%	6.85% - 8.20%
		Market cap	6.25%	6.25%
Land Bank	Direct Comparison	Estimated land value per sqm	QR 902- QR 10,577	QR 931- QR 10,952

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Discounted Cash Flow Method (DCF): The most commonly used technique for assessing Market Value within the income approach is discounted cash-flow. This is a financial modelling technique based on explicit assumptions regarding the prospective cash-flow to a property or business and the costs associated with being able to generate the income. A market-derived discount rate is applied to estimated cash flows to establish a present value of the income stream. This Net Present Value (“NPV”) is an indication of market value.

Direct Comparison Approach: This approach involves a comparison of the subject property to similar properties that have actually been sold in arms'-length transactions or are offered for sale. This approach demonstrates what buyers have historically been willing to pay (and sellers willing to accept) for similar properties in an open and competitive market and is particularly useful in estimating the value of the land and properties that are typically traded on a unit basis. Generally, the opinion on value is based on evidence of open market transactions in similar property with adjustments of the comparable to differentiate the differences between the subject property and the comparable.

vii. Operating leases in which the Group is a lessor, relate to investment properties owned by the Group with lease term of between 1 to 16 years. All operating lease contracts contain market review clauses in the event that the lessee exercises its option to renew. Minimum lease collections under operating leases of investment properties not recognised in the consolidated financial statements are receivable as follows:

	2024 QR'000	2023 QR'000
Within 1 year	1,257,849	1,196,085
Between 1 and 5 years	3,349,520	3,597,539
More than 5 years	799,894	958,985
Total	5,407,263	5,752,609

There has been no change to the valuation technique during the year. Details of the Group's investment properties and information about the fair value hierarchy as at the end of the reporting period are as follows:

<i>December 31 2024</i>	Fair Value QR'000	Level 3 QR'000
Vacant land	2,135,229	2,182,605
Completed properties	28,181,155	28,133,779
Under construction properties	1,090,448	1,090,448
	31,406,832	31,406,832

<i>31 December 2023</i>	Fair Value QR'000	Level 3 QR'000
Vacant land	2,302,351	2,302,351
Completed properties	27,089,708	27,089,708
Under construction properties	1,072,382	1,072,382
	30,464,441	30,464,441

For all investment properties that are measured at fair value, the current use of the properties are considered the highest and best use. In addition, there were no changes in valuation techniques during the year.

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As at 31 December 2024, properties with an aggregate value of QR 19,007,079 thousand (2023: QR 18,215,793 thousand) are held under lease agreements. Future lease payments are presented in Note 21.

For right-of-use assets that are classified as investment properties, the Group expects to make use of the full lease terms which typically vary between 1 and 99 years.

The fair value of investment properties disclosed in the consolidated financial statements represent the value of the properties estimated by the independent valuers adjusted for assets or liabilities separately recognised in the consolidated statement of financial position, in accordance with IFRS accounting standards.

Accounting policy

Recognition of investment properties

Investment property comprises lands, completed property and property under construction or re-development that is held to earn rentals or for capital appreciation or both rather than for sale in the ordinary course of business or for use in administrative function. Property held under a lease contract is classified as investment property when the definition of an investment property is met.

Investment property is measured initially at cost including transaction costs. Transaction costs include transfer taxes, professional fees for legal services and initial leasing commissions to bring the property to the condition necessary for it to be capable of operating. The carrying amount also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met.

Subsequent to initial recognition, investment property is measured at fair value. Gains or losses arising from changes in the fair values are included in the consolidated statement of profit or loss in the year in which they arise.

Investment property is derecognised when it has been disposed of or permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of investment property are recognised in the consolidated statement of profit or loss in the year of retirement or disposal.

Gains or losses on the disposal of investment property are determined as the difference between net disposal proceeds and the carrying value of the asset.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the end of owner occupation or commencement of an operating lease. Transfers are made from investment property when, and only when, there is a change in use, evidenced by commencement of owner occupation or commencement of development with a view to sell.

For a transfer from investment property carried at fair value to owner-occupied property or trading properties, the property's deemed cost for subsequent accounting in accordance with IAS 16 "Property, plant and equipment" or IAS 2 "Inventories" shall be its fair value at the date of change in use.

For a transfer from Trading Properties to Investment Property that will be carried at fair value, any difference results between the fair value of the property at that date and its previous carrying amount shall be recognised in the consolidated statement of profit or loss.

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Critical accounting judgments and estimates:

Classification of property

The Group determines whether a property is classified as investment property or trading property. Investment property comprises land and buildings (principally residential, commercial and showrooms) which are not occupied substantially for use by, or in the operations of the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation.

For a property that is partially used in the operations of the Group, the Group accounts for the portion used by the Group companies as property and equipment, based on the proportion of the square area of that portion. In management's judgement, different portions of such property can be sold separately or leased out separately under a finance lease arrangement.

Valuation of investment property

Investment properties are stated at fair value. The Group used external independent valuers to determine the fair value of the investment properties. The independent valuers uses the market situations, estimated yield and expected future cash flows and the recent real estate transactions with similar characteristics and location of properties for the valuation of investment properties.

Sensitivity analysis

At 31 December 2024, if discount rate for investment properties (valued using discounted cash flow method) had been higher/lower by 1% with all other variables held constant, the calculated fair valuation gains (losses) on investment properties for the year would have been QR 2,740,103 thousand lower and QR 3,269,414 thousand higher (2023: QR 2,623,528 thousand lower and QR 3,122,407 thousand higher mainly as a result of lower/higher (higher/lower) fair value gain (loss) on investment properties.

At 31 December 2024, if market capitalization for investment properties (valued using discounted cash flow method) had been higher/lower by 1% with all other variables held constant, the calculated fair valuation gains (losses) on investment properties for the year would have been QR 1,090,552 thousand lower and QR 1,506,001 thousand higher (2023: QR 1,088,559 thousand lower and QR 1,503,248 thousand higher mainly as a result of lower/higher (higher/lower) fair value gain (loss) on investment properties.

At 31 December 2024, if price per square foot for investment properties (valued using market approach) had been higher/lower by 1% with all other variables held constant, the calculated fair valuation gains (losses) on investment properties for the year would have been QR 20,480 thousand lower/higher (higher/lower) (2023: QR 22,046 thousand lower/higher (higher/lower) mainly as a result of higher/lower fair value gain (loss) on investment properties.

At 31 December 2024, if rental rates for investment properties (valued using discounted cash flow method) had been higher/lower by 1% with all other variables held constant, the calculated fair valuation gains (losses) on investment properties for the year would have been QR 290,286 thousand lower/higher (higher/lower) (2023: QR 280,437 thousand lower/higher (higher/lower) mainly as a result of higher/lower fair value gain (loss) on investment properties.

Fair value of the investment properties is also sensitive to the following inputs:

- Occupancy rates;
- Operating expenses and
- Other key estimates

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13. PROPERTY, PLANT AND EQUIPMENT

	Land	Buildings	Furniture and fixtures	Leasehold improvements	Cooling plants	Other fixed assets	Total
	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000	QR'000
Cost							
At 1 January 2023	112,999	366,866	229,268	120,956	244,792	129,888	1,204,769
Additions	241	-	413	32	15,620	11,984	28,290
Transfer to Investment Property	-	(16,594)	-	-	-	-	(16,594)
At 31 December 2023	113,240	350,272	229,681	120,988	260,412	141,872	1,216,465
Accumulated depreciation and impairment							
At 1 January 2023	340	116,416	223,935	120,735	98,193	116,555	676,174
Charge for the year	-	7,704	1,286	141	-	4,582	13,713
Charged in operating expenses (note 29)	-	6,387	1,565	-	11,032	336	19,320
Transfer to Investment Property	-	(5,889)	-	-	-	-	(5,889)
Impairment charge (note 32)	-	2,747	-	-	-	2,130	4,877
At 31 December 2023	340	127,365	226,786	120,876	109,225	123,603	708,195
Net Book Value at 31 December 2023	112,900	222,907	2,895	112	151,187	18,269	508,270
Cost							
At 1 January 2024	113,240	350,272	229,681	120,988	260,412	141,872	1,216,465
Additions	224	-	560	592	6,280	4,195	11,851
Disposals	-	-	-	-	-	(240)	(240)
Reversal of excess accruals	-	-	(12)	-	(9,056)	(10)	(9,078)
Translation adjustment	-	-	-	-	-	25	25
At 31 December 2024	113,464	350,272	230,229	121,580	257,636	145,842	1,219,023
Accumulated depreciation and impairment							
At 1 January 2024	340	127,365	226,786	120,876	109,225	123,603	708,195
Charge for the year	-	7,457	1,211	315	-	4,123	13,106
Charged in operating expenses (note 29)	-	6,388	454	-	13,536	527	20,905
Net impairment charge (note 32)	1,223	8,114	-	-	-	(240)	9,097
Translation adjustment	-	-	-	-	-	(10)	(10)
At 31 December 2024	1,563	149,324	228,451	121,191	122,761	128,003	751,293
Net Book Value at 31 December 2024	111,901	200,948	1,778	389	134,875	17,839	467,730

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Accounting policies:

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment in value.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. Purchased software that is integral to the functionality of the related equipment is capitalized as part of related equipment.

Depreciation is recognised in the consolidated statement of profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the group will obtain ownership by the end of the lease term. Land is not depreciated.

The estimated useful lives of the depreciable assets are as follows:

Buildings	20-33 years
Furniture and fixtures	7 years
Motor vehicles	5 years
Computers software and hardware	3 years
Office equipment	3 years
Leasehold improvements	3 years
Cooling plants	25 years

The assets' useful lives and residual values are reviewed and adjusted as appropriate at each reporting date.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount.

Expenditure incurred to replace a component of an item of property, plant and equipment that is accounted for separately is capitalized and the carrying amount of the component that is replaced is written off. Other subsequent expenditures are capitalized only when they increase the future economic benefits of the related item of property, plant and equipment. All other expenditures are recognized in the consolidated statement of profit or loss as incurred. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the consolidated statement of profit or loss in the year the asset is derecognized. Gains and losses on disposals are determined by comparing proceeds with carrying amount.

The Critical accounting judgments and estimates:

Useful lives of property, plant and equipment:

The Group's management determines the estimated useful lives of its property, plant and equipment for calculating depreciation. This estimate is determined after considering the expected usage of the asset, physical wear and tear as well as technical and commercial obsolescence.

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14. RIGHT-OF-USE ASSETS

The Company leases several buildings . The remaining lease term is 1 - 22 years.

	Buildings QR'000
Cost	
At 1 January 2024	104,525
Lease modification	(52)
At 31 December 2024	104,473
Accumulated amortisation	
At 1 January 2024	(96,692)
Charge for the year	(4,061)
At 31 December 2024	(100,753)
Net Book Value at 31 December 2024	3,720
Cost	
At 1 January 2023	104,472
Additions	53
At 31 December 2023	104,525
Accumulated amortisation	
At 1 January 2023	(92,615)
Charge for the year	(4,077)
At 31 December 2023	(96,692)
Net Book Value at 31 December 2023	7,833

Amounts recognised in consolidated statement of profit or loss during the year is summarized as follows:

	2024 QR'000	2023 QR'000
Amortisation of right-of-use assets	4,061	4,077

At 31 December 2024, the Group is committed to QR 287 thousand (2023: 334 thousand) for short-term leases (note31).

The Group had total cash outflows for leases of QR 15,897 thousand in 2024 (QR. 13,892 thousand in 2023). Apart from the right-of-use assets and lease liabilities accounted for under IAS40, the Group also had no non-cash additions to right-of-use assets and lease liabilities during the year (QR Nil in 2023).

Critical accounting judgments and estimates

Determining the lease term with renewal options

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not

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terminated). No potential future cash outflows due to non-existence of an extension option.

Property lease classification – the Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the present value of the minimum lease payments not amounting to substantially all of the fair value of the commercial property, that it retains substantially all the risks and rewards incidental to ownership of this property and accounts for the contracts as operating leases.

Amortisation of owner assets

Right-of-use assets are amortised over the lease term of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is amortised over the useful life of the underlying asset. The amortisation starts at the commencement date of the lease.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Discounting of lease payments

The lease payments are discounted using the Group's incremental borrowing rate ("IBR").

15. INVESTMENTS IN ASSOCIATES

The Group has the following investments in associates:

	Nature of operation	Country of incorporation	Ownership%	
			2024	2023
Emdad Equipment Leasing Company (i)	Leasing	State of Qatar	0%	22.08%
Smeat Investment Company W.L.L.	Manufacturing	State of Qatar	47.37%	47.37%
Tanween Company W.L.L.	Consultancy services	State of Qatar	40%	40%
Bait Al Mashura Financial Consulting Co.	Consultancy services	State of Qatar	20%	20%
Panceltica Holding Limited	RE Development	United Kingdom	26%	26%

(i) During the year, Emdad Equipment Leasing Co. was liquidated and deregistered from the commercial register. Net liquidation proceeds of QR 1,599,000 have been received during the year.

	2024 QR'000	2023 QR'000
Group's share in equity of associates	209,015	224,054
Less: provision for impairment	(200,935)	(200,935)
	8,080	23,119

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The following table illustrates the summarised financial information of the Group's investments in associates:

	2024 QR'000	2023 QR'000
At 1 January	23,119	85,829
Dividends from associates	(15,927)	-
Share of results of associates (i)	32	(16,227)
Net reversal of impairment (note 32)	856	19,422
Transfer to financial assets at fair value through profit or loss (ii)	-	(68,945)
Share of change in fair value reserve	-	3,040
At 31 December	8,080	23,119

(i) Share of results of associates is reconciled as follows:

	2024 QR'000	2023 QR'000
Share of results as per consolidated statement of profit or loss	32	(235,145)
Less: provision for excess losses for commitment toward an associate (Note 19)	-	218,918
	32	(16,227)

(ii) As a result of the disposal of a 5% stake in one of the Group's associates in 2023, the Group lost its significant influence over the entity and the remaining ownership share of 15% amounting to QR 68,945 thousand was accounted for as a financial asset at fair value through profit or loss at its fair value amounting to QR 126,300 thousand (Note 5). The Group recognised a gain of QR 57,355 thousand with respect to this transaction.

The following table illustrates the summarised financial information of the Group's investment in associates:

Total group's share of the associates' statement of financial position	2024 QR'000	2023 QR'000
Total Group's share of the associates' statement of financial position:		
Current assets	577,739	478,942
Non-current assets	69,395	165,985
Current liabilities	(300,364)	(366,375)
Non-current liabilities	(541,369)	(341,576)
Equity	(194,600)	(63,024)
Losses in excess of book value	219,453	139,199
	24,853	76,175
Group's share in equity	9,336	29,888
Upstream profit	(1,126)	(1,126)
Impairment losses	(130)	(5,643)
Carrying amount of the investments	8,080	23,119
Revenue from contracts with customers	221,675	267,624
Administrative expenses	(214,003)	(283,956)
Finance costs	(33,094)	(23,452)
Total comprehensive loss for the year	(25,422)	(39,783)
Share of results	32	(16,227)

There is no further commitment given by the Group for its associates

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Accounting policy:

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in the consolidated statement of comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the consolidated statement of profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in the consolidated statement of comprehensive income with a corresponding adjustment to the carrying amount of the investment.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Profits and losses resulting from upstream and downstream transactions between the Group and its associates are recognised in the Group's consolidated financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates are changed if necessary to ensure consistency with the policies adopted by the Group.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and charges the amount to the consolidated statement of profit or loss.

Dilution gains and losses arising in investments in associates are recognised in the consolidated statement of profit or loss.

The appropriate classification of certain investments as subsidiaries, associates and joint ventures requires significant analysis and management judgment as to whether the Group exercises control, significant influence or joint control over these investments. This may involve consideration of a number of factors, including ownership and voting rights, the extent of Board representation, contractual arrangements and indicators of de facto control.

16. GOODWILL

	2024 QR'000	2023 QR'000
At 1 January	126,411	132,411
Provision for impairment (note 32)	-	(6,000)
At 31 December	126,411	126,411

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As of 31 December 2024, 100% of the Goodwill is allocated to one of the Group's subsidiaries (2023: 100%) as a cash generating unit. The group performed its annual impairment tests as at 31 December 2024 and 2023. To assess whether goodwill is impaired, the carrying amount of the real estate CGU is compared to its recoverable amount determined on a value in use basis.

Key assumptions used in value in use calculations

The recoverable amount of the real estate CGU has been determined based on a value in use calculation using free cash flow to equity projections from financial budgets approved by senior management covering a five-year period. The cash flows have been discounted by a WACC of 7.9% (2023: 8.2%). All cash flows beyond the five year period have an assumed growth rate of 1.65 % (2023: 1.95 %) for the CGU for the purpose of goodwill impairment testing; The strategic business plan assumes certain economic conditions and business performance, which are considered appropriate as they are consistent with current market expectations of the future. As a result of this analysis, an impairment allowances QR Nil have been recognised against goodwill as at 31 December 2024 (2023: QR 6,000).

Sensitivity to changes in assumptions

Management considered alternative methods including comparable valuations using market multiples. Under these scenarios the recoverable amount of the CGU would continue to exceed its carrying value at 31 December 2024. The benchmarks of the CGU were updated to reflect the return variability projected by senior management in the five-year period.

Sensitivity to changes in assumptions (continued)

At year-end, the Group's assessment of the reasonably possible change in key assumptions corresponded to the brackets of values used in the sensitivity tests which are presented below:

- 0.5 basis point increase in discount rate
- 0.5 basis point decrease in growth rate to infinity
- 0.5 basis point decrease in margin over 2025 to 2029 cash periods
- 10% decrease in working capital assumptions

Accounting policies

- Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired. If the total of consideration transferred, non-controlling interest recognized and previously held interest measured at fair value is less than the fair value of the net assets of the subsidiary acquired, in the case of a bargain purchase, the difference is recognized directly in the consolidated statement of profit or loss.
- For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs or group of CGUs that is expected to benefit from the synergies of the combination. Goodwill impairment testing is undertaken annually. Any impairment is recognized immediately as an expense and is not subsequently reversed.

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17. TAX AND ZAKAT EXPENSES

Income tax and zakat expense are analysed as follows:

	2024 QR'000	2023 QR'000
Income tax (i)	(10,447)	(10,062)
Zakat expense (ii)	(696)	-
	(11,143)	(10,062)

Note (i):

The income tax represents amounts recognised by subsidiary companies. The components of the income tax expense for the years ended 31 December 2024 and 2023 are:

	2024 QR'000	2023 QR'000
Current income tax		
Current income tax charge	(8,145)	(14,950)
Adjustments in respect of current income tax of previous year	(3,354)	(167)
Deferred income tax		
Relating to origination and reversal of temporary differences	1,052	5,055
Income tax expense reported in the consolidated statement of profit or loss	(10,447)	(10,062)

As per Qatar tax law of 2019, the net profits of local subsidiaries of Barwa Real Estate are subject to income taxes in the State of Qatar to the extent of the non-GCC nationals' shareholding in the Parent's listed shares. Listed companies are non-taxable. For the purpose of determining the taxable results for the year, the accounting profit of the companies were adjusted for tax purposes. Adjustments for tax purposes include items relating to both income and expense. The adjustments are based on the current understanding of the existing laws, regulations and practices of each subsidiary jurisdiction. In view of the operations of the group being subject to various tax jurisdictions and regulations, it is not practical to provide a detailed reconciliation between accounting and taxable profits together with the details of the effective tax rates.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are generally recognised for all deductible temporary differences to the extent that future taxable profits will be available against which those deductible temporary differences can be utilised.

On 23 May 2023, the International Accounting Standards Board (IASB) issued International Tax Reform – Pillar Two Model Rules – Amendments to IAS 12 which clarify that IAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including the tax law that implements the Qualified Domestic Minimum Top-up Tax (QDMTT). The Group is currently assessing the impact from its potential exposure to Pillar two income taxes.

Reflected in the consolidated statement of financial position as follows:

	2024 QR'000	2023 QR'000
Deferred tax assets	5,487	4,995
Deferred tax liabilities	(6,535)	(7,095)
	(1,048)	(2,100)

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The following are the major deferred tax assets and liabilities recognised by the Group and movements thereon during the current and prior year:

	Deferred tax QR'000
At 1 January 2023	(7,155)
Charge to profit or loss	5,055
At 1 January 2024	(2,100)
Charge to profit or loss	1,052
At 31 December 2024	(1,048)

Note (ii):

Zakat expense relates to one of the Group's subsidiaries in the Kingdom of Saudi Arabia.

Accounting policy

Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated statement of profit or loss, except to the extent that it relates to items recognised in the consolidated statement of other comprehensive income or directly in equity. In this case, the tax is also recognised in the consolidated statement of other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the consolidated statement of financial position date in the countries where the company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements of the respective entity. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

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Critical accounting judgments and estimates

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective country in which it operates. The amount of such provisions is based on various factors, such as differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective country of operations.

18. PAYABLES AND OTHER LIABILITIES

Payables and other liabilities are classified into non-current and current portion as follows:

	Non-current QR'000	Current QR'000	Total QR'000
2024			
Contractors and suppliers	-	315,097	315,097
Clients advances and unearned income	-	24,051	24,051
Retention payable	15,459	70,509	85,968
Contribution to social and sports fund (note 38)	-	30,904	30,904
Accrued expenses	-	264,024	264,024
Accrued finance cost	-	75,583	75,583
Income tax liability	-	18,339	18,339
Other payables	-	146,887	146,887
	15,459	945,394	960,853
2023			
Contractors and suppliers	-	273,809	273,809
Clients advances and unearned income	-	22,623	22,623
Retention payable	21,655	95,199	116,854
Contribution to social and sports fund (note 38)	-	30,731	30,731
Accrued expenses	-	269,558	269,558
Accrued finance cost	-	57,798	57,798
Income tax liability	-	22,761	22,761
Other payables	82,624	367,408	450,032
	104,279	1,139,887	1,244,166

Accounting policy:

Liabilities are recognised for amounts to be paid in the future for services received or when the risks and rewards associated with goods are transferred to the group, whether billed by the supplier or not.

Trade payables are initially recognised at fair value and subsequently measured at amortised cost using effective profit rate method.

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19. PROVISIONS

	2024 QR'000	2023 QR'000
Provision for litigations	1,808	11,413
Provision for claims	1,109	-
Provision for excess losses from associates (Note 15)	167,639	197,639
	170,556	209,052

	2024 QR'000	2023 QR'000
At 1 January	209,052	25,932
Provided during the year	1,109	218,918
Reversal during the year	(9,605)	(2,500)
Utilised during the year	(30,000)	(33,298)
At 31 December	170,556	209,052

Accounting policy:

A provision is recognised if, as a result of a past event, the group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in provision due to passage of time is recognised as net finance costs. Provisions are not recognized for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any item in the same class of obligation may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as finance cost.

20. END OF SERVICE BENEFITS

	2024 QR'000	2023 QR'000
At 1 January	134,613	133,739
Provided during the year	16,452	9,471
End of service benefits paid	(11,201)	(8,628)
Translation adjustment	-	31
At 31 December	139,864	134,613

End of service benefits

The Group operates defined benefit and defined contribution retirement plans

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Defined contribution plan

With respect to its national employees and citizens of GCC states, as well as other employees in certain locations outside Qatar, the group makes contributions to the General Pension Fund Authority and similar authorities of other countries, calculated as a percentage of the employees' salaries. The group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or reduction in the future payment is available.

21. LEASE LIABILITIES

	2024 QR'000	2023 QR'000
At 1 January	246,393	302,158
Modification	(5,659)	(6,935)
Write-off (note 33)	-	(11,866)
Relating to disposal of a subsidiary (note 43.2d)	(28,298)	-
Unwinding of deferred finance cost for continuing operation (note 34)	10,653	10,721
Unwinding of deferred finance cost for discontinued operations (note 43.2d)	596	783
Payments	(15,897)	(24,787)
Transfer to accrued lease payable	(13,271)	(25,026)
Translation adjustment	(299)	1,345
At 31 December	194,218	246,393
Lease liabilities are further analysed as follows:		
Current	6,451	20,191
Non-current	187,767	226,202
At 31 December	194,218	246,393

	2024 QR'000	2023 QR'000
Maturity analysis:		
Year 1	16,384	31,607
Year 2	13,823	17,398
Year 3	13,823	14,792
Year 4	13,101	14,745
Year 5	12,725	14,024
Later than 5 years	406,177	506,900
	476,033	599,466
Deferred finance cost	(281,815)	(353,073)
	194,218	246,393

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The Group does not face a significant liquidity risk with regard to its lease liabilities. Lease liabilities are monitored by the Group's treasury function.

The Incremental Borrowing Rate (IBR) ranges from 4.44% to 6.50%.

Accounting Policies:

The policy applicable to the year ended 31 December 2024 is disclosed in note 47

22. OBLIGATIONS UNDER ISLAMIC FINANCE CONTRACTS

	2024 QR'000	2023 QR'000
At 1 January	13,615,406	16,479,664
Additional facilities obtained	806,725	2,193,275
Accrued finance cost	167,423	52,894
Repayments	(1,541,264)	(5,092,406)
Deferred finance charges	11,947	(18,021)
	13,060,237	13,615,406
	2024 QR'000	2023 QR'000
Un-secured facilities	11,092,448	10,138,158
Secured facilities (*)	2,025,731	3,546,746
Deferred finance charges	(57,942)	(69,498)
	13,060,237	13,615,406
The above balance is analyzed as follows:		
Non-current portion	10,884,207	12,361,666
Current portion	2,176,030	1,253,740
	13,060,237	13,615,406

As of 31 December 2024, the Group does not have any borrowings at FVTPL.

(*) Corporate guarantees from the Parent Company, assignment over rights to projects' revenues and documents, in addition to a pledge over the project companies' shares, bank accounts and assets have been granted against 2 facilities amounting to QR 2,026 million as at 31 December 2024 (2023: QR 3,547 million).

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Following is a summary of the terms of the borrowings at year end:

Currency	Original currency	Maturity	Profit	Profit rate	2024 QR'000	2023 QR'000
USD	US 501 million	-	Floating	LIBOR + margin	-	1,827,224
USD	US 873 million	2025-2031	Floating	SOFR + margin	3,185,688	1,191,728
KWD	KWD 77 million	2026-2027	Fixed	Fixed	912,471	912,471
QAR	QR 9,020 million	2030-2043	Floating	QMRL +/-margin	9,020,020	9,753,481
					13,118,179	13,684,904

Certain secured and unsecured bank facilities are subject to financial covenants, including the finance cost leverage ratio and debt-to-equity (D/E) ratio. These covenants are assessed biannually, on June 30 and December 31, to ensure compliance. The Group has no indications of potential difficulties in meeting these covenant requirements.

The above facilities have been obtained for the purpose of financing long term projects and working capital requirements of the Group. The facilities carry profits at rates comparable to commercial rates prevailing in the market for facilities with the same terms and conditions like the group's facilities.

Accounting policy:

Obligations under Islamic financing contracts are recognized initially at fair value of the consideration received, less directly attributable transaction costs. Subsequent to initial recognition, those obligations are measured at amortized cost using the effective profit rate method.

Gains or losses are recognized in the consolidated statement of profit or loss when the liabilities are derecognized as well as through the amortization process. Finance cost and other related charges are recognized as an expense when incurred.

Fees paid on the establishment of Islamic facilities are recognised as transaction costs of the financing to the extent that it is probable some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as prepayment for liquidity services and amortised over the period of the facility to which it relates.

When the Group exchanges with the existing lender one debt instrument into another one with the substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Group accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability. It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between: (1) the carrying amount of the liability before the modification; and (2) the present value of the cash flows after modification is recognised in consolidated statement of profit or loss as the modification gain or loss within other gains and losses.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from a different lender or same lender but on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of profit or loss.

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23. SHARE CAPITAL

	2024 No of shares (Thousands)	2023 No of shares (Thousands)
<i>Authorised shares:</i>		
Ordinary shares of QR 1 each (i)	3,891,246	3,891,246

	No of shares (Thousands)	QR'000
<i>Ordinary shares issued and fully paid up:</i>		
At 1 January 2023	3,891,246	3,891,246
At 31 December 2023	3,891,246	3,891,246
At 31 December 2024	3,891,246	3,891,246

(i) All shares have equal rights except for one preferred share which is held by Qatari Diar Real Estate Investment Company Q.S.C. that carries preferred rights over the financial and operating policies of the Company.

Accounting policies:

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

24. LEGAL RESERVE

In accordance with the requirements of the Qatar Commercial Companies Law No. 11 of 2015, as amended by Law No. 8 of 2021 and the Articles of Association of the Parent and its subsidiaries, an amount equal to 10% of the net profit for the year should be transferred to a legal reserve each year until this reserve is equal to 50% of the paid up share capital. The reserve is not available for distribution except in the circumstances stipulated in the above law and the Articles of Association of the Parent and its subsidiaries. In accordance with their article of associations, and statutory laws requirements, the group companies are transferring a specific percentage from their annual net profit to the legal reserve.

25. GENERAL RESERVE

In accordance with the parent's articles of association, the premium on issue of share capital is added to general reserve. In addition, residual annual profits, after the required transfer to legal reserve (Note 24), can be appropriated and transferred to general reserve based on the general assembly meeting's approval. No such transfer was made during the year ended 31 December 2024 and 2023.

	2024 QR'000	2023 QR'000
Balance at 1 January	4,639,231	4,639,231
At 31 December	4,639,231	4,639,231

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26. OTHER RESERVES

	2024 QR'000	2023 QR'000
Fair value reserve (i)	(141,168)	(157,633)
Translation reserve	(196,473)	(196,420)
Other reserve	1,034	-
At 31 December	(336,607)	(354,053)

(i) Fair value reserve:

The fair value reserve comprises the cumulative net change in the fair value of financial assets at fair value through other comprehensive income.

	2024 QR'000	2023 QR'000
At 1 January	(157,633)	(167,431)
Movement during the year	16,465	9,798
At 31 December	(141,168)	(157,633)

27. RENTAL OPERATION EXPENSES

	2024 QR'000	2023 QR'000
Property management expense	91,327	91,026
Maintenance and utilities expense	85,880	70,976
Facility management expense	66,135	70,316
Staff costs	38,471	30,327
Other expenses	11,999	3,542
	293,812	266,187

28. RENTAL INCOME AND INCOME FROM CONSULTANCY AND OTHER SERVICES

28.1 RENTAL INCOME

	2024 QR'000	2023 QR'000
Gross rental income	1,443,759	1,438,955
Tenant incentives "net"	211	4,228
Net rental income	1,443,970	1,443,183

Rental income include income from ancillary and other related services of QR 47,110 thousand (2023: QR 72,357 thousand).

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Accounting policies:**Rental income**

Rental income receivable from operating leases, less the Group's initial direct costs of entering into the leases, is recognized on a straight-line basis over the term of the lease, except for contingent rental income which is recognized when it arises.

Incentives for lessees to enter into lease agreements are spread evenly over the lease term, even if the payments are not made on such a basis. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, the management is reasonably certain that the tenant will exercise that option.

Amounts received from tenants to terminate leases or to compensate for dilapidations are recognized in the consolidated statement of profit or loss when they arise.

Service charges, management charges and other expenses recoverable from the tenants and income arising from expenses recharged to tenants are recognized in the period in which the services are rendered.

28.2 INCOME FROM CONSULTANCY AND OTHER SERVICES

	2024 QR'000	2023 QR'000
Income from consultancy services	174,452	180,485
Secondment income	38,412	40,645
	212,864	221,130
Revenue from cooling services	82,311	59,164
Revenue from facility Management income	44,165	38,864
Revenue from hotel operations	42,712	32,797
	382,052	351,955

Notes:

- i. Timing of revenue recognition of income from consultancy and other services are further analyzed as follows:

	2024 QR'000	2023 QR'000
<i>Point-in time</i>	149,737	146,873
<i>Over the period of time</i>	63,107	74,217
Property management revenue	82,311	59,164
Consultancy revenue	44,165	38,864
Revenue from cooling services	42,712	32,797
Revenue from facility management income	382,052	351,955
Revenue from hotel operation	32,797	44,989
	351,955	336,504

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ii. Income from consultancy and other services by customer is as follows:

	2024 QR'000	2023 QR'000
External parties	318,822	286,383
Related parties	63,230	65,572
	382,052	351,955

iii. Geographic markets of Income from consultancy and other services are analysed below:

	2024 QR'000	2023 QR'000
State of Qatar	368,660	343,202
Other countries	13,392	8,753
	382,052	351,955

Accounting policies:

Consultancy income

The Group renders project management services and advisory services to other companies; income is recognised in the accounting period in which the services are rendered by reference to the stage of completion of the specific transaction and assessed on the basis of the actual services (measured by hours using time sheets) provided on agreed rates.

Services revenues

Revenues from services rendered are recognized in the consolidated statement of profit or loss by reference to the stage of completion of the specific transaction and assessed on the basis of the actual service provided as proportion of the total services to be provided. Revenue earned but not invoiced at year end is accrued and included in accrued income.

Secondment income

The Group provides employees and manpower to the other companies, and the income is recognised in the accounting period in which the employees attend and join the other companies, it is measured by the time sheets that is approved by the other companies based on agreed rates with the Group .

Management considers recognizing revenue over time, if one of the following criteria is met, otherwise revenue will be recognized at a point in time:

- a. the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- b. the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- c. the Group's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date.

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For performance obligations satisfied at a point in time, the Group considers the general requirements of control (i.e. direct the use of asset and obtain substantially all benefits) and the following non-exhaustive list of indicators of transfer of control:

- Entity has present right to payment
- Customer has legal title
- Entity has transferred legal possession
- Customer has significant risk and rewards
- Customer has accepted the asset in making their judgment, the directors considered the detailed criteria for the recognition of revenue set out in IFRS 15 and, in particular, whether the Group had transferred control of the services to the customer.

29. CONSULTING OPERATION AND OTHER SERVICES EXPENSES

	2024 QR'000	2023 QR'000
Facility management expense	99,293	93,368
Staff costs	62,976	75,456
Maintenance and utilities expense	45,531	45,929
Hotel operation costs	31,360	29,340
Depreciation (Note 13)	20,905	19,320
Other expenses	21,579	19,407
	281,644	282,820

30. PROFIT / (LOSS) ON SALE OF PROPERTY AND CONSTRUCTION SERVICES

	2024 QR'000	2023 QR'000
Revenue from construction services (i)	21,895	5,494
Sale of properties	69,329	3,605
	91,224	9,099
Cost of construction services (i)	(25,125)	(5,362)
Cost of sale of properties (Note 7.b)	(52,166)	(6,851)
	(77,291)	(12,213)
	13,933	(3,114)

Note:

(i) During 2020, one of the Group's subsidiaries and the Public Works Authority "Ashghal", signed a Public-Private Partnership agreement. As per the agreement, the Group developed 8 public schools in 2022 and will be providing maintenance support over a period of 25 years from the date of handover under the (Qatar Schools PPP Development Program – Package 1). Receivables and Prepayments (Note 6) include trade receivable amounting to QR 775,102 thousand as at 31 December 2024 (2023: QR 735,956 thousand) relating to this arrangement.

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	2024 QR'000	2023 QR'000
Staff costs	144,095	154,739
Professional fee expenses	25,488	22,903
Board of Directors remuneration and others (i)	14,240	13,800
Repair and maintenance expense	9,237	8,649
Advertising and promotion expenses	5,966	3,552
Utilities expenses	4,138	4,244
Government fees	2,375	2,366
Social contributions	675	650
Short-term rent expenses	287	334
Travel expenses	101	137
Other expenses	3,320	3,003
	209,922	214,377

Note:

(i) The Directors' remuneration and others includes a proposed amount of QR 13,800 thousand subject to the approval of the Group's Annual General Assembly (2023: QR 13,800 thousand, approved by the shareholders of the Group at the Annual General Meeting held on 05 March 2024).

32. NET IMPAIRMENT (LOSS) / REVERSAL

	2024 QR'000	2023 QR'000
Impairment losses :		
Bank balances (note 4)	(2,152)	(319)
Trade receivables (Note 6)	(325,233)	(143,093)
Other receivables	(7,751)	(116,208)
Trading properties (Note 7)	(22,213)	(6,015)
Due from related parties (Note 8)	(638)	(853)
Advances for projects and investments (Note 11)	-	(3,907)
Property, plant and equipment (Note 13)	(9,337)	(4,877)
Investment in associates (Note 15)	(1,150)	(619)
Goodwill (Note 16)	-	(6,000)
Reversal of impairment:		
Bank balances (note 4)	317	182
Trade receivables (Note 6)	348,053	194,828
Trading properties (Note 7)	-	6,906
Due from related parties (Note 8)	396	62,642
Advances for projects and investments (Note 11)	-	29,419
Investment in associates (Note 15)	2,006	20,041
Property, plant and equipment (Note 13)	240	-
Net impairment (loss) /reversal	(17,462)	32,127

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33. OTHER INCOME

	2024 QR'000	2023 QR'000
Income from reversal of provisions for litigations & others	29,791	5,764
Dividend income	10,056	7,449
Net proceeds from liquidation of an associate (note 15)	1,599	-
Write-off of lease liabilities (note 21)	-	11,866
Others	4,856	17,339
	46,302	42,418

Accounting policy:**Dividend income**

Dividend income is recognized when the right to receive the dividend is established.

34. NET FINANCE COST

	2024 QR'000	2023 QR'000
<i>Finance cost</i>		
Finance cost on Islamic finance contracts	(792,534)	(1,052,603)
Less: capitalized finance cost (Note 12)	17,478	297,564
	(775,056)	(755,039)
Unwinding of deferred finance cost	(7,797)	(12,968)
Finance cost - lease liabilities (Note 21)	(10,653)	(10,721)
Net foreign exchange loss	(1,979)	(3,572)
Finance cost for the year	(795,485)	(782,300)
<i>Finance income</i>		
Income from Murabaha and Islamic deposits	120,100	28,786
Others	51,399	24,453
Finance income for the year	171,499	53,239
Net finance cost for the year	(623,986)	(729,061)

Accounting policy:**Finance income**

Finance income from banks' deposits is recognized on a time apportionment basis using the effective profit rate method.

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Finance costs

Finance costs are costs that the group incurs in connection with the borrowing of funds. The group capitalizes financing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. A qualifying asset for finance cost capitalization is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. The Group recognizes other borrowing costs as an expense in the period incurred.

The group begins capitalizing financing costs as part of the cost of a qualifying asset on the commencement date. The commencement date for capitalization is the date when the group first meets all of the following conditions:

- a. incurs expenditures for the asset;
- b. incurs borrowing costs; and
- c. undertakes activities that are necessary to prepare the asset for its intended use or sale.

To the extent that the group borrows funds specifically for the purpose of obtaining a qualifying asset, the group determines the amount of financing costs eligible for capitalization as the actual financing costs incurred on that financing during the period less any investment income on the temporary investment of those financings, if any.

The financing costs applicable to the financing of the group that are outstanding during the period, are capitalized by applying a capitalization rate to the expenditures on that asset.

The amount of financing costs that the group capitalizes during the period is not to exceed the amount of financing costs it incurred during that period. The group suspends capitalization of borrowing costs during extended periods in which it suspends active development of a qualifying asset, and ceases capitalizing borrowing costs when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

35. BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity holders of the Parent by the weighted average number of ordinary shares outstanding during the year.

There were no potentially diluted shares outstanding at any time during the year and, therefore, the diluted earnings per share is equal to the basic earnings per share.

The following reflects the profit and share data used in the basic and diluted earnings per share computations:

	2024	2023
Profit attributable to ordinary equity holders of the Parent: (in QR'000)		
Continuing operations	1,242,435	1,242,345
Discontinued operations	(6,286)	(13,094)
	1,236,149	1,229,251
Ordinary shares issued and fully paid (thousand shares)	3,891,246	3,891,246
Weighted average number of shares outstanding during the year (thousand shares)	3,891,246	3,891,246
Basic and diluted earnings per share (QR)	0.318	0.316

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Accounting policy:

The group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the consolidated profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees, if any.

36. COMPONENTS OF OTHER COMPREHENSIVE INCOME

	2024 QR'000	2023 QR'000
Translation reserves	(125)	12,143
Fair value reserves	(7,834)	(10,371)
Other reserve	1,034	851
	(6,925)	2,623

37. DIVIDENDS**Dividends paid and proposed**

	2024 QR'000	2023 QR'000
Declared and accrued during the year:		
Final dividend for the year 2023, 18 % of nominal value per share (2023: final dividend for the year 2022, 17.5 % of nominal value per share)	700,424	680,968

The shareholders of the Parent Company approved at the Annual General Meeting held on 05 March 2024 a cash dividend of QR 0.18 per share, amounting to QR 700,424 thousand from the profit of 2023 (2023: cash dividend of QR 0.175 per share; amounting to QR 680,968 thousand from the profit of 2022).

The proposed dividend for 2024 of 18% of nominal value per share will be submitted for formal approval at the Group's Annual General Assembly Meeting.

Accounting policy:

The Group recognises a liability to make cash distributions to equity holders of the Parent when the distribution is authorised and the distribution is no longer at the discretion of the Group. As per the Qatar Commercial Companies Law No. 11 of 2015, whose certain provisions were subsequently amended by Law No.8 of 2021, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

38. CONTRIBUTION TO THE SOCIAL AND SPORTS FUND

During the year, the Group appropriated an amount of QR 30,904 thousand (2023: QR 30,731 thousand) representing 2.5% of the consolidated net profit for the year attributable to Equity holders of the Parent as a contribution to the Social and Sports Fund.

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Accounting policy:**Contribution to social and sports fund**

According to Qatari Law No. 13 of 2008 and the related clarifications issued in January 2010, the group is required to contribute 2.5% of its consolidated annual net profits, Attributable to the equity holders of the parent, to the State Social and Sports Fund. The clarification relating to Law No. 13 of 2008 requires the payable amount to be recognised as a distribution of net profit. Hence, this is recognised in the consolidated statement of changes in equity.

39. CASH FLOW INFORMATION

<i>Net debt analysis :</i>	2024 QR'000	2023 QR'000
Bank balances	2,744,096	1,032,830
Borrowing – repayable within one year	(2,176,030)	(1,253,740)
Borrowing – repayable after one year	(10,884,207)	(12,361,666)
Net debt	(10,316,141)	(12,582,576)
Bank balances	2,744,096	1,032,830
Borrowings	(13,060,237)	(13,615,406)
Net debt	(10,316,141)	(12,582,576)

40. CONTINGENT LIABILITIES

The group had the following contingent liabilities from which it is anticipated that no material liabilities will arise.

	2024 QR'000	2023 QR'000
Bank guarantees	141,633	157,938

Litigations and claims

During the year, various legal cases were filed against the Group. According to the Group's Legal Counsel's best estimates, no material liabilities will arise as a result of these cases and accordingly no provisions have been made against them, except for what has been provided for in the consolidated financial statements in note 19.

41. COMMITMENTS

	2024 QR'000	2023 QR'000
Contractual commitments with contractors and suppliers for properties under development	306,984	469,291

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42. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Fair values

Set out below is a comparison by class of the carrying amounts and fair value of the Group's financial assets and financial liabilities that are carried in the consolidated statement of financial position:

	Carrying amounts		Fair values	
	2024 QR'000	2023 QR'000	2024 QR'000	2023 QR'000
Financial assets				
<i>At Amortised cost</i>				
Bank balances (excluding cash)	2,744,096	1,032,830	2,744,096	1,032,830
Receivables	1,138,845	3,996,050	1,138,845	3,996,050
Due from related parties	68,834	74,109	68,834	74,109
<i>At fair value</i>				
Financial assets at fair value through other comprehensive income	239,437	97,904	239,437	97,904
Financial assets at fair value through profit or loss	118,824	159,473	118,824	159,473
Financial liabilities				
<i>At amortized cost</i>				
Payables and other liabilities	(936,802)	(1,221,543)	(936,802)	(1,221,543)
Due to related parties	(149,409)	(100,516)	(149,409)	(100,516)
Obligations under Islamic finance contracts	(13,060,237)	(13,615,406)	(13,060,237)	(13,615,406)
Lease liabilities	(194,218)	(246,393)	(194,218)	(246,393)

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- The fair values of bank balances, receivables, due from related parties, payables and other liabilities and due to related parties approximate their carrying amounts largely due to the short-term maturities of these instruments.
- The fair value of the quoted financial assets at fair value through other comprehensive income and profit or loss is derived from quoted market prices in active markets.
- The fair value of unquoted financial assets at fair value through other comprehensive income are assessed using other reliable measures.
- The fair value of obligations under Islamic finance contracts approximates its carrying amount as these facilities are repriced periodically to reflect market rates through revolving Murabaha finance mechanism.

Fair value measurement

The following table provides the fair value measurement hierarchy of the Group's assets.

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Quantitative disclosures fair value measurement hierarchy for assets as at 31 December 2024 are as follows:

	Date of valuation	Fair value measurement using			
		Total QR'000	Quoted prices in active markets Level 1 QR'000	Significant observable inputs Level 2 QR'000	Significant unobservable inputs Level 3 QR'000
Assets measured at fair value:					
<i>Investment properties (Note 12)</i>	31 Dec 2024	31,406,832	-	-	31,406,832
<i>financial assets at fair value through other comprehensive income (Note 10):</i>					
Quoted equity shares	31 Dec 2024	26,563	26,563	-	-
Unquoted equity shares	31 Dec 2024	212,874	-	-	212,874
<i>Financial assets at fair value through profit or loss (Note 5):</i>					
Quoted equity shares	31 Dec 2024	118,824	118,824	-	-

Quantitative disclosures fair value measurement hierarchy for assets as at 31 December 2023 are as follows::

	Date of valuation	Fair value measurement using			
		Total QR'000	Quoted prices in active markets Level 1 QR'000	Significant observable inputs Level 2 QR'000	Significant unobservable inputs Level 3 QR'000
Assets measured at fair value:					
<i>Investment properties (Note 12)</i>	31 Dec 2023	30,464,441	-	-	30,464,441
<i>financial assets at fair value through other comprehensive income (Note 10):</i>					
Quoted equity shares	31 Dec 2023	64,767	64,767	-	-
Unquoted equity shares	31 Dec 2023	33,137	-	-	33,137
<i>Financial assets at fair value through profit or loss (Note 5):</i>					
Quoted equity shares	31 Dec 2023	159,473	159,473	-	-

There have been no transfers between Level 1 and Level 2 during 2024 (2023: no transfers), and no transfers into and out of Level 3 fair value measurements (2023: no transfers).

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Business model assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principal and Finance Income (SPPFI) and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective.

This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets. No such changes were required during the periods presented.

43. BASIS OF PREPARATION AND CONSOLIDATION

The principle accounting policies applied in the preparation of these consolidated financial statements are set out below.

These policies have been consistently applied to all the years presented, unless otherwise stated.

43.1. BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with IFRS accounting standards as issued by the International Accounting Standards Board (IASB).

The consolidated financial statements have been prepared under the historical cost convention, except for investment properties, financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income which have been measured at fair value.

The consolidated financial statements are presented in Qatari Riyals, which is the Group's functional and presentational currency and all values are rounded to the nearest thousand (QR'000), except when otherwise indicated.

The preparation of the consolidated financial statements in conformity with IFRS accounting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to consolidated financial statements are disclosed in Note 46.

43.2. BASIS OF CONSOLIDATION

a. Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The group applies the acquisition method to account for business combinations.

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The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in the consolidated statement of profit or loss.

Any contingent consideration to be transferred by the group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IFRS 9 either in profit or loss or as a change to other comprehensive income.

Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the group's accounting policies.

b. Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

c. Disposal of subsidiaries

When the group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognised in the consolidated statement of profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in the consolidated statement of comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in the consolidated statement of comprehensive income are reclassified to the consolidated statement of profit or loss.

The group's subsidiaries accounting for more than 2% of the total assets and /or operational results of the group during the current or previous financial year are included in these consolidated financial statements are listed below. In addition to the below listed subsidiaries, there are number of other subsidiaries' financial statements that are consolidated into these consolidated financial statements and are accounting for less than 2% of the total assets and/or operational results of the group..

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Name of subsidiary	Country of incorporation	Group effective shareholding percentage	
		31 December 2024	31 December 2023
Asas Real Estate Company W.L.L.	Qatar	100%	100%
Al-Waseef Asset Management Company W.L.L.	Qatar	100%	100%
Barwa International Company W.L.L.	Qatar	100%	100%
Barwa Al Sadd Company W.L.L.	Qatar	100%	100%
Barwa Al Baraha Company W.L.L.	Qatar	100%	100%
Barwa Village Company W.L.L.	Qatar	100%	100%
Masaken Al Sailiya & Mesaimeer Company W.L.L.	Qatar	100%	100%
Qatar Real Estate Investment Company P.J.S.C.	Qatar	100%	100%
Qatar Project Management Company Q.P.S.C.	Qatar	70%	70%
Madinat Al Mawater Company W.L.L.	Qatar	100%	100%
Barwa District Cooling Company W.L.L.	Qatar	100%	100%
Dar Al Eloum Real Estate Development Company W.L.L.	Qatar	100%	100%
Barahat Al Janoub Real Estate Company W.L.L.	Qatar	100%	100%
Rawasy Real Estate Company W.L.L.	Qatar	100%	100%

All the above-mentioned companies' are active in real estate development except for Al Waseef Asset Management Co. and Dar El Oloum which is mainly active in property & facility Management, Qatar Project Management Co. is mainly active in project management, whereas Barwa Cooling is mainly active in cooling services.

d. Discontinued operations

On December 2024, the Group sold Northrow Propco, a wholly owned subsidiary based in Jersey. The business of Northrow Propco was in the real estate operating segment until 1 October 2024. With the disposal The results of Northrow Propco for the year are presented below:

	2024 QR'000	2023 QR'000
Rental income	7,833	3,565
Rental operation expenses	(181)	(187)
Net rental income	7,652	3,378
Fair value loss on investment properties (note 12)	-	(15,728)
General and administrative expenses	(2,554)	(392)
Impairment expense (Note 9)	(9,452)	-
Other income	729	437
Loss before finance cost and taxation	(3,625)	(12,305)
Finance cost (note 21)	(596)	(783)
Loss before taxation	(4,221)	(13,088)
Taxation	(2,065)	(6)
Net loss from discontinued operations for the year	(6,286)	(13,094)

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The details of the disposed subsidiary are presented below:

	<i>QR'000</i>
Non-current assets held for sale (note 9)	120,986
Trade receivables	835
Cash and bank balance	20,304
Lease liabilities (note 21)	(28,298)
Due to Parent entity	(113,293)
Trade payable	(1,805)
Total net liabilities	(1,271)
Adjustments to net liability	(1,380)
Adjustment to due to related party	95,387
Net assets disposed	92,736
Sales proceeds received	92,803
Gain on disposal of a subsidiary	67

44. MATERIAL NON-CONTROLLING INTERESTS

The financial information of Group's subsidiaries that have material non-controlling interests is provided below:

Proportion of effective equity interest held by non-controlling interests are as follows:

Name of subsidiary	Country of incorporation	<i>31 December 2024</i>	31 December 2023
Nuzul Holding Company B.S.C (c)	Kingdom of Bahrain	51%	51%
Qatar Project Management Company Q.P.S.C.	Qatar	30%	30%

	<i>2024 QR'000</i>	2023 QR'000
Accumulated balances of material non-controlling interest.		
Qatar Project Management Company Q.P.S.C.	24,522	22,673
Nuzul Holding Company B.S.C (c)	161,002	157,857
Profit allocated to material non-controlling interest:		
Qatar Project Management Company Q.P.S.C.	1,824	2,421
Nuzul Holding Company B.S.C (c)	3,240	1,864

The summarised financial information of these subsidiaries are provided below. These information are based on amounts before inter-company eliminations:

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	Qatar Project Management Company Q.P.S.C. QR'000	Nuzul Qatar Company Limited B.S.C (c) QR'000
Summarised statement of profit or loss for the year ended 31 December 2024:		
Revenues and gains	82,169	17,752
Expenses and losses	(76,088)	(11,400)
Profit for the year	6,081	6,353
Total comprehensive income	6,081	6,353
Summarised statement of profit or loss for the year ended 31 December 2023:		
Revenues and gains	92,266	18,133
Expenses and losses	(84,195)	(14,478)
Profit for the year	8,071	3,655
Total comprehensive income	8,071	3,655
Attributable to non-controlling interests	2,421	1,864
Dividend paid to non-controlling interests	7,500	1,162
Summarised statement of financial position as at 31 December 2024:		
Non-current assets	24,772	272,038
Current assets	135,581	201,618
Non-current liabilities	(12,187)	(4,059)
Current liabilities	(50,002)	(193,478)
Net equity	98,164	276,119
Attributable to:		
Equity holders of Parent	68,715	135,298
Non-controlling interest	29,449	140,821
Total equity	98,164	276,119
Summarised statement of financial position as at 31 December 2023:		
Non-current assets	25,577	268,453
Current assets	97,883	194,183
Non-current liabilities	(12,459)	(3,777)
Current liabilities	(19,745)	(188,842)
Net equity	91,256	270,017
Attributable to:		
Equity holders of Parent	63,879	132,308
Non-controlling interest	27,377	137,709
Total equity	91,256	270,017

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	Qatar Project Management Company Q.P.S.C. QR'000	Nuzul Qatar Company Limited B.S.C (c) QR'000
Summarised cash flow information for the year ended 31 December 2024:		
Operating activities	2,246	6,882
Investing activities	(3,738)	(5,764)
Financing activities	(3)	-
Net change in cash and cash equivalents	(1,495)	1,119
Summarised cash flow information for the year ended 31 December 2023:		
Operating activities	16,839	(1,321)
Investing activities	17,799	3,125
Financing activities	(33,772)	(1,162)
Net decrease in cash and cash equivalents	866	642

45. FINANCIAL RISK MANAGEMENT

This note explains the Group's exposure to financial risks and how these risks could affect the group's future financial performance.

Risk	Exposure arising from	Measurement	Management
Market risk	<ul style="list-style-type: none"> Investments in equity securities Borrowings Foreign currency denominated financial assets and liabilities 	<ul style="list-style-type: none"> Sensitivity analysis 	Portfolio diversification
Credit risk	<ul style="list-style-type: none"> Cash and cash equivalents Trade receivables Finance lease receivables Due from related parties 	<ul style="list-style-type: none"> - Ageing analysis - Credit ratings 	Diversification of bank deposits, credit limits and letters of credit.
Liquidity risk	<ul style="list-style-type: none"> Borrowings and other liabilities 	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities.

Objectives and policies

The group's principal financial liabilities comprise payables and other liabilities, due to related parties, obligations under Islamic finance contracts and lease liabilities. The main purpose of these financial liabilities is to raise finance for the group's operations. The group has various financial assets such as cash and bank balances, receivables, due from related parties, financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income which arise directly from its operations.

The main risks arising from the group's financial instruments are market risk, credit risk, liquidity risk, operational risk, real estate risk and other risks. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below:

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Market risk

Market risk is the risk that changes in market prices, such as profit rates, foreign currency exchange rates and equity prices will affect the group's profit, equity or value of its holding of financial instruments. The objective of market risk management is to manage and control the market risk exposure within acceptable parameters, while optimizing return.

a. Profit rate risk

The group's financial assets and liabilities that are subject to profit rate risk comprise bank deposits and obligations under Islamic finance contracts. The group's exposure to the risk of changes in market profit rates relates primarily to the group's financial assets and liabilities with floating profit rates.

The Group manages its profit rate risk through portfolio diversification relating to obligations under Islamic finance contracts and finance lease receivable.

At the reporting date the profit rate profile of the Group's profit bearing financial instruments was:

	Carrying amounts	
	2024 QR'000	2023 QR'000
<i>Floating profit rate instruments:</i>		
Fixed term deposits (Note 4)	2,151,960	575,030
Financial liabilities – Borrowings (Note 22)	(12,205,708)	(12,772,433)

The following table demonstrates the sensitivity of consolidated statement of profit or loss to reasonably possible changes in profit rates by 25 basis points (bps), with all other variables held constant. The sensitivity of the consolidated statement of profit or loss is the effect of the assumed changes in profit rates for one year, based on the floating rate financial assets and financial liabilities held at 31 December. The effect of decrease in profit rates is expected to be equal and opposite to the effect of the increase shown.

	Profit or loss +/- 25 bps QR'000
<i>At 31 December 2024</i>	-/+ 30,594
<i>At 31 December 2023</i>	-/+ 40,215

The Group will continue to apply the amendments to IFRS 9 until the uncertainty arising from the profit rate benchmark reforms with respect to the timing and the amount of the underlying cash flows of the Group is exposed to ends. The Group has assumed that this uncertainty will not end until the Group's contracts that reference LIBOR are amended to specify the date on which the profit rate benchmark will be replaced, the cash flows of the alternative benchmark rate and the relevant spread adjustment. This will in part be dependent on the introduction of fall back clauses which have yet to be added to the Group's contracts and the negotiation with the lenders.

b. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The group's exposure to the risk of changes in foreign exchange rates relates primarily to the group's operating activities and the Group's net investment in foreign subsidiaries.

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The group had the following net exposure denominated in foreign currencies:

	2024	2023
	QR'000	QR'000
	Assets (Liabilities)	Assets (Liabilities)
EURO	514	1,487
GBP	199,024	114,909
MAD	68,178	1,455
KWD	(928,332)	(916,737)
EGP	(2,224)	(3,050)
AED	(2,062)	(1,987)
SAR	(64,897)	(60,060)
USD	(2,791,209)	(2,890,110)

The Group has limited exposure to foreign exchange risks arising from balances dominated in US Dollars as the Qatari Riyal is pegged to the US Dollar.

The Group is mainly exposed to the currencies listed above. The following table details the Group's sensitivity to a 5% increase and decrease in currency units against the relevant foreign currencies. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 5% change in foreign currency rates.

A positive number below indicates an increase in profit and other equity where currency units strengthens 5% against the relevant currency. For a 5% weakening of currency units against the relevant currency, there would be a comparable impact on the profit and other equity, and the balances below would be negative.

	2024	2023
	QR'000	QR'000
	+/- 5%	+/- 5%
EURO	26	74
GBP	9,951	5,745
MAD	3,409	73
KWD	(46,417)	(45,837)
EGP	(111)	(153)
AED	(103)	(99)
SAR	(3,245)	(3,003)
USD	(139,560)	(144,506)

c. Equity price risk

The following table demonstrates the sensitivity of consolidated statement of profit or loss and the fair value reserve to reasonably possible changes in quoted equity share prices, with all other variables held constant. The effect of decrease in equity prices is expected to be equal and opposite to the effect of the increase shown.

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	% Changes in market indices	Effect on profit QR'000	Effect on equity QR'000
2024			
Financial assets at fair value through other comprehensive income – Quoted	+10%	-	2,656
Financial assets at fair value through profit or loss	+10%	11,882	11,882
2023			
Financial assets at fair value through other comprehensive income – Quoted	+10%	-	6,477
Financial assets at fair value through profit or loss	+10%	15,947	15,947

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The group's exposure to credit risk is as indicated by the carrying amount of its assets which consisted principally of bank balances, receivables, finance lease receivables, due from related parties. With respect to credit risk arising from the other financial assets of the group, the group's exposure to credit risk arises from default of the counterparty with a maximum exposure equal to the carrying amount of these instruments are as follows:

	2024 QR'000	2023 QR'000
Bank balances	2,744,096	1,032,830
Receivables	1,138,845	3,996,050
Due from related parties	68,834	74,109
	3,951,775	5,102,989

The maximum exposure to credit risk at the reporting date by geographic region was as follows:

	Carrying amounts				Total QR'000
	Domestic QR'000	Other GCC countries QR'000	European countries QR'000	North Africa QR'000	
2024					
Bank balances	2,547,865	20,872	106,916	68,443	2,744,096
Receivables	1,107,697	24,699	6,196	253	1,138,845
Due from related parties	68,834	-	-	-	68,834
	3,724,234	45,571	113,112	68,696	3,951,775
2023					
Bank balances	973,171	23,187	34,799	1,673	1,032,830
Receivables	3,972,210	18,711	5,018	111	3,996,050
Due from related parties	74,109	-	-	-	74,109
	5,019,490	41,898	39,817	1,784	5,102,989

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The group monitors its exposure to credit risk on an on-going basis and based on the management's assessment and historic default rates, the group believes that impairment allowance of QR 631,517 thousand (2023: QR 648,881 thousand) is sufficient against financial assets as at the reporting date. Financial assets include certain balances that are overdue but in management's view are not impaired as at the reporting date.

The Group reduces the exposure of credit risk arising from bank balances by maintaining bank accounts in reputed banks. 93% (2023: 94%) of bank balances represents balances maintained with local banks in Qatar with a good rating.

Credit quality of financial assets

Certain trade and other receivables and due from related parties have no external rating available and there is no formal internal credit rating established by the Group, so the credit quality of these financial assets cannot be disclosed by the management.

The group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and other receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

To assess the credit risk for its main customers, the Group usually refers to external credit rating agencies (e.g. Moody's, S&P, Fitch Ratings), if available, to assess the probability of default for these customers. Governmental institutions and the externally rated institutions within category A and B credit ratings constitutes of 88% of the trade receivable balance net of provision as of 31 December 2024 (2023: 98%).

The Group does not hold any collateral or other credit enhancements to cover credit risks associated with its financial assets.

The credit quality of financial assets that are neither past due nor impaired is assessed by reference to historical information. Credit risk from balances with banks is managed by the finance department of the Group in accordance with the Group's policy. The external long term credit ratings of the banks are as follows:

	2024 QR'000	2023 QR'000
A+	121,430	34,241
A1	277,647	208,561
A	2,141,205	107,923
A-	26,267	658,135
BBB+	865	7
Others	176,682	23,963
Total	2,744,096	1,032,830

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The Group's current credit risk grading framework comprises the following categories:

Category	Description	Basis for recognizing expected credit losses
Performing	The counterparty has a low risk of default and does not have any past-due amounts	12-month ECL
Doubtful	Amount is >30 days past due or there has been a significant increase in credit risk since initial recognition	Lifetime ECL – not credit-impaired
In default	Amount is >120 days past due or there is evidence indicating the asset is credit-impaired	Lifetime ECL – credit-impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Company has no realistic prospect of recovery	Amount is written off

Liquidity risk

Liquidity risk is the risk that the group will not be able to meet its financial obligations as they fall due. The group's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

The group's objective is to maintain a balance between continuity of funding and flexibility through the use of group's own reserves and bank facilities. The group's terms of revenue require amounts to be collected within 30 days from the invoiced date.

The table below summarizes the maturity profile of the group's undiscounted financial liabilities at 31 December based on contractual payment dates and current market profit rates:

2024	Carrying amounts QR'000	Contractual cash out flows QR'000	Less than 1 year QR'000	1- 2 years QR'000	2 - 5 years QR'000	More than 5 years QR'000
Payables and other liabilities	936,802	940,144	924,685	15,459	-	-
Due to related parties	149,409	149,409	148,830	579	-	-
Lease liabilities	194,218	476,033	16,384	13,823	39,649	406,177
Obligations under Islamic finance contracts	13,060,237	16,167,751	2,801,338	1,698,950	4,682,344	6,985,119
	14,340,666	17,733,337	3,891,237	1,728,811	4,721,993	7,391,296
Payables and other liabilities	1,221,543	1,232,300	1,125,765	106,535	-	-
Due to related parties	100,516	100,516	99,937	579	-	-
Lease liabilities	246,393	599,466	31,607	17,398	43,561	506,900
Obligations under Islamic finance contracts	13,615,406	18,242,939	2,068,714	2,304,965	4,903,679	8,965,581
	15,183,858	20,175,221	3,326,023	2,429,477	4,947,240	9,472,481

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In addition, the Group is using the combination of the cash inflows from the financial assets and the available bank facilities to manage the liquidity. The below table presents the cash inflows from the financial assets:

2024	Less than 1 year QR'000	1- 2 years QR'000	2 - 5 years QR'000	More than 5 years QR'000	Total QR'000
Receivables	411,284	60,188	144,630	522,743	1,138,845
Due from related parties	68,834	-	-	-	68,834
Investment in equity instruments	317,211	41,050	-	-	358,261
	797,329	101,238	144,630	522,743	1,565,940

2023	Less than 1 year QR'000	1- 2 years QR'000	2 - 5 years QR'000	More than 5 years QR'000	Total QR'000
Receivables	3,292,506	61,564	146,024	495,956	3,996,050
Due from related parties	74,109	-	-	-	74,109
Investment in equity instruments	159,473	97,904	-	-	257,377
	3,526,088	159,468	146,024	495,956	4,327,536

Operational risk

Operational risk is the risk of direct or indirect loss arising from a Group of causes associated with the Group's processes, personnel, technology and infrastructure, and from external factors other than market, credit and liquidity risks such as those arising from generally accepted standards of corporate behaviour. Operational risks arise from all of the Group's operations.

The Group's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Group's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management within each department. This responsibility is supported by the development of overall Group standards for the management of operational risk in the following areas:

- requirements for appropriate segregation of duties, including the independent authorisation of transactions.
- requirements for the reconciliation and monitoring of transactions.
- compliance with regulatory and other legal requirements and documentation of controls and procedures.
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified.
- requirements for the reporting of operational losses and proposed remedial action.
- development of contingency plans.
- training and professional development.
- ethical and business standards.
- risk mitigation, including casualty insurance of assets and against embezzlement, where this is effective.

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Real estate risk

The Group has identified the following risks associated with the real estate portfolio:

- The cost of the development schemes may increase if there are delays in the planning process. The Group uses its own resources in the development of most of its projects, which employ experts in the specific planning requirements in the scheme's location in order to reduce the risks that may arise in the planning process, and utilizes the accumulated experience in contracting for the purpose of reducing development costs as compared to the relevant market.
- A major tenant may become insolvent causing a significant loss of rental income and a reduction in the value of the associated property (see also credit risk). To reduce this risk, the Group reviews the financial status of all prospective major tenants and decides on the appropriate level of security required via rental deposits or guarantees.
- The exposure of the fair values of the portfolio to market and occupier fundamentals.

Other risks

Other risks to which the Group is exposed are regulatory risk, legal risk, and reputational risk. Regulatory risk is controlled through a framework of compliance policies and procedures. Legal risk is managed through the effective use of internal and external legal advisors. Reputational risk is controlled through the regular examination of issues that are considered to have reputational repercussions for the Group, with guidelines and policies being issued as appropriate.

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consists of share capital, treasury shares, other reserves, general reserve and retained earnings of the Group. The Board of Directors monitors the return on capital, which the Group defines as net operating income divided by total shareholders' equity. The Board of Directors also monitors the level of dividends to the shareholders.

The Group's main objectives when managing capital are:

- to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders;
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk; and
- to remain within the Group's quantitative banking covenants.

Further, the Board seeks to maintain a balance between higher targeted returns that might be possible with higher levels of financing, and the advantages and security afforded by the strong capital position of the Group.

The Group's net debt to equity ratio at the reporting date was as follows:

	2024 QR'000	2023 QR'000
Finance cost bearing debts	13,060,237	13,615,406
Less: bank balances	(2,744,096)	(1,032,830)
Net debt	10,316,141	12,582,576
Total equity (excluding legal reserve & non-controlling interests)	20,160,284	19,741,269
Net debt to equity ratio at 31 December	51.17%	63.74%

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46. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgment in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. Detailed information about each of these estimates and judgements together with information about the basis of calculation for each affected line item are included in these consolidated financial statements.

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the consolidated financial statements.

- Estimation of fair value of investment properties – Note 12
- Estimation of net realizable value for trading properties – Note 7
- Estimation of current tax payable and current tax expense – Note 17
- Estimated useful life of property, plant and equipment – Note 13
- Estimated fair value of certain financial assets at fair value through other comprehensive income – Note 10
- Estimation of defined benefit pension obligation – Note 20
- Recognition of revenue – Notes 7, Note 12 and Note 28
- Recognition of deferred tax asset for carried forward tax losses – Note 17
- Impairment of Bank balances – Note 4
- Impairment of receivables – Note 6
- Impairment of due from related parties – Note 8
- Impairment of right-of-use assets – Note 14
- Impairment of associates – Note 15
- Impairment of goodwill – Note 16
- Impairment of non financial assets (i)
- Consolidation decisions – Note 43
- Classification of property – Notes 7, Note 12 and Note 13
- Determining the lease term – note 14 and Note 21
- Discounting of lease payments – note 14 and Note 21
- Going concern assessment
- Non-current assets held for sale – note 9

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

(i) Impairment of non financial assets

The Group assesses whether there are any indicators of impairment for all non financial assets at each reporting date. Goodwill embedded in the cost of acquisition of subsidiaries are tested for impairment annually and at other times when such indicators exist. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. When value in use calculations are undertaken, management estimates the expected future cash flows from the asset or cash generating unit and choose a suitable discount rate

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in order to calculate the present value of those cash flows.

Key assumptions used in value in use calculations:

The calculation of value in use for cash generating units relating to real estate projects are most sensitive to the following assumptions:

Gross margin

Gross margins are based on average values achieved in the period preceding the start of the budget period. These are increased over the budget period for anticipated efficiency improvements.

Discount rates

Discount rates represent the current market assessment of the risks specific to each cash generating unit, regarding the time value of money and individual risks of the underlying assets which have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the group and its operating segments and derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the group's investors. The cost of debt is based on the profit bearing Islamic financing, the group is obliged to service. Segment-specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually based on publicly available market data.

47. OTHER MATERIAL ACCOUNTING POLICY INFORMATION

IFRS 16 – LEASES

The Group as a lessee

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognized a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Group recognized the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

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The lease liability is presented as a separate line in the consolidated statement of financial position. The lease liability is subsequently measured by increasing the carrying amount to reflect finance cost on the lease liability (using the effective finance cost method) and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating finance cost rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group made adjustments during the year related to the renewal of lease agreements.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy (not part of this Appendix).

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in 'Other expenses' in profit or loss (see Note 31).

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As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Group has not used this practical expedient. For a contracts that contain a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Under IFRS 16, an intermediate lessor accounts for the head lease and the sublease as two separate contracts. The intermediate lessor is required to classify the sublease as a finance or operating lease by reference to the right-of-use asset arising from the head lease (and not by reference to the underlying asset as was the case under IAS 17).

The Group's leasing activities and how these are accounted for:

The Group leases various plots of land and buildings. Rental contracts are typically made for fixed periods ranging from 1 to 99 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

With effect from 1st January 2019, leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic finance cost on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

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

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

The lease payments are discounted using the rate implicit in the agreement, if applicable. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

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

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

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the statement of profit or loss. Short-term leases are leases with a lease term of 12 months or less.

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Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Fair value measurement

The group measures financial instruments, such as financial assets through profit or loss, financial assets at fair value through other comprehensive income, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.
- The principal or the most advantageous market must be accessible by the group

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, recognized the use of relevant observable inputs and recognized the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are recognized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** – Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- **Level 2** – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- **Level 3** – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing recognized on (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement, such as investment properties and unquoted financial assets at fair value through other comprehensive income. The management comprises of the head of the development segment, the head of the finance team, the head of the risk management department and the managers of each property.

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External valuers are involved for valuation of significant assets, such as investment properties and trading properties. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The management discusses and reviews, the group's external valuers, valuation techniques and assumptions used for each property.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management, in conjunction with the group's external valuers, also compares each changes in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

The group classifies its financial assets in the following categories; financial assets at fair value through profit or loss, Financial assets carried at amortized cost, and financial assets at fair value through other comprehensive income, as appropriate. All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Purchases or sales of financial assets that require delivery of assets within a time-frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the group commits to purchase or sell the asset.

Financial assets carried at amortized cost

loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective profit rate method, less any impairment losses. The losses arising from impairment are recognized in the consolidated statement of profit or loss.

Financial liabilities

The Group's financial liabilities include trade and other payables, due to related parties, obligations under Islamic finance contracts and lease liabilities.

Non-derivative financial liabilities

The Group initially recognized financial liabilities on the date that they are originated which is the date that the group becomes a party to the contractual provisions of the instrument.

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The Group recognized a financial liability when its contractual obligations are discharged, cancelled or expired.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default insolvency or bankruptcy of the group or counter party.

Impairment of financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in costs or principal payments, the probability that they will enter bankruptcy or other financial recognized on, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

For receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective profit rate. The carrying amount of the asset is reduced and the amount of the loss is recognized in the consolidated statement of profit or loss.

The reversal of the previously recognized impairment loss is recognized in the consolidated statement of profit or loss.

Assets classified as financial assets at fair value through other comprehensive income (FVTOCI)

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity investments classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired. If any such evidence exists for FVTOCI, the cumulative losses (measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognized in the consolidated statement of profit or loss) is removed from equity and recognized in the consolidated statement of profit or loss. Impairment losses recognized in the consolidated statement of profit or loss on equity instruments are not reversed through the consolidated statement of profit or loss. If, in a subsequent period, the fair value of a debt instrument classified as FVTOCI increases and the increase can be objectively related to an event occurring after the impairment loss was recognized in the consolidated statement profit or loss, the impairment loss is reversed through the consolidated statement of profit or loss.

Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a recognition basis. Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed (other than for goodwill) if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

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Tenant deposits

Tenant deposits liabilities are initially recognized at fair value and subsequently measured at amortised cost where material. These deposits are refundable to the tenants at the end of the lease term.

Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated financial statements are presented in 'Qatari Riyals' ("QR"), which is the group's presentational currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of profit or loss, except when deferred in other comprehensive income as qualifying cash flow hedges and qualifying net investment hedges. Foreign exchange gains and losses are presented in the consolidated statement of profit or loss within 'finance income or costs'.

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognized in the consolidated statement profit or loss, and other changes in carrying amount are recognized in the consolidated statement of comprehensive income.

Translation differences on non-monetary financial assets and liabilities such as equity instruments held at fair value through profit or loss are recognized in the consolidated statement profit or loss as part of the fair value gain or loss, Translation differences on non-monetary financial assets, such as equity instruments classified as financial assets at fair value through other comprehensive income, are included in the consolidated statement of comprehensive income.

Group companies

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- a. assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that financial position;
- b. income and expenses for each consolidated statement of profit or loss are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- c. all resulting exchange differences are recognized in the consolidated statement of comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognized in the consolidated statement of comprehensive income.

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48. APPLICATION OF NEW AND AMENDED INTERNATIONAL FINANCIAL REPORTING STANDARDS

The accounting policies adopted are consistent with those of the previous financial year, except for the following new and amended IFRS Accounting Standards recently issued by the IASB and International Financial Reporting Interpretations Committee (“IFRIC”) interpretations effective as of 1 January 2024:

48.1. NEW AND AMENDED IFRS ACCOUNTING STANDARDS THAT ARE EFFECTIVE FOR THE CURRENT YEAR

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2024 (unless otherwise stated).

Content	Effective date
Amendments to IFRS 16: Lease Liability in a Sale and Leaseback - IFRS 16	1 January 2024
Amendments to IAS 1: Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants	1 January 2024
Disclosures: Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7	1 January 2024

The new amendments had no impact on the Group’s 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 recognise 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 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 to require disclosure 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 consolidated financial statements in addition to the additional disclosures in note 22.

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Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7

The amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures 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 amendments had no impact on the Group's consolidated financial statements

48.2. NEW AND AMENDED IFRS ACCOUNTING STANDARDS IN ISSUE BUT NOT YET EFFECTIVE AND NOT EARLY ADOPTED

The new and amended standards that are issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Content	Effective date
Lack of exchangeability – Amendments to IAS 21	1 January 2025
IFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027

The Group has not early adopted any other standard or amendment that has been issued but is not yet effective.

Lack of exchangeability – Amendments to IAS 21

In August 2023, the IASB issued amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2025. Early adoption is permitted, but will need to be disclosed. When applying the amendments, an entity cannot restate comparative information.

The amendments are not expected to have a material impact on the Group's financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, which replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Furthermore, entities are required to classify all income and expenses within the statement of profit or loss into one of five categories: operating, investing, financing, income taxes and discontinued operations, whereof the first three are new.

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It also requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements (PFS) and the notes.

In addition, narrow-scope amendments have been made to IAS 7 Statement of Cash Flows, which include changing the starting point for determining cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and removing the optionality around classification of cash flows from dividends and interest. In addition, there are consequential amendments to several other standards.

IFRS 18, and the amendments to the other standards, is effective for reporting periods beginning on or after 1 January 2027, but earlier application is permitted and must be disclosed. IFRS 18 will apply retrospectively. The Group is currently working to identify all impacts the amendments will have on the primary financial statements and notes to the consolidated financial statements.

IFRS 19 Subsidiaries without Public Accountability: Disclosures

In May 2024, the IASB issued IFRS 19, which allows eligible entities to elect to apply its reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other IFRS accounting standards. To be eligible, at the end of the reporting period, an entity must be a subsidiary as defined in IFRS 10, cannot have public accountability and must have a Parent (ultimate or intermediate) that prepares consolidated financial statements, available for public use, which comply with IFRS accounting standards.

IFRS 19 will become effective for reporting periods beginning on or after 1 January 2027, with early application permitted.

As the Group's equity instruments are publicly traded, it is not eligible to elect to apply IFRS 19.



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