2024
ANNUAL REPORT

Al Meera الميرة

Your Favourite Neighbourhood Retailer

"In the Name of Allah Most Gracious Most Merciful."

His Highness,
Sheikh Hamad Bin Khalifa Al Thani

The Father Amir

His Highness,
Sheikh Tamim Bin Hamad Al Thani

Amir of the State of Qatar

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ABOUT **AL MEERA**

About us

Founded in 2005, Al Meera Consumer Goods Company (Q.P.S.C.) is Qatar's leading retailer, committed to delivering high-quality products at great value while ensuring a seamless shopping experience for customers. With a strong presence across the country, Al Meera continues to expand its network with over 70 hypermarkets, supermarkets, and convenience stores, reinforcing its position as the most accessible and trusted neighborhood retailer in Qatar. Recent store openings and renovations reflect Al Meera's dedication to modernization, enhancing store layouts and integrating digital innovations to elevate customer convenience.

Staying true to its promise of excellence, Al Meera upholds the highest standards in quality, food safety, and service, offering a carefully curated selection of fresh, locally sourced, and imported products at competitive prices. The company plays a pivotal role in supporting Qatar's food security strategy, actively promoting local suppliers and expanding its exclusive private-label brand, 'Al Meera Products.' At the same time, Al Meera remains at the forefront of digital transformation, continuously enhancing its online platform, Meera Rewards mobile app, and in-store technology to provide an optimized and efficient shopping experience.

Beyond retail, Al Meera is deeply engaged in community initiatives and sustainability efforts, introducing environmentally responsible practices such as waste reduction programs, energy-efficient store designs, and reverse vending machines at multiple locations. Through customer engagement initiatives like Meera Rewards and ongoing CSR programs, Al Meera continues to foster meaningful connections with the communities it serves.

With an unwavering commitment to growth, innovation, and sustainability, Al Meera remains focused on delivering excellence at every touchpoint, ensuring it remains the preferred retailer of choice in Qatar and beyond.

Vision

"The trusted retailer of choice,"

Mission

"Serving customers' daily needs conveniently,"

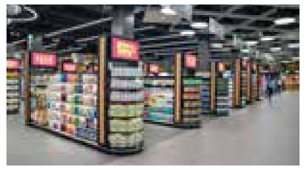
Corporate information and principal activities

Al Meera is listed in the Qatar Stock Exchange with issued capital of 206,000,000 shares at nominal value of QAR 1,00 per share.

The Group is organised into the following three operating segments:

- Retail operations which operates various hypermarkets, supermarkets and convenience stores across the State of Qatar and the Sultanate of Oman.
- Mall management, which comprises leasing of vacant shops and spaces in Al Meera community malls.
- Investment segment, which comprises equity and funds held as investment.

The Group has more than 60 stores operating throughout the State of Qatar and 6 stores in the Sultanate of Oman with consolidated net selling area of more than 100,000 sqm.



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BOARD MEMBERS & **BOARD OF DIRECTORS REPORT**

BOARD OF DIRECTORS

H.E. Abdulla Abdulaziz Abdullah Turki Al-Subaie

Chairman of the Board of Directors

Mr. Ali Hilal Ali Omran Al- Kuwari

Vice-Chairman of the Board of Directors

Prof. Dr. Khalid Ibrahim Al- Sulaiti

Member of the Board of Directors

H.E. Sheikh/ Fahad bin Falah bin Jassim Al Thani

Member of the Board of Directors

Mr. Mohammad Abdulla Al Mustafawi Al Hashemi

Member of the Board of Directors

Mr. Ahmed Abdullah Mohammed Al-Khulaifi

Member of the Board of Directors

Mr. Hetmi Ali Khalifa Al Hitmi

Member of the Board of Directors

CHAIRMAN'S MESSAGE

H,E, Abdulla Abdulaziz Abdullah Turki Al-Subaie
Chairman of the Board of Directors

In the Name of Allah, Most Gracious, Most Merciful

Dear Shareholders,

On behalf of myself and my esteemed colleagues on the Board of Directors, I am pleased to present to you this annual report, which reviews the performance of Al Meera Consumer Goods Company for the year 2024. The company has achieved excellent financial results, along with significant successes in many strategic areas.

Despite the challenges faced by the markets, Al Meera managed to maintain its leading position and once again demonstrated the strength of its financial performance and its ability to adapt to changing circumstances. We recorded financial results across various sectors, with total sales amounting to QAR 2.81 billion, net profits reaching QAR 560.3 million, and earnings of QAR 0.89 per share. These positive financial indicators reflect our commitment to providing added value to our shareholders and customers.

In line with our continuous ambition to expand the horizons of innovation as a key driver of sustainable growth, we have made significant progress in this direction through a long-term strategy and our ambitious journey toward comprehensive digital transformation.

Over the past year, Al Meera strengthened its position as a leader in advanced retail, continuing to adopt a sustainable innovation strategy with a focus on digital transformation, a focus that led to significant advancements in 2024.Following the opening Al Meera Smart, a fully automated, check-out free branch in 2023, the first of its kind in Qatar and the region, we continued to advance our digital retail offering with the launch of smart shopping carts in January 2024, the first in Qatar, further enhancing the in-store experience and reinforcing our commitment to delivering innovative and seamless shopping solutions for our customers.

In the field of sustainability, Al Meera expanded its environmental efforts by continuing its recycling machines initiative, distributing reusable bags, leading beach clean ups, and launching awareness campaigns in partnership with strategic local partners .

As part of our ongoing expansion strategy and steadfast commitment to delivering an enhanced customer experience, we proudly inaugurated our flagship branch in Ain Khaled/Umm Al Seneem, one of the largest branches in the history of Al Meera offering over 5500 square meters of state-of-the-art shopping experience for our valuable customers in addition to a range of retail outlets to serve the community. This new branch is a significant milestone in the continued growth of our retail network and a reflection of our dedication to providing greater accessibility and convenience to the communities we serve. The year 2024 also saw the commencement of construction for another modern branch in Al Mansoura, which will replace the previous location.

The new branch is scheduled for completion in the first quarter of 2024 and will further enhance our footprint in key urban areas. In parallel, we initiated comprehensive renovation works across six existing branches, including a full-scale renovation of our Hazm Al Markhiya branch, successfully completed in the third quarter of 2024. These upgrades are part of our broader effort to modernize facilities and enhance the overall shopping environment. The remaining renovations are on track for completion by Q1–Q2 2025, reaffirming our commitment to providing a refreshed, consistent, and seamless shopping experience across all Al Meera locations.

The achievements presented in this report for Al Meera in 2024 are the result of the continuous support of the wise leadership of His Highness the Emir of the State of Qatar, Sheikh Tamim bin Hamad Al Thani, may Allah protect him.

On behalf of the Board of Directors and all the employees of Al Meera, I am honored to extend my deepest gratitude and appreciation to His Highness for his wise directives that have led the State of Qatar to prosperity and progress, as well as to His Excellency Sheikh Mohammed bin Abdulrahman bin Jassim Al Thani, the Prime Minister and Minister of Foreign Affairs, for his continuous support and care.

In conclusion, I would like to express my sincere thanks and appreciation to our esteemed employees, whose efforts form the foundation of our success and progress, and to our valued shareholders, whose trust and continuous support remain a guiding light for all our endeavors, illuminating our path toward further progress and growth.

Together, we will continue, with Allah's help, to advance along the path of excellence, achieving our strategic objectives and even greater achievements.

Thank you,

Abdulla Abdulaziz Abdullah Turki Al-Subaie
Chairman of the Board of Directors

BOARD OF DIRECTORS REPORT 2024

In 2024, Al Meera continued to demonstrate strong performance as a leading national retailer, marked by strategic development and operational growth. This progress is clearly reflected in its strong financial results, including consolidated sales totalling QAR 2,81 billion, a gross profit of QAR 560,3 million (representing a 2.1% increase over 2023), and rental income of QAR 79,0 million. The net profit attributable to shareholders reached QAR 183,4 million, culminating in earnings per share of QAR 0,89.

During the reporting period, Al Meera also achieved other significant milestones, strengthening its market presence both online and offline. Al Meera Online and its home delivery service contributed 5–6% of total sales, reflecting year-on-year growth. On the ground, the company launched its new flagship branch in Ain Khaled/Umm Al Seneem, introducing an innovative retail concept that enhances the Al Meera shopping experience. By the time of this report's release, Al Meera will have also opened two new branches: a state-of-the-art branch in Mansoura aimed at elevating the shopping experience, and another new location in Al Thumama.

As part of its digital transformation, Al Meera introduced smart shopping carts, the first of their kind in Qatar. These carts, which allow customers to log in, scan items, and complete purchases seamlessly, were a major highlight at ConteQ Expo 2024, where Al Meera demonstrated how artificial intelligence is transforming the shopping experience. This comes after the opening of the first fully autonomous check-out free store in Qatar and the region, Al Meera Smart in 2023

Also on the digital end, Al Meera further integrated the SAP system into its operations, building upon the strategic partnership established with the global technology leader in 2023. This collaboration targets modernizing Al Meera's branches and services with advanced cloud solutions, directly contributing to its operational excellence and expansion plans and enhancing the experience for both customers and employees.

Furthermore, Al Meera continued to elevate the Meera Rewards program, designed to recognize and reward customer loyalty with valuable points, exclusive offers, and exceptional prizes. Notable initiatives included "30 Cars in 30 Days" campaign and the 2024 National Day campaign, which offered special promotions and prizes totaling 18 million reward points.

Alongside its continued geographic expansion in 2024, the company launched a renovation program covering six locations. Notably, the Hazm Al Markhiya branch was successfully revamped and reopened in the third quarter, showcasing a modern design, upgraded facilities, and an overall improved customer environment. The renovation of the remaining five branches is in progress and due for completion in the first and second quarters of 2025.

This year, Al Meera continued to prioritize and implement food safety and sustainability initiatives in line with its long-term strategy. Its Warehousing and Distribution Center achieved the prestigious ISO 22000:2018 Food Safety Management System certification from BSI, validating adherence to the highest global standards and bolstering its integrated management system (including ISO 9001:2015 for Quality Management, ISO 14001:2015 for Environmental Management, and ISO 45001:2018 for Occupational Health and Safety). In addition, Al Meera partnered with Earthna Center for a Sustainable Future, actively engaging employees and customers in environmental awareness campaigns and reinforcing its commitment to community-led sustainability.

Alongside its focus on innovation and sustainability, Al Meera remains firmly committed to supporting local industries. This year's National Product Week brought together suppliers, businesses, and customers in a celebration of Qatari-made products, driving strong engagement across its store network. Through targeted in-store promotions and marketing efforts, Al Meera reaffirmed its dedication to offering locally sourced goods while contributing to the development of Qatar's retail sector.

Looking towards the future, Al Meera's strategy remains centered on enhancing the customer experience by improving service, digitizing platforms, expanding self-checkout, and upgrading store aesthetics. Operationally, the focus will be on increasing efficiency and cost-effectiveness through technological advancements and streamlined processes to ensure operational excellence and deliver superior customer value.

The Board acknowledges the continued support of shareholders and strategic partners, as well as the dedication of Al Meera's employees and their tireless efforts in leading, implementing, and successfully executing the company's mission, vision, and strategic plans, which are vital to achieving the goals and aspirations of its valued shareholders and customers.

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15th CORPORATE GOVERNANCE REPORT
FOR THE YEAR 2024

Chairman’s Message

In the name of Allah, most gracious most merciful,

We, the Board of Directors of Al Meera Consumer Goods Company Q.P.S.C. are pleased to present the 15th Corporate Governance Report for the year 2025, covering the financial year ended December 31, 2024. This report forms an integral part of our Annual Report, reaffirming our commitment to the highest standards of corporate governance, transparency, and ethical business practices.

At Al Meera, we continue to uphold and strengthen governance principles, ensuring that our operations are conducted with justice, integrity, and accountability. We firmly believe that a strong governance framework is essential for sustainable growth, effective risk management, and protecting shareholder interests.

Throughout the year, the Board of Directors and Top Management have actively reviewed governance policies and regulations, overseeing their effective implementation across the company. We remain committed to ensuring full compliance with all regulatory requirements set by the State of Qatar and the Qatar Financial Markets Authority (QFMA).

This report serves as our annual disclosure of Al Meera’s governance code and best practices, in line with the Corporate Governance Regulations for Companies and Legal Entities Listed in the Main Market, as issued by QFMA.

On behalf of the Board of Directors and Top Management, I extend my sincere appreciation to our esteemed shareholders for their continued trust and support in Al Meera’s vision and strategic direction.

Chairman of the Board

Abdulla Abdulaziz Abdullah Turki Al- Subaie

15th Corporate Governance Report

1. Corporate Governance Report

Corporate governance includes an internal system that encompassing policies, individuals and processes aimed at achieving the interests of shareholders and other stakeholders, through effective direction and control of administrative activities using good governance in addition to objectivity and integrity.

We, at Al Meera, are committed to meeting the needs of our clients because we believe it will ensure meeting the expectations of other stakeholders. We also believe that good corporate governance provides an effective way to fulfill both the clients' expectations and the interests of stakeholders. We believe that corporate governance is an ongoing systematic practice and not just a legal obligation.

In order to better serve our customers and partners, Al Meera is committed to developing and supporting a corporate governance framework that reflects the highest standards of oversight, independence and transparency. The guiding framework for the establishment of the corporate governance structure was provided through the Corporate Governance Code for Companies and Legal Entities Listed in the Main Market issued by the Qatar Financial Markets Authority ("QFMA CGC") issued by Qatar Financial Markets Authority, Board Resolution No. (5) of 2016, while the general reference is to the applicable laws and other regulations of the State of Qatar and the Qatar Stock Exchange, in addition to the best practices of recognized international governance systems.

The Corporate Governance Report highlights the key elements of the corporate governance system and has been designed and implemented to include the corporate governance requirements of Al Meera Company for the fiscal year ending on December 31, 2024.

2. Board Assessment of Internal Control Over Financial Reporting

The Board of Directors of Al Meera Consumer Goods Company Q.P.S.C (the "Company") and its subsidiaries (the "Group") assumes full responsibility for establishing and maintaining the effective internal control over financial reporting (ICOFR). Financial ICOFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's consolidated financial statements for external reporting purposes in accordance with International Financial Reporting Standards (IFRS). The ICOFR includes controls over disclosure and procedures designed to prevent and detect material misstatements in financial reporting.

Risks in Financial Reporting:

The main risks in financial reporting are that the consolidated financial statements are not presented fairly because of unintentional errors, deliberate "fraud" or because the publication of consolidated financial statements is not done on a timely manner. Lack of fair presentation arises when one or more of the financial statements or disclosures contain omissions that may be material. Misstatements are considered material if, individually or collectively, they could impact the economic decisions that users make on the basis of the consolidated financial statements.

To mitigate these risks of financial reporting, Al Meera has established the applicable internal controls over financial reporting with the aim of providing reasonable, though not absolute, assurance against material misstatement. Management has conducted a formal assessment of the effectiveness of the design, implementation and operation of internal controls over financial reporting as of December 31, 2024 based on the framework and standards set in Internal Oversight - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

COSO recommends setting specific objectives to facilitate the design as well as the effectiveness of operational evaluation of the internal controls over financial reporting. As a result, when establishing the internal controls, management has adopted the following financial statement objectives:

- Existence or/Occurrence - the assets and liabilities actually exist and the 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 in the appropriate amounts.
- Rights, Obligations and Ownership Rights and obligations are recorded appropriately as assets and liabilities.
- Presentation and Disclosure - Classification, disclosure and presentation of financial reports appropriately.

However, any system of internal control including ICOFR, no matter how well managed and operated, can only provide reasonable but not absolute assurance, that the objectives of that control system will be achieved, and as such ICOFR disclosure controls, procedures or systems may not prevent all errors and fraud. Moreover, the design of the controls system should reflect the fact that resource constraints exist, and the benefits of controls in relation to their costs must be considered.

Organizing the Internal Control System

The departments and functions' directors bear the responsibility for coordinating the operational activities under their control to align with the strategy of Al Meera and to be in line with all internal policies "at all levels / business, group, function and country" and external regulations and laws that apply to business and functions.

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 Mitigate the Risk of Errors in Financial Reporting

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 the Design and Operating Effectiveness of Internal Control:

The group carried out an evaluation process for the ICOFR system for the financial year 2024, and the evaluation process included the adequacy of the design, and the effectiveness of the implementation and operation of the system of internal control over financial reports ICOFR, and the following was taken into account::

- The risk of errors in the items of the consolidated financial statements, taking into consideration some factors such as materiality and the susceptibility to errors in the financial statements.
- he susceptibility of identified controls to failure, given factors such as degree of automation, complexity, risk of management overrun, staff competence, and level of control required.

Collectively, these factors determine the nature and extent of evidence required by management in order to be able to assess whether the design and operation of the ICOFR system is effective or not. 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. Information from other sources also form an essential component of the evaluation since such evidence may either bring additional control issues to the attention of management or may corroborate findings.

Management's assessment included a review of the controls related to the following processes:

- Revenue
- Financial Closing and Reporting
- Treasury
- Investments
- Salaries of employees

- Salaries of employees
- Fixed Assets and Intangible Assets
- Procurement and General and Administrative Expenses
- Inventory management
- Shop rental income
- Goodwill

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

The result:

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 was designed, implemented, and operated effectively as of 31 December 2024.

3. The Board of Directors' report on the company's compliance with the applicable laws of the Qatar Financial Markets Authority and related legislation, including the corporate governance system for companies and legal entities listed on the main market (the "Regulations") as on December 31, 2024

Under the direction of the Board of Directors, Al Meera worked to develop and achieve compliance with the corporate governance code for companies and legal entities listed on the main market, where Al Meera contracted with a specialized international consulting firm to work jointly with the relevant officials in the company to reconcile the company and the requirements of the system. All relevant stakeholders of the Company participated in the efforts to comply with the provisions of the Regulations and related laws on the basis of the principle of transparency and cooperative action. In the first place, the management of Al Meera is responsible for having effective internal controls and processes that ensure compliance with all governance policies and maintaining such compliance, which is subject to oversight by the Legal Affairs Department and the Audit and Risk Committee.

Based on the review of the Company's Board of Directors and senior executive management, Al Meera has committed to applying the relevant principles and provisions of Qatar Financial Markets Authority, including the corporate governance code for companies and legal entities listed on the main market issued by the Qatar Financial Markets Authority for the financial year ending on December 31, 2024.

In addition to the efforts that have been made, the Company will continue its efforts to ensure compliance with the provisions of the Code. The company is committed to continuously reviewing its policies and procedures to ensure ongoing compliance with the relevant laws and regulations of the Qatar Financial Markets Authority.

Compliance with corporate law::

In accordance with the provisions of the Commercial Companies Law No. 11 of 2015 and its amendments by Resolution No. 8 of 2021, with its prior commitment to the provisions of this law, Al Meera has reconciled its status by amending the company's articles of association, and the amendment came to include the mandatory articles of the amended law, and for more information, please see the statement Amendments to the articles of association found on the company's website.

4. Shareholders

Al Meera values and respects the rights of its shareholders, which are established by the Articles of Association (AOA) to ensure that shareholders' rights are respected in a fair and equitable manner.

The established rights of the shareholders specifically include among others, priority in subscription of Al Meera's shares, access to share ownership records, rights of and attendance of annual and extraordinary general assemblies. The shareholder rights also include exercise of voting and the right of voting through proxies, rights on taking decisions on the distribution of dividends in the annual general assembly meeting. Shareholder rights extend to include calls for general assembly, setting and discussion of meeting agendas and the right to receive feedback on questions asked in addition to the method of voting on Board election, and participation in major decisions through General Assembly and so on.

5. Shareholding Information

Al Meera Consumer Goods Company (Q.P.S.C.) was established by the Law 24 of 2004 regarding transforming Consumer Co-operative Societies into a Qatari shareholding company. The decision number 40 of 2005 dated 28 February 2005 was issued by the Minister of Economy and Commerce to establish the Company in accordance with the provisions of Article No. 68 of Law No. 5 of 2002 regarding Commercial Companies and their Memorandum and Articles of Association. The Company's conditions were reconciled in accordance with the resolutions of the Extraordinary General Assembly held on 5 October 2016, under Law No. 11 of the year 2015 issuing the Commercial Companies Law and the provisions of the Memorandum of Association and the amended Articles of Association.

The capital of the Company is QAR 206,000,000, which is divided into 206,000,000 shares, after share split, at a nominal value of QAR 1 per share.

The Extraordinary General Assembly, in its meeting held on May 29, 2024, approved increasing the foreign ownership limit to 100% of the company's total capital. The company has also obtained approval from the relevant authorities regulating foreign capital investment in economic activities. Currently, the company is in the process of finalizing the documentation for the amended Articles of Association.

Al Meera was listed on the Qatar Stock Exchange on 28 October 2009 (Al Meera ticker symbol: MERS) in the light of the following contribution:

Shareholders	Shares held	Shareholding Percentage
Qatar Holding L,L,C,	53,560,000	26%
Shareholders of Private Sector	152,440,000	74%

The amended articles of association of the company specify that Qatar Holding Company owns 26% of total shares, and that the total number of shares owned by a shareholder should not exceed 5% of the company's total shares. **Hence, we would like to disclose the contribution of the General Retirement and Social Insurance Authority as of December 31, 2024, as it owns 5.491%, equivalent to 11,311,386 shares of the total shares of the Company.**

In line with the company's commitment to adhere to the maximum amount that any shareholder can own in the company, Al Meera, for the purpose of reviewing the shareholder register, obtains accurate information and an updated copy of the shareholder register, which is retained by the company.

6. The Board of Directors, Board Committees and the Senior Executive Management

The Board is entrusted by the shareholders with the authority to govern the Company, oversee its business activities and operations and to provide effective governance over the Company's key affairs. The responsibilities of the Board of Directors are set out in the Company's Articles of Association, Corporate Governance Framework, and more clearly defined in the Board Charter in compliance with QFMA Corporate Governance Code Article 8, which can be accessed on the Company's website.

To provide an organized and focused means of achieving the Company's goals and to properly address specific or specialized issues in a timely manner, the Board has established the following Board Committees in accordance with Governance Code and leading practices:

- Audit and Risk Committee
- Nomination and Remuneration Committee
- Tenders and Auctions Committee

For additional information of Board Committees, please refer section 8.

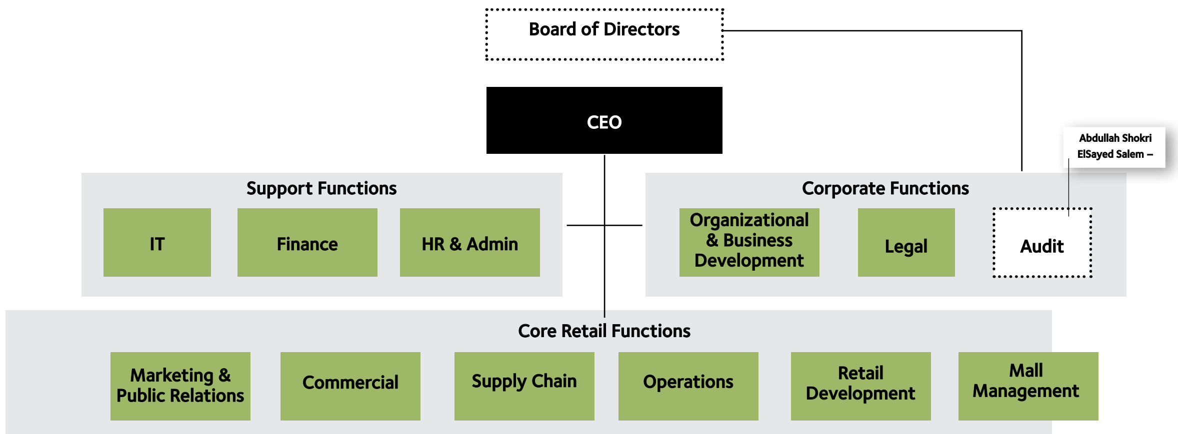
In addition, the Board has delegated the daily management tasks of the Company to the Chief Executive Officer, subject to clear instructions and within the bounds of their delegated authority, while the Board has the ultimate responsibility of the governance of the Company, some of the duties and tasks delegated to the Chief Executive Officer are as follows:

- Develop and implement Board approved strategy and key business plans reflecting long-term objec-tives and priorities.
- Implement corporate governance framework approved by the Board.
- Assuming full responsibility to the Board for all aspects of Al Meera operations and performance.
- Build and maintain an effective management team.
- Maintain ongoing dialogue with the Board and Chairman.
- Ensure adequate operational planning, risk management and internal control systems are in place.
- Closely monitor operations and financial results in accordance with the plans and budgets.

- Represent Al Meera to major customers, professional associations, service providers and regulators, and maintain effective internal and external public relations and act, in conjunction with the Chairman of the Board, as Al Meera authorized liaison officer with the media for press releases etc.
- Spearhead major Al Meera initiatives.

Mr. Roger Joseph Ferzli is the Acting CEO of Al Meera Group. Executive management profiles can be found on Appendix 2.

Organizational Structure of the Group's Main Departments



As of 31 December 2024, the executive management members do not own any shares in the company.

7. The Delegation of Authority

Delegation of authorities and roles and responsibilities of each of the functions has been documented in governance documents, with clear authority limits, strict adherence to the principle of dual signatory principle, and controls over the licensing of commercial transactions. The Board of Directors also adopted the operational policies and procedures, according to the specialized studies carried out by a group of expert consultants. The company will continue the follow up on updating the charters and the company's governance policies and practices ensuring compliance to any new instructions or requirements.

7.1. Board Charter

In accordance with the provisions of the Code, the Board has amended the Board Charter to reflect the requirements of the Governance Code for Companies and Legal Entities Listed on the Main Market issued by Qatar Financial Markets Authority pursuant to Decision No. 5 of 2016, the Board charter details the Board's functions, rights, duties and responsibilities to assist in the exercise of its powers and fulfilment towards the Company. The amended Board Charter is published on the Company's website for general reference by the stakeholders.

7.2. Code of Conduct

The Board believes that working according to the highest level of honesty and integrity is of paramount importance to protect the interests of Al Meera, its shareholders, and its customers. Therefore, the Board of Directors and the Senior Executive Management are committed to the highest standards of integrity and professional behavior in the practice of operational activities, in accordance with the rules of professional conduct approved by the Board

7.3. Board Composition

In accordance with Articles of Association, Al Meera's Board is currently composed of seven (7) members of whom Two (2) members are nominated by Qatar Holding L.L.C., from whom a Chairman is selected. The remaining five (5) Members are elected by way of a secret ballot involving the shareholders at the Annual General Assembly.

Details of our distinguished Board members are included in "Board members" section in Appendix 1:

Board members session (2022-2024)

No,	Name	Role	First Appointment	Representing	Status	Shares Owned Upon Election	Shares Owned as of 31-Dec-2024
1	H.E/Eng. Abdulla Abdulaziz Abdullah Turki Al- Subaie	Chairman	March 2022	Qatar Holding	Non- Independent	Not applicable	-
2	Mr. Ali Hilal Ali Omran Al- Kuwari	Vice Chairman	March 2022	Qatar Holding	Non- Independent	Not applicable	4,367
3	Prof. Khalid Ibrahim Mohammed Abu Yaqoub Al-Sulaiti	Member	March 2022	Shareholders	Independent	236,959	244,067
4	His Excellency Sheikh / Fahad bin Falah bin Jassim Al Thani A representative of the White Rock Trading and Contracting Company	Member	March 2022	Shareholders	Independent	331,757	341,709
5	Mr, / Ahmad Abdulla Mohamed Al Khulaifi	Member	March 2022	Shareholders	Non- Independent	20,000	20,600
6	Mr, Mohammad Abdulla Al Mustafawi Al Hashemi	Member	March 2022	Shareholders	Independent	23,610	24,318
7	Mr. Hetmi Ali Khalifa Al-Hitmi A representative of Ali bin Khalifa Al-Hitmi and Partners Company	Member	March 2022	Shareholders	Independent	665,552	20,601

7.4. Board Meetings

Board meetings are conducted regularly, given that there should be no less than (6) Board meetings in the annual financial year, Al Meera's Board of Directors held (7) meetings in 2024.

Board meetings	Meeting date	Attendees	Absentees
1	12/2/2024	7/7	0
2	30/3/2024	7/7	0
3	30/4/2024	7/7	0
4	05/8/2024	7/7	0
5	28/10/2024	6/7	1
6	03/11/2024	7/7	0
7	11/11/2024	7/7	0

7.5. Board Activities During the Year 2024

In 2024, the Board of Directors achieved a number of key governance goals and supervised the implementation of a number of key successful initiatives, including:

- Approval of the consolidated and audited financial statements for the fiscal year 2024.
- Approval of the estimated budget for the financial year 2024
- Approval of the agenda of the Ordinary General Assembly for the year 2025 for the year ending 2024
- Approval of some bids.
- Discuss the modernization/development of the company's operational processes.
- Discussing some investment initiatives in Al Meera.
- Discussing some legal issues related to Al Meera.
- Discussing the reconciliation of the company's situation in accordance with the amendments to the Commercial Companies Law No. 8 of 2021
- Evaluate the performance of the senior executive management and evaluate the overall perfor-mance of the company as a whole.
- Evaluate the activities of the Board of Directors' committees and review the annual committees' work reports.
- Approved the Policy on Dealing with Financial Service Providers to ensure proper governance and transparency in financial transactions.
- Approved the Policy on Compliance with Laws and Regulations, reinforcing the company's com-mitment to adhering to all applicable legal and regulatory requirements.
- Discussion and approval of the proposal to increase the foreign ownership limit in the company's capital to 100%, and recommending it to the Extraordinary General Assembly, which was approved by the Extraordinary General Assembly in its previous meeting.

7.6. Board Member Induction and Ongoing Educational Development

Al Meera has developed a structured induction and educational programme for new Board Members upon their appointment to become familiar them with all aspects of Al Meera's business activities, the company structure, management and all other information enabling the said Board Member to assume his/her responsibilities. During the year 2024, the Company conducted a training session to the current board members on Corporate Governance.

7.7. Prohibition of Combining Positions

The company has ensured the separation of roles between the Chairman of the Board of Directors and the Chief Executive Officer, and that the Chairman of the Board of Directors is not a member of any of the Board's committees. Furthermore, the Chairman and all other members of the Board of Directors provided, a written acknowledgment, for the year 2024, affirming their commitment not to combine prohibited positions in accordance with the provisions of article 7 of the Corporate Governance code

7.8. Duties of the Chairman of the Board

The Chairman is responsible for ensuring the proper functioning of the Board in an appropriate and effective manner, including timely receipt of complete and accurate information by the Board Members and his duties and responsibilities include, but are not limited to, chairing the Board and general meetings ensuring efficient conduct of meetings, encouraging effective participation of Board members. The Chairman's role also mandates the approval of the Board meeting agenda, facilitating effective communication with shareholders, and conveying of their opinions to the Board of Directors, and annual evaluation of Board performance.

7.9. Duties of Board Members

Board members are committed to their duties and responsibilities owed to the company as stipulated in the Board Charter and in accordance with Law and under Article 12 of the Corporate Governance Code specifically and QFMA Corporate Governance Code.

In addition, the Chairman, Board members, and senior executive management members commit not to engage in any activities that would compete with the company, or to trade in their personal interest or the interest of others in one of the branches of the activity conducted by the company, unless he obtains approval from the General Assembly. Otherwise, the company has the right to demand compensation, or the actions undertaken may be considered on behalf of the company.

The Chairman and members of the Board of Directors and members of the Senior Executive Management are also obligated to disclose to the Board any interest, direct or indirect, that he has in the transactions and dealings conducted on behalf of the company. The disclosure includes the type, value and details of such transactions, the nature and extent of the interest accruing to them, and a statement of the beneficiaries thereof.

The members of the Board of Directors are obliged under the Articles of Association not to sell or mortgage the Company properties or enter into loan contracts exceeding a term of three years without the approval of the General Assembly of the General Assembly. The debtors' discharge is not provided for in the Articles of Association; however, the bad debt may be written off by the Board in some cases and under specific applicable mechanisms in accordance with the company procedures.

The Chairman and members of the Board of Directors and members of the Senior Executive Management are also obligated to disclose to the General Assembly the jobs they occupy and the positions they hold in a personal capacity or as a representative of a legal entities, periodically in the annual governance report within the personal CVs provided of each of them.

7.10. Board Membership and Members Qualifications

During the meeting of the Ordinary General Assembly in April 14, 2025 (5) members of the Board of Directors of Al Meera who represent the shareholders of the private sector, will be elected, while Qatar Holding Company will appoint (2) other members representing the government.

The Nomination and Remuneration Committee undertakes the task of nomination and relies on a mechanism based on clear and objective criteria for accepting nominations. The Committee proposes members of the Board of Directors for election by the General Assembly, considering the requirements of Commercial Law No. 11 of 2015 and its amendments, and the corporate governance code issued by the Qatar Financial Markets Authority in this regard. The committee also supervises the annual performance assessment for the Board of Directors and its committees. The Board of Directors' membership candidates are required to submit a written declaration, stating their commitment not to combine prohibited positions and the membership of the Board.

The members of the Board of Directors possess the knowledge and experience necessary to perform their duties in a manner that serves the interest of the Company. Additionally, they dedicate their time and attention throughout their term of office, to effectively perform their duties. Moreover, they also meet the membership requirements of the Board of Directors, as stipulated in Article No. (5) of the Corporate Governance Code issued by the Qatar Financial Markets Authority, in compliance with Article No. (6) of the Corporate Governance Code issued by the Qatar Financial Markets Authority, one third of the Board of Directors of Al Meera is composed of independent members.

Conditions that must be met by a member of the Board of Directors (conditions for the validity of candidacy):

A Board member must be qualified, have sufficient knowledge of administrative matters, and have the appropriate experience to perform his duties effectively. He must devote sufficient time to carry out his work with integrity and transparency in a manner that achieves the company's interests, goals, and objectives, A member of the Board of Directors is required to:

1. The nominee's age shall not be less than twenty-one years and enjoy of full capacity.
2. The nominee must not have been previously convicted of a felony, or a crime involving breach of honor or trust, or one of the crimes stipulated in Articles (334) and (335) of the Commercial Companies Law No. (11 of 2015), or Article (40 of Law No. (8) of 2012 regarding the Qatar Financial Markets Authority, or be prohibited from practicing any business in the entities subject to the Authority's supervision under Article (35, Paragraph 12) of Law No. (8) of 2021, or that he has been sentenced his bankruptcy, unless he has been rehabilitated.
3. The nominee must be a shareholder and owner of no less than (20,000) of the company's shares when he submits the application for candidacy, and they are deposited with the depository or in one of the approved banks, within sixty days from the date of starting the membership, and they continue to be deposited without negotiation, mortgage or reserved. Until the term of membership ends and the budget for the last fiscal year in which the member carried out his duties is approved.

The nominee must submit a written declaration acknowledging that he does not hold any position that is legally prohibited for him to combine with Board membership. In all cases, the company is obligated to send a list of the names and details of Board member candidates to the regulatory authority for approval at least two weeks before the designated date for the Board elections, accompanied by the CV of each candidate and a true copy of the nomination requirements, and the allocation of the shares referred to in the previous paragraph to guarantee the rights of the company, shareholders and creditors. And third parties for the responsibility that falls on the members of the Board of Directors, and if the member does not provide the guarantee in an aforementioned manner, his membership is invalid.

One-third of the company's board of directors shall be independent, and the majority of its members shall not be dedicated to managing the company or receiving remuneration therein.

The Articles of Association of Al Meera Company do not include allocating one or more seats on the Board to represent the minority in the company, nor to represent its employees.

The governance system issued by the Authority or the Qatar Central Bank, as the case may be, identifies cases that are inconsistent with independence.

Independent members are exempted from the requirement to contribute to or own the shares of the company.

If a member of the Board of Directors loses any of these conditions, his membership status ceases from the date of losing that condition.

7.11. Performance Assessment of the Board of Directors

A self-assessment of the Board for the year 2024 was conducted in accordance with the requirements of the Corporate Governance Code issued by the Qatar Financial Markets Authority. To evaluate the performance of the Board and its committees according to a specific questionnaire developed by the Nomination and Remuneration Committee, that include criteria on contributions and interaction, quality of input, understanding of roles, responsibilities and main tasks and the relationship with the senior executive management. The evaluation process also considered the key components of the formation and composition of the Board and its responsibilities.

The Chairman of the Board of Directors made a comprehensive evaluation of the Board as a whole and its committees, and the Top Management as well, to determine whether the Board and its committees, and the Top Management, are optimally effective. The Nomination and Remuneration Committee reviewed the evaluation results and submitted a report to the Board of Directors evaluating the overall performance of the Board and its committees for the fiscal year 2024.

Furthermore, Executive management's performance was also assessed. The Committee's assessment concluded that the Board of Directors, its committees and members were committed to the interests of the company and that the executive management is commitment to implementing the internal control and risk management system, considering grievances, complaints, proposals, reports and the manner of addressing the same.

8. Board Committees

The Board has established three committees: the Audit and Risk Committee, the Nominations and Remuneration Committee, and the Tenders and Auctions Committee. This was done to facilitate the Board's work and assist in fulfilling its responsibilities and decisions as required by Corporate Governance Code. The composition of the Board's committees is as follows:

No,	Board of Directors	Status	Audit and Risk Committee	Nomination and Remuneration Committee	Tenders and Auctions Committee
1	H.E/Eng. Abdulla Abdulaziz Abdul-lah Turki Al-Subaie (Chairman)	Non-Independent	-	-	-
2	Mr. Ali Hilal Ali Omran Al- Kuwari (Vice Chairman)	Non-Independent	-	-	Committee-Chair
3	Prof. Khalid Ibrahim Al- Sulaiti (Member)	Independent	-	Committee Chair	Committee Member
4	His Excellency Sheikh / Fahad bin Falah bin Jassim Al Thani (Mem-ber)	Independent	Committee-Chair	-	-
5	Mr. Ahmed Abdullah Mohammed Al-Khulaifi (Member)	Non-Independent	Committee Member	-	-
6	Mr. Mohammad Abdulla Al Mus-tafawi Al Hashemi (Member)	Independent	-	Committee Member	Committee Member
7	Mr. Hetmi Ali Khalifa Al Hitmi (Member)	Independent	Committee Member	Committee Member	-

8,1, Audit and Risk Committee

The committee assists the board of directors in carrying out its supervisory and oversight duties to ensure the integrity of the company's financial statements. It advises the Board of Directors on the efficiency and effectiveness of internal control systems and the arrangements that must be made to manage risks. The Committee is also tasked with ensuring the independence and objectivity of the internal and external audit functions. Members of the Audit and Risk Committee shall have the experience necessary to perform the duties and responsibilities of the Committee.

Committee was established by the Board since 2005, the committee submitting reports to Board of Directors regarding the reviewing of effectiveness, efficiency of internal control systems during the financial year and until the date of approval the financial statements.

The Audit and Risk Committee consists of 3 members and a secretary:

No,	Independence	Membership	Position	Name
1	His Excellency Sheikh / Fahad bin Falah bin Jassim Al Thani	Board Member, Non-Executive	Chairman	Independent
2	Mr./ Hetmi Ali Khalifa Al Hetmi	Board Member, Non-Executive	Member	Independent
3	Mr. / Ahmad Abdulla Mohamed Al Khulaifi	Board Member, Non-Executive	Member	Non-Independent
4	Mr. / Elsayed Mohamed Salem Mohamed	Executive - Internal Audit Lead	Secretary	-

The Audit and Risk Committee met 8 times during the year 2023

Number of Attendees	Meeting Dates	Number of committee meetings
3/3	February 22, 2024	1
3/3	March 30, 2024	2
3/3	April 30, 2024	3
3/2	May 27, 2024	4
3/3	August 05, 2024	5
3/3	October 28, 2024	6
3/3	November 25, 2024	7

The responsibilities of the Committee are documented in its current charter as follows:

- Review the Audit and Risk Committee Charter, the Internal Audit Charter, and recommend changes or updates to the Board on an annual basis.
- Recommend external auditor candidates to the Board, approve their fees, review the scope and results of the audit, and evaluate its effectiveness.
- Confirm and assure the independence of the internal audit function and the external auditors, including the review of management consulting services and associated fees provided by the external auditors, all on an annual basis.
- Collaborate with other Committees, the management, the Head of Internal Audit and Compliance and external auditors, the significant risks or exposures that exist and assess the steps Management has taken to mitigate these risks on the Company.
- In consultation with the Head of Internal Audit and the external auditors, consider the scope and plan of the internal and external audit.
- Review with the Head of Internal Audit and the external auditors, the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of audit resources.
- In cooperation with the Director of Finance and the external auditors, upon completion of the quarterly review and annual examination, the audited quarterly and annual financial statements, annual audited financial statements and related footnotes, and the integrity of the company's financial reports are reviewed in accordance with the applicable accounting principles of the company.
- The Audit and Risk Committee reviews the quarterly and annual financial results and recommends to the Board of Directors to approve it.
- Examine any relevant major observations or recommendations by the external and internal auditors with management responses thereto.
- Study any material changes required in the external auditors' audit plan, any serious difficulties or disagreements with management encountered during the audit process and finding solutions to it, and to any other issues related to the audit process.
- Annual review of the following in cooperation with the management and the head of internal audit:
  - The significant observations made by the internal audit during the year, and the management responses related to it.
  - The effectiveness of the company's internal control over the management system, business, technology, practices, and risks.
  - Any changes required in the scope planned by the Head of Internal Audit.
- Review the company's dealings with related parties, and the inappropriate activities of the company (if any), and to which extent they are subject and complied with the controls related to those transactions.

- Review legal and regulatory issues that may have an impact on the financial statements, related compliance policies, programs, and regulators' reports.
- Meet the Head of Internal Audit and Compliance Officer, the external auditors, other committees, and management in separate executive sessions to discuss any matters that should be discussed with the Audit and Risk Committee.

The committee has succeeded in completing many of its tasks in 2024, the most prominent of which are the following:

- Reviewing the offers of the external audit firms to assess the data for the financial year 2024 and to verify that the appropriate controls are in place for selecting the most appropriate offer of them.
- Selection of the external audit firm, PWC, to review the financial statements for the financial year 2024.
- Supervising and reviewing the accuracy and validity of the consolidated financial statements for the year 2023.
- Supervising and reviewing the accuracy and validity of the financial statements for the first quarter of 2024.
- Supervising and reviewing the accuracy and validity of the financial statements for the first half of 2024.
- Supervising and reviewing the accuracy and validity of the financial statements for the third quarter of 2024.
- Meeting with the Internal Audit Department and discussing the quarterly periodic reports (every three months) submitted by the Internal Audit Department on internal control work during the year 2024 and monitoring the achievements of the Internal Audit Department in accordance with the approved audit plan.
- Discussing the Internal Audit Department's report on the Board Secretary & Committees along with re-lated recommendations.
- Discussing the Internal Audit Department's report on the Marketing & Public Relations department along with related recommendations.
- Discussing the Internal Audit Department's report on the Commercial Income along with related rec-ommendations.
- Discussing the Internal Audit Department's report on the Cash Management along with related rec-ommendations.
- Discussing the Internal Audit Department's report on the Payments Review along with related recom-mendations.
- Discussing the Internal Audit Department's report on the Supply Chain & Warehousing along with re-lated recommendations.
- Discussing the Internal Audit Department's report on the Staff Accommodation & Transportation along with related recommendations.
- Discuss & approve the internal audit plan for the year 2024 & 2025.
- Discussing the company's risk report for the fourth quarter of 2023 on the risks identified by the execu-tive management and prepared by (Moore) Risk Consultant at Al Meera.
- Approve the internal audit department new structure.
- Discussing the Internal Audit Department's report on the Operations department along with related recommendations.
- Discussing the Internal Audit Department's follow up reports for the previous audit reports and the sta-tus of recommendations.
- Discussing and approving the internal control systems on the financial reports applied in the company according to the requirements of governance.
- Discussing the company's risk report, prepared by (Moore) Risk Consultant at Al Meera, for the period of first and second quarter of 2024 on the risks identified by the executive management.
- Discussing the Internal Audit Department's report on the Health & Quality along with related recom-mendations.
- Discussing the Internal Audit Department's report on the General & Admin Expenses along with related recommendations.

8.2. Nomination and Remuneration Committee

The Remuneration and Nominations Committee was established since 2012 by the Board. The Nomination and Remuneration Committee is concerned with several specific matters in accordance with the Charter of the Nomination and Remuneration Committee approved by the Board of Directors, which includes the following:

- Nomination of key members and executives.
- Drafting Company Management Succession Plan to ensure prompt recruitment of suitable replace-ment for company vacancies.
- Remunerations of the members of the Board of Directors and key executives.
- Board annual evaluation.

Most of the committee members are those with organizational and administrative experience, and they were appointed by virtue of a decision issued by the Board of Directors. The Remuneration and Nominations Committee met two (2) times during the year 2024, and attendance met the legal quorum.

Number of Attendees	Meeting Dates	Number of committee meetings
3/3	30th March 2024	1
3/3	23rd December 2024	2

The committee comprises of the following members:

No,	Independence	Membership	Position	Name
1	Prof. Dr. Khalid Ibrahim Al- Sulaiti	Board Mem-ber, Non – Executive	Chairman	Independent
2	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi	Board Mem-ber, Non – Executive	Member	Independent
3	Mr. Hetmi Ali Khalifa Al Hitmi	Board Mem-ber, Non – Executive	Member	Independent
4	Dr. Abdullah Alaaeldin El Hakeem	Legal Manager & BOD Sec- Legal and Compliance Dept.	Secretary	-

The most prominent tasks of the Committee during 2024 are listed below:

The following topics were discussed:

- Examining the policy of employee allowances and remunerations of the Board of Directors, the Execu-tive Management and the Secretary of the Board of Directors.
- Discuss and approve the employee bonuses for the year ending 2023.
- Evaluating resumes for the position of Chief Executive Officer (CEO).
- Discuss Board of Directors bonus for the year ending 2023.
- Discuss and approve the committee annual report for the year ending 2023

The most prominent decisions and tasks of the committee accomplished during the year 2024:

- Reviewing the annual committee report, which includes an evaluation of the activities of the Board of Directors and its committees.
- Considering the proposal for bonuses for Board members for the year ended 2023.
- Considering the proposal for employee bonuses for the year ended 2023.
- Reviewing the bonuses for the executive management and the Board Secretary.

Other topics related to the year ending 2024:

- Submitting an annual report on the committee's performance during the year 2024 to the Board, including its activities and recommendations.
- Submitting an annual report to the Board that includes a comprehensive analysis of the Board's performance for the year 2024, identifying strengths and weaknesses and its suggestions. And its proposals, in accordance with the provisions of Article (18/7) of the Governance Regulation issued by the Authority.
- Review the annual self-assessment submitted by the Board members and the CEO.
- Considering and recommending employees' remuneration and annual allowances and approving bonuses in accordance with the Company's personnel policy for the fiscal year ended December 31, 2023.

- Considering and recommending the remuneration of the Board of Directors, Executive Management and the Secretary of the Board for the year ended December 31, 2023 and year ended December 2024.
- Submitting the list of Nominees for membership in the company's Board of Directors for the Term 2025-2027 to the Board and the Authority for approval.

For information about the remuneration of the Board of Directors and the senior executive management, please refer to Note No. (25) "Disclosure of Related Parties" within the audited and consolidated financial statements for the year ending in 31 December 2024.

8.3. Tender and Auction Committee

The Tenders and Auctions Committee was established by the Board in 2006 to ensure that the company has an efficient and effective purchasing decisions. Additionally, the implementation of business works and acquired services is realized through the best means and conditions with the least possible cost. The Tenders and Auctions regulation sets out the terms of reference for the Committee.

The Committee comprises of six (6) members, an observer, and a secretary:

No,	Name	Role
1	Mr. Ali Hilal Ali Omran Al- Kuwari	Chairman
2	Prof. Khalid Ibrahim Al- Sulaiti	Member
3	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi	Member
4	Assets & Property Director	Member
5	Finance Director	Member
6	Legal Affairs Director	Member
7	Internal Audit staff	Observer
8	Senior Administrative Coordination Officer	Secretary

The committee has met (23) times during the year 2024, and the following are their responsibilities:

- Issue tenders and receive bids.
- Study and evaluate technical and financial evaluation reports in light of what the applicant (bidder) has proposed.
- Issue decisions concerning the tenders or provide recommendations on the most appropriate bid, in accordance with the provision and procedures set out in the "Tender and Auction Regulation".
- Prepare minutes of each Meeting, which are signed by the Committee Chairman and the attending members at the end of each meeting, for record purposes as to the works and recommendations of the Committee.

9. Board Secretary

The Board has appointed a Board Secretary, who is also handling the additional responsibility of the Company's Legal and Compliance Director.

The Board Secretary provides administrative support to the Chairman, Board members and the Board committees, to ensure the compliance to the law and to facilitate the execution of their functions. It also coordinates between the Chairman and the members of the Council, the members, as well as the Council, stakeholders and shareholders, including shareholders, management and staff.

The Board Secretary is additionally responsible for ensuring that the correct Board procedures are followed and advising the Board on all legal and Corporate Governance matters.

10. Internal Control System

The Board of Directors is responsible for the company's internal control system, and the Board has approved a comprehensive set of documents including the organizational structure, grade and salary structure, job descriptions, policies and procedures, and the delegation of financial and operational authority to regulate the company's operations. The council has ensured, through existing delegations of authority, that no individual has unfettered powers.

11. Internal Audit

Al Meera has an independent internal audit function that reports to the Audit and Risk Committee of the Board of Directors. The risk-based internal audit plan is prepared by the Internal Audit Department, approved and approved by the Audit and Risk Committee, which covers the various areas of Al Meera's operations. The internal audit function has access, at all times, to all accounts, books, records, systems and individuals in order to fulfill its audit responsibilities.

The Internal Audit Department reviews the business and technical processes to identify risks, reviews the controls set to reduce those risks, and makes recommendations. The internal audit staff has the independence to report objectively on any issues without being bound by the chain of command. The Internal Audit Department staff monitors and supports the governance structure and activities to ensure its continued effectiveness.

The Internal Audit Department submits quarterly periodic reports to the Audit and Risk Committee, including, but not limited to, the extent of compliance with internal control systems and the management of risks facing the company.

12. Risk Management

The Board of Directors has overall responsibility for managing risk in the Company and for promoting appropriate risk management practices within the Company. Al Meera has established a risk management framework and an independent risk management function. The objective of the Company's risk management process is to assess, address and control internal and external risks that may affect the achievement of Al Meera's strategic plan.

Al Meera has clear systems, policies and procedures regarding risk management to ensure comprehensive risk management. The role of the risk management function falls under the purview of the Audit and Risk Committee, the internal audit planning process is enhanced by aligning the risk-based internal audit plan with the company's risk profile.

Risk Management Approach

Al Meera's risk management framework is in line with the components of the COSO Model, which support monitoring, recording, analysis and reporting on risks. Al Meera's business risk register is subject to a periodic review on a quarterly basis as it is prepared by the company's management team for each business unit. The register is then compiled and reviewed by an expert consulting company, and it is presented to the Chief Executive Officer to review and evaluate the most prominent risks and risk mitigation plans. This process forms the basis of the report that is submitted to the Company's Audit and Risk Committee.

Through its risk management consultancy, Meera has identified the risks facing the same and its methods of assessment and management. Quarterly reports presented to the Audit and Risk Management Committee, Meera has made a comparative analysis of the risks facing the company to be delivered to the Board by the Audit and Risk Committee.

The Board determines the level of risk acceptable to the Group with respect to its core operations by setting appropriate limits for management's commitment, taking into account risk indicators, the nature and volume of the Group's business and operations, and discussing the systems adopted to discuss radical or unforeseen changes in the Market. The Board has delegated the task of identifying and assessing the risks of the company's main business to the Audit and Risk Committee, which will be responsible for developing and implementing an appropriate system of internal controls for the requirements of risk management.

13. Compliance with Qatar Financial Markets Authority laws and related legislation, including its Corporate Governance Code

The Company's Legal Affairs Department continuously informs the Board of Directors and the Senior Executive Management about the development of new or amended laws and regulations, and the company consistently strives to comply with all new or amended laws and regulations. It's worth noting that Al Meera did not incur any financial sanctions or penalties imposed by the Qatar Financial Markets Authority during the year 2024 as a result of its non-compliance with any provisions of the laws of the Qatar Financial Markets Authority and related legislation, including the corporate governance system issued by the Qatar Financial Markets Authority and the listing and disclosure rules. Al Meera confirms that there were no cases of non-compliance with the provisions of the above-mentioned laws. On the other hand, there were some minor violations, as is natural, that occurred in some branches of the company by the Ministry of Municipality and Environment. The company has highlighted these violations, their type, their causes, the manner in which they were dealt with, and ways to avoid them in the future, as shown in the statement of violations for the year 2024 published on the company's website.

14. External Auditors

At the meeting of the Ordinary General Assembly, the Board of Directors will recommend to the General Assembly to appoint the office "PWC "as an external auditor for Al Meera, based on the recommendations of the Audit and Risk Committee.

15. Related Parties' and Conflict of Interest Policy

While related party transactions are disclosed, Al Meera has prepared a formal related parties' policy that governs related parties' business transactions and potential conflicts of interest as well as related practices and disclosures. The policy was disclosed upon adoption, and there were no instances of conflict of interest during the year 2024.

Dealing with Rumors

In compliance with Article (25) of the Corporate Governance Code issued by the Qatar Financial Markets Authority, Al Meera has a clear policy for dealing with rumors that are disclosed by third parties, and in general any information that may harm the company's reputation, where rumors are addressed and escalated on a case-by-case basis, considering their source, and expected impact.

The Board of Directors has appointed the Chief Executive Officer as an authorized spokesperson to speak on behalf of the Company to disseminate public information, respond to specific media inquiries, or respond to rumors by way of denial or substantiation.

16. Related Party Transactions

Al Meera did not enter into any transactions with related parties (as defined in the Governance Code issued by the Qatar Financial Markets Authority) during the financial year ending on December 31, 2024.

The company has controls that govern its entry into business deals with related parties. Any Party, related to a process or transaction entered into by the Company, may not attend the meeting of the Board during its discussion of that process, relationship or transaction, nor shall it be entitled to vote on the Board's decisions thereon. In any event, the Board shall ensure that all relations between the Company and others are in the interest of the Company and that all transactions entered into by it are in accordance with market prices and on a strictly commercial basis, with the absence of conditions contrary to the Company's interest.

For information about transactions with related parties, please refer to Note No. (25) "Related Parties Disclosure" in the audited and consolidated financial statements for the year ended December 31, 2024.

17. Insider trading

Al Meera has established rules and procedures prohibiting the chairman, members of the board of directors, executive directors and insiders from trading in the company's shares, during the ban period specified by the Qatar Stock Exchange, until the public announcement of the financial statements. In this context, all board members and senior management disclosed all trading operations carried out by them in the company's shares, as well as their spouses and dependent children. Such acknowledgments shall be maintained by the Company's Legal Department.

18. Remuneration Policy

The Articles of Association governs the remuneration of Board members. Board remuneration is subject to approval of the General Assembly with a maximum limit of 5% of the net profit to be attributed to bonus distribution for 2024, as stipulated in Article 42 of the company's Articles of Association.

The Board determines senior management compensation. The senior management compensation is composed of a performance related bonus. The Board determines the limits for fixed salary components.

19. Disputes and Legal Issues

There were no major legal disputes that would have a material impact on the company during the year 2024, noting that Al Meera has some minor legal issues related to rental disputes, and the company believes, based on its best judgments, that the outcome of these cases will not have a direct impact on the group, whether on an individual basis or collectively.

20. Stakeholder Rights

When making decisions, the Board of Directors aims to consider the interests of all stakeholders such as employees, customers, suppliers and other components of the community in which the company operates. The employees of the company have equal rights without any discrimination based on race, gender or religion. The Board of Directors has approved the remuneration policy that provides incentives for employees, with the aim of stimulating performance in the interest of the company.

21. Fair Treatment of Shareholders and Voting Rights

According to the provisions of Article 8 of the Company's Articles of Association, which states that "Shareholders have equal rights and have all rights arising from the ownership of the share as per the provisions of the Law and relevant regulations and resolutions", all the shareholders are equal and they have the right of equality, in particular the right to dispose of shares and obtain the share of the dividends, the attendance of the General Assembly, the participation in the deliberations and voting on its decisions. The shareholder also have the right to access and request information in a manner that does not harm the interests of the Company.

22. Investor Relations

In support of management's commitment to establish transparent and close communication with the shareholders, as well as the company's commitment to shareholders' rights to access information, all stakeholders can access information relating to the Company and its Board members and their qualifications. The Company regularly updates its website with all Company news, in addition to including this information in the Annual Report presented to the General Assembly.

23. Reporting Violations

A mechanism has been designed and adopted to enable stakeholders to report behaviors which are considered suspicious, illegal, unethical or harmful to the company, while the confidentiality of the information received has been ensured, and whistleblowers are protected. This process is overseen by the Audit and Risk Committee, which is responsible for receiving violation reports.

24. Dividend Policy

The payment of dividend is subject to recommendation by the Board of Directors and is subject to approval by the Shareholders in the Annual General Assembly meeting. For the Year ended 31 December 2024, the Board of Directors proposed the distribution of cash dividends. The proposed cash dividends are QAR 0.85 per share with a total of QAR 175.1 million.

25. Sustainability and Social Responsibility:

Supporting Environmental Initiatives

As part of its efforts to lay the foundations for a more sustainable future, Al Meera is committed to providing the necessary support for sustainability initiatives that aim to raise awareness of environmental responsibility and promote a culture of environmentally friendly practices in the community. The following are among the initiatives that received great response; Installing machines for recycling plastic bottles and metal cans, which are currently operating in a number of the company's branches, launching environmentally friendly bags, recycling paper, and collecting used batteries in cooperation with the Ministry of Municipality and Environment for their safe disposal to protects the community from its damage.

The ambitious environmental initiatives launched by Al Meera, guided by the Qatar National Vision 2030 and its four pillars: Economic, Human, Social and Environmental development, have contributed to the consolidation of sustainable practices throughout Qatar.

Supporting Social and Sports Initiatives, Activities and Events

The company is committed to contributing 2.5% of its annual profits to the Fund for Supporting Social and Sports Activities (Daam) as required by the regulations and laws of the General Tax Authority. Accordingly, Al Meera's contribution is to pay what represents 2.5% of Al Meera's profits for the year 2024 in support of social and sports initiatives and activities.

26. Subsidiaries and Associates

The Company is the ultimate parent of the following Companies:

1. Al Meera Holding Company L.L.C.
2. Al Meera Supermarkets Company W.L.L
3. Al Meera Development Company L.L.C.
4. Qatar Markets Company L.L.C.
5. Al Meera Bookstore Company W.L.L.
6. Al Meera Logistics Services Company W.L.L.
7. Maar trading and Servicing Company. L.L.C

Overseas Subsidiaries

1. Al Meera Oman SAOC
2. Al Meera Markets SAOC

Qatari Associate

1. Al Oumara Bakeries Company L.L.C.

Board of Directors Profiles

H.E/Dr. Abdulla Abdulaziz Abdullah Turki Al-Subaie

Chairman of the Board of Directors
Nominated by Qatar Holding

His Excellency Abdulla bin Abdulaziz bin Turki Al Subaie was appointed Minister of Municipality and Environment in November 2018.

H.E. Al-Subaie also continues as Managing Director and Chief Executive Officer of the Qatar Railways Company, having held these positions since March 2011 and January 2017 respectively.

Under H.E. Al Subaie's exceptional leadership, the Qatar Railways Company has set the benchmark for project delivery, transparency and governance, and successfully started revenue service on the Doha Metro a year early in May 2019.

His Excellency was the Group Chief Executive Officer of Barwa, Qatar's leading Real Estate Development and Investment holding Group from April 2011 until May 2014. Prior to joining Barwa, His Excellency was the Chief Executive Officer of Smeet, an affiliate of Qatari Diar Group, serving the company since its formation in 2008 until March 2011. His Excellency held various leadership and senior project management positions from 1996 to 2008 with The Qatar General Electricity & Water Corporation (KAHRAMAA), where he has managed multibillion dollar infrastructure projects.

His Excellency is Board Member and Chairman of Executive Committee of Qatar Rail and Chairman of Al Meera Consumer Goods Company. His Excellency served on the Boards of many high-profile organizations like Qatari Diar Group, Barwa, HOCHTEIF and Qatar National Broadband Network Co. and Barwa Bank Group.

Born in Qatar in 1975, His Excellency holds a Masters degree in Business Administration (MBA) in 2006 and Bachelors in Electrical Engineering (BSc) in 1996 from Qatar University.

Mr. Ali Hilal Ali Omran Al- Kuwari

Vice-Chairman of the Board of Directors
Nominated by Qatar Holding

Since 2016, Al-Kuwari took over the position of Vice President at Hassad.

Previously, Al-Kuwari held a number of leading positions in Hassad, such as the Director of "Project Management" Department.

Moreover, he spent around 10 years at Qatar General Electricity & Water Corporation "Kahramaa", where he worked in different senior positions like Director of "Engineering Contracts" Department.

Al-Kuwari holds an Engineering degree from Qatar University and an MBA from Northampton University in the UK.

Al-Kuwari is Vice Chairman of the Board of Directors and Chairman of the Tenders and Auctions Committee of Al Meera Consumer Goods Company.

Board of Directors Profiles

Prof. Khalid Ibrahim Al- Sulaiti

Member of the Board of Directors
Elected by the shareholders

Khalid Ibrahim Al-Sulaiti, Ph.D., is currently the General Manager of Katara Cultural Village Foundation and brings 20+ years of progressive experience in academia, marketing, and management positions spanning several sectors. His expertise and insights are utilized on several committees and boards.

He embarked on his career path as Director of Information and Market Relations at Qatar Exchange (1998-2000) while concurrently serving as Acting Dean of College of Business and Economic at Qatar University (1998-2001) and as Dean of Student Affairs at Qatar University (2000-2001).

Between 2001 and 2006, Dr Al-Sulaiti served as the General Manager of the Institute of Administrative Development and as Dean of Academic Affairs at the Ahmed Bin Mohamed Military College between 2005 and 2007.

From 2007 to 2009, he accepted to lead Barwa Bank as CEO of its Steering Committee, a period during which he also briefly served as General Manager of First Investment Company (2008). Further, Dr Al-Sulaiti drove the growth of First Finance Company as its CEO (2007-2012). He continues to be a Senior Consultant to Barwa Real Estate Company since 2006.

Since 2014, he has been associated with the Katara initiative; first as Manager of Katara Restaurants Company (2014-present), then as Manager Katara Hills Company (2016-present) and as General Manager Katara Cultural Village Foundation (2012-present).

A thought-leader and an innovator, Dr Al-Sulaiti graduated with a BA in International Business from University of Bridgeport, US (1992) and obtained an MBA with concentration in Finance from the same alma mater (1994). He was awarded the Doctor of Philosophy in Marketing by Strathclyde University, Scotland in 1997. He was made an Associate Professor of Marketing in 2004.

Dr Al-Sulaiti's activism and contribution to nearly a dozen local entities as committee or board member reaches beyond Qatar with his involvement in international fora. He is the President of Global Public Diplomacy Network and a Member of Beta Gamma Sigma at his former university in the United States. He has authored several papers on the banking and securities market.

Among his accolades, Dr Al-Sulaiti was named among the 500 Strongest Personalities in the Middle East by Arabian Business in 2011 and was recognized again at the Arab Tourism Oscar Award most recently in 2017.

Dr Al-Sulaiti is a member of the Board of Directors, Chairman of the Remuneration and Nominations Committee of Al Meera Consumer Goods Company.

H.E. Sheikh/ Fahad bin Falah bin Jassim Al Thani

A representative of the White Rock Trading and Contracting Company
Member of the Board of Directors
Elected by the shareholders

H.E. Al-Sheikh/ holds a bachelor's degree in Business Administration - Finance, from George Washington University, USA, for the year 2014.

He also holds a Master's Degree in International Politics from University College London, UK in 2015.

H.E. is an expert in the field of finance management and has a long experience in auditing and financial control. He is currently a member of the Board of Directors and a member of the Audit Committee at Ahli Bank since 2014.

He is also the Senior Financial Analyst/Manager for major projects at "Qatargas" since 2016. He is also a member of the Board of Directors and Chairman of the Audit Committee at Al Meera Consumer Goods Company.

Mr. Mohammad Abdulla Al Mustafawi Al Hashemi

Member of the Board of Directors
Elected by the shareholders

Mr. Hashemi has a degree in Bachelor of Science — Business Administration Marketing from University of Denver, Colorado, U.S.A

He is the Managing Director of the Private Business Sector since 2007.

Mr. Hashemi has other experience as the Senior Marketing Analyst/Director of Marketing Development of Qatar Industrial Development Bank from 1997 to 2005. He was the Business Development Director of Gulf Warehousing Company from 2005 to 2007 and has held Board Membership of Al Ahli Club from 2000 to 2007.

He is a member of the Tender and Rent Committee and a member of the Committee for Rewards and Nominations

Board of Directors Profiles

Mr. Ahmed Abdullah Mohammed Al-Khulaifi

Member of the Board of Directors
Elected by the shareholders

Currently, Mr. Ahmed Abdullah Mohammed Al-Khulaifi is an elected member of the Board of Directors of Al Meera Consumer Goods Company. He is also a member of the Audit Committee of Al Meera. Al-Khulaifi previously served as a member of the Board of Directors of Al Meera Consumer Goods Company in 2010-2019. Al-Khulaifi has held a number of leadership positions, most notably as Assistant Minister for Administrative Affairs at the Supreme Council of Health since 2009, and as Chairman and Managing Director of Al Jazeera Media Network 2007-2009.

In addition, he served as the Deputy General Manager for Corporate Support and DAGOC - Doha Asian Games Organising Committee 2003-2007.

Mr. Al-Khulaifi also held several positions in various educational institutions and government departments, where he worked administratively in the Ministry of Commerce and Industry from 1993 to 1990, in addition to his work in teaching in the field of business administration at Qatar University from 1993 to 2001.

He is a member of the Board of Directors and a member of the Audit Committee of Al Meera Consumer Goods Company

Mr. Hetmi Ali Khalifa Al Hitmi

Member of the Board of Directors
Elected by the shareholders

An academic background in business and administration has enabled Hitmi Ali Khalifa Al-Khalifa to lead the charge at several of Qatar's iconic brands and companies.

He is the founder of Ali Bin Khalifa Al Hitmi & Co, an eponymous business that has consistently seen growth since its inception in 1963. Between 1972 and 1995 he was the Head of the Consultative Council of Qatar, an important period in the history of Qatar which saw the country register impressive social and economic changes. He was eventually made the President of the Council.

He serves as Honorary Chairman of Qatar Navigation Q.S.C., where he also previously held the position of a Director; at Milaha, an integrated transport and supply-chain entity, as a Board Member; at Al Hitmi Property Development, a group specializing in urban regeneration, as Chairman; at Ali Bin Khalifa Al-Hitmi & Co, one of the largest property developers in Qatar, as Board Member; at Al-Hitmi Facility Management, a premium property management firm, as Board Member.

His previous affiliations include chairmanship of Barwa Real Estate Company Q.S.C., as a Board Member of Nakilat, as a Board Member of Doha Insurance, as Chairman of Al Arabi Sports Club, as Board Member of Qatar National Bank, and as Board Member of Qatar Electricity & Water Company.

In 2012, prestigious Middle East-based publication, Arabian Business, named Hitmi Ali Khalifa Al-Khalifa as the World's Most Influential Arabs in its Arabian Business Power 500 rankings.

Al Hitmi is a member of the Board of Directors, a member of the Audit Committee and Rewards and Nominations Committee of Al Meera Consumer Goods Company

Executive Management Profile

Mr. Roger Ferzli

Acting Chief Executive Officer

Roger is the Acting CEO of Al Meera Consumer Goods Company, assuming the role in October 2025. With extensive experience in retail operations and strategic growth, Roger has played a pivotal role in shaping Al Meera's operational and business direction.

Roger's professional career spans several key leadership roles in well-established organizations within the retail and consumer goods sectors. He has been with Al Meera Consumer Goods Co. since 2019, initially serving as Operations Format Director and later as Operations Director. In these roles, he managed store operations across various formats, oversaw supply chain processes, and implemented operational best practices.

Before joining Al Meera, Roger worked with Panda Retail Company – Savola Group, where he held positions such as Head of Supermarkets, Operations Director, and Supply Chain Director. During his time at Panda Retail, he improved operational performance, cost savings, and customer service. His expertise includes strategic planning, developing Key Performance Indicators (KPIs), Service Level Agreements (SLAs), managing budgets, and overseeing both Capital Expenditures (CAPEX) and Operating Expenditures (OPEX). Earlier in his career, Roger worked as Store Manager at COOP of Lebanon and Ferzli Supermarket, gaining valuable experience in managing retail operations and driving growth.

Roger holds a bachelor's degree in biology from Beirut University College, Lebanon. He is recognized as a visionary leader with a proven track record in operational excellence, team development, and delivering exceptional results in the retail sector.

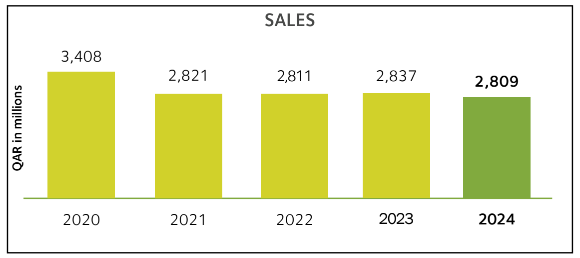
KEY FINANCIAL HIGHLIGHTS

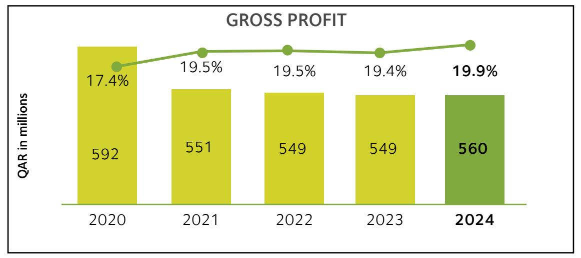
Key Financial Highlights

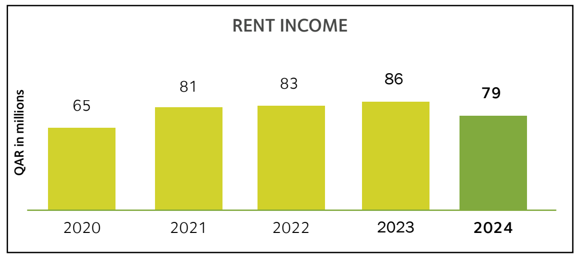
	2024	2023	2022	2021	2020
Statement of profit of loss items (QAR in millions)					
Sales	2,809	2,837	2,811	2,821	3,408
Gross profit	560	549	549	551	592
Rent income	79	86	83	81	65
Net profit attributable to shareholders of the Parent	184	181	197	196	209
Statement of financial position (QAR in millions)					
Total non-current assets	2,394	2,225	2,217	2,224	2,015
Total current assets	679	686	747	632	725
Total assets	3,073	2,911	2,963	2,855	2,740
Total libilities	1,401	1,231	1,361	1,266	1,162
Total equity	1,672	1,680	1,602	1,590	1,578
Segment information (QAR in millions)					
Retail	93	90	114	121	151
Leasing	62	68	66	66	51
Investment	29	22	16	8	7
Key financial ratios					
Earnings per share	0.89	0.88	0.95	0.95	1.01
Dividend per share	0.85	0.85	0.45	0.90	0.90
Bonus share issue	-	-	0.03	-	-
Nominal value per share	1.00	1.00	1.00	1.00	1.00
Book value per share	7.93	7.97	7.59	7.75	7.68
Price per share	14.52	13.79	15.78	19.60	20.71
Price earnings ratio	16.25	15.68	16.53	20.57	20.41
Gross profit margin	19.9%	19.4%	19.5%	19.5%	17.4%
Net profit margin	6.6%	6.4%	7.0%	7.0%	6.1%
Current ratio	94.1%	96.7%	91.1%	94.5%	97.3%

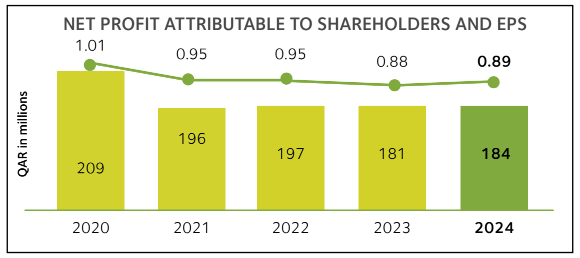
* To comply with the regulations of Qatar Financial Market Authority in 2019, Al Meera implemented a 10 for 1 share split which resulted in increase in share capital to 200,000,000 shares with nominal value of QR. 1 per share

* On 9 April 2023 upon obtaining approval from the shareholders in the Annual General Meeting, the Company issued 6,000,000 bonus shares at the rate of 3 shares for every 100 shares held by the shareholders, which resulted in increase in share capital to 206,000,000 shares with nominal value of QR. 1 per share.









05

INDEPENDENT **AUDITOR'S REPORT**

Independent Auditor's Report

To the Shareholders of Al Meera Consumer Goods Company Q.P.S.C.

Report on the Audit of the Consolidated Financial Statements

Our Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Al Meera Consumer Goods Company Q.P.S.C. (the "Company") and its subsidiaries (together the "Group") as at 31 December 2024 and their consolidated financial performance and their consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards.

What we have audited

The Group's consolidated financial statements comprise:

- the consolidated statement of profit or loss for the year ended 31 December 2024;
- the consolidated statement of comprehensive income for the year ended 31 December 2024;
- the consolidated statement of financial position as at 31 December 2024;
- the consolidated statement of changes in equity for the year ended 31 December 2024;
- the consolidated statement of cash flows for the year ended 31 December 2024; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and the ethical requirements that are relevant to our audit of the financial statements in the State of Qatar. We have fulfilled our other ethical responsibilities in accordance with IESBA Code and the ethical requirements in the State of Qatar.

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Our Audit Approach

Overview

Key Audit Matters	1. Impairment of Goodwill 2. Revenue Recognition 3. Inventory Valuation

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where the Directors made subjective judgements; for example, in respect of material accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

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 period. 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.

Key Audit Matters	*How our audit addressed the key audit matter*
Impairment of Goodwill The Group's assets include goodwill with indefinite useful life amounting to QR 344 million representing 11% of the Group's total assets. In accordance with IAS 36 'Impairment of Assets', an entity is required to test goodwill acquired in a business combination for impairment at least annually irrespective of whether there is any indication of impairment. An impairment is recognised on the consolidated statement of financial position when the recoverable amount is less than the net carrying amount in accordance with IAS 36. The determination of the recoverable amount is based on discounted future cash flows. The key assumptions applied by the management in the impairment reviews performed are: • future revenue growth and changes in gross margin; and • discount rates and long term growth rates. The impairment of goodwill is complex and involves management's estimates, which are inherently uncertain. Given the material impact of goodwill, any change in the assumptions based on their sensitivity could have a significant effect on the consolidated financial statements therefore we consider the valuation of goodwill to be a key audit matter. Please refer to the following notes for further details: • Note 3: Critical accouting estimates and judgement; and • Note 11: Goodwill	In addressing the risks, we performed the following procedures: • Obtained an understanding of the business process for the impairment assessment, identified the relevant internal controls and tested their design, implementation, and operating effectiveness; • Assessed the mathematical accuracy of the impairment models and the methodology applied by the Group for consistency with the requirements of IAS 36; • Assessed the appropriateness of forecast revenue and gross margin growth rates; • Performed analytical review of relevant stores' data to obtain insights in to store financial performances to identify any unusual trends and to assess historical performance against forecasted performance; • Our internal valuation experts reviewed the appropriateness of the valuation methodology used by management and independently recalculated the discount rate and long term growth rates applied to the future cash flows; • Performed sensitivity analysis on the key assumptions used by the management to understand the extent to which these assumptions need to be adjusted before giving rise to an impairment loss; and • Assessed the completeness and accuracy of disclosure within the consolidated financial statements in accordance with IFRS Accounting Standards.
Revenue recognition The Group's Revenue amounting to QR 2,809 million is mainly derived from the sale of goods to retail customers. Revenue from sales of goods to retail customers is recognized when control of the goods has transferred, being at the point the customer purchases the goods at the retail outlet. Although revenue recognition is considered to be relatively straightforward on a transactional level, the large volume of transactions, together with the complexity of the IT systems involved in the highly automated revenue recognition process has led us to identify it as a key audit matter. Please refer to the following notes for further details: • Note 3: Critical accouting estimates and judgement; and • Note 4: Sales	In addressing the risks, we performed the following procedures: • Obtained a detailed understanding and evaluated the design and implementation of key controls in the end to end revenue process; • The revenue process is highly automated. We evaluated the general IT control environment and tested the operating effectiveness of key IT application controls. We also obtained a high level of assurance over manual and automated controls; • Tested interfacing of point of sales system to accounting system and agreed the revenue recorded in the point of sales system, on a sample basis, to the revenue recorded in the accounting records and supporting documentation and vice versa; • Utilised data auditing techniques to categorize all revenue journal entries impacting revenue and accounts receivable based on the expected journal entry flow. On a sample basis, verified cash applied against the relevant entries; • On a sample basis selected revenue transactions recorded just before and after the reporting date, and determined that these transactions have been recorded in the correct accounting period; • Analysed post period-end returns to agree that sales have been recognised in the correct period and to determine if the returns provision is appropriately stated; • Performed analytical review of revenue by store to assess the revenue trends throughout the year and investigated any unusual variances; and • Assessed the completeness and accuracy of disclosure within the consolidated financial statements in accordance with IFRS Accounting Standards.

Key audit matters (continued)

Key Audit Matters	*How our audit addressed the key audit matter*
Inventory valuation The Group held gross inventories of QR 417 million, against which a provision of QR 52 million had been recorded. In accordance with IAS 2 'Inventories', inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average cost method. Net realisable value is based on estimated selling price less any further costs expected to be incurred on completion and disposal. When inventories become old or obsolete, an estimate is made of their net realisable value. Inventory is held at various locations with moving average price and inventory consumption processed automatically by complex IT systems, hence we have identified inventory valuation as a key audit matter. Please refer to the following notes for further details: • Note 3: Critical accounting estimates and judgement; and • Note 15: Inventories	In addressing the risks, we performed the following procedures: • Obtained a detailed understanding and evaluated the design and implementation of key controls surrounding the inventory process; • We evaluated the general IT control environment and tested the operating effectiveness of key IT application controls ensuring that the weighted average cost method was being accurately applied and was being properly processed and updated; • Walkthrough and control testing was performed by observing the control and inspecting supporting evidence for the various controls; • We observed management's physical wall to wall annual inventory counts at selected locations to verify the existence and completeness of inventory; • For a sample of inventory items, we assessed the value to confirm whether it is measured at lower of cost or net realisable value, through comparison to subsequent sales receipts; • Performed ratio analysis (e.g., inventory turnover, days in inventory) and compared these metrics against prior periods to identify unusual trends; • We examined goods received notes and shipping documents before and after the year end to ensure inventory transactions were recorded in the correct period; • We tested the Group's provisions for shrinkage, obsolete and slow-moving inventories to assess whether these provisions were reasonable; and • Assessed the completeness and accuracy of disclosures within the consolidated financial statements in accordance with IFRS Accounting Standards.

Other information

The Directors are responsible for the other information. The other information comprises the Board of Directors' Report (but does not include the consolidated financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the complete annual report, which is expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will 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 identified above 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.

If, based on the work we have performed, on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

Responsibilities of the Directors and those charged with governance for the consolidated financial statements

The Directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards and with the requirements of the Qatar Commercial Companies Law number 11 of 2015, as amended by Law number 8 of 2021 and for such internal control as the Directors determine 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, the Directors are 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 the Directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

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 scepticism 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 the Directors.

Auditor's responsibilities for the audit of the consolidated financial statements (continued)

- Conclude on the appropriateness of the Director'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.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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 those charged with governance 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, related safeguards.

From the matters communicated with those charged with governance, 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 OTHER LEGAL AND REGULATORY REQUIREMENTS

Further, as required by the Qatar Commercial Companies Law number 11 of 2015, as amended by Law number 8 of 2021 we report that:

- We have obtained all the information we considered necessary for the purpose of our audit;
- The Company has carried out a physical verification of inventories at the year-end in accordance with observed principles;
- The Company has maintained proper books of account and the consolidated financial statements are in agreement therewith;
- The financial information included in the Board of Directors' report is in agreement with the books and records of the Company; and
- Nothing has come to our attention, which causes us to believe that the Company has breached any of the provisions of the Qatar Commercial Companies Law number 11 of 2015, as amended by Law number 8 of 2021 or of its Articles of Association, which would materially affect the reported results of its operations or its financial position as at 31 December 2024.

For and on behalf of PricewaterhouseCoopers – Qatar Branch

Qatar Financial Market Authority registration number 120155

Mark Menton

Auditor's registration number 364
Doha, State of Qatar
10 March 2025

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CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

	Notes	2024	2023
Sales	4	**2,808,951,612**	2,836,516,511
Cost of sales	5	**(2,248,570,726)**	(2,287,556,794)
Gross profit		**560,380,886**	548,959,717
Rental income		**78,961,375**	85,730,305
Other income	6	**43,784,403**	34,560,285
General and administrative expenses	7	**(360,188,425)**	(355,426,778)
Depreciation and amortisation expenses	9,10 & 12	**(109,448,860)**	(110,607,664)
Finance costs	33	**(30,597,038)**	(22,128,109)
Share of loss of an associate	14	**(35,221)**	(29,964)
Profit before income tax		**182,857,120**	181,057,792
Income tax benefit / (expense)	8	**532,474**	(937,189)
Profit for the year		**183,389,594**	180,120,603
Profit attributable to:			
Shareholders of the parent		**184,032,309**	181,146,545
Non-controlling interests	32	**(642,715)**	(1,025,942)
		183,389,594	180,120,603
Earnings per share			
Basic and diluted earnings per share attributable to shareholders of the parent	30	**0.89**	0.88

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

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

	Note	2024	2023
Profit for the year		**183,389,594**	180,120,603
Other comprehensive income			
Items that will not be reclassified to consolidated statement of profit or loss:			
Net changes in the fair value of equity investments at fair value through other comprehensive income	13	**(11,790,838)**	(7,876,399)
Total comprehensive income for the year		**171,598,756**	172,244,204
Total comprehensive income for the year attributable to:			
Shareholders of the parent		**172,241,471**	173,270,146
Non-controlling interests		**(642,715)**	(1,025,942)
		171,598,756	172,244,204

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

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

	Notes	2024	2023
ASSETS			
Non-current assets			
Property and equipment	9	**1,403,135,910**	1,275,033,051
Right-of-use assets	10	**229,193,023**	204,478,852
Goodwill	11	**344,097,998**	344,097,998
Intangible assets	12	**181**	5,918
Financial assets at fair value through other comprehensive income	13	**401,453,945**	385,271,106
Deferred tax assets		**842,201**	936,596
Investment in associate	14	**-**	-
Other non-current assets	16	**15,398,804**	14,991,966
Total non-current assets		**2,394,122,062**	2,224,815,487
Current assets			
Inventories	15	**363,930,632**	345,033,100
Trade and other receivables	16	**87,316,671**	83,881,868
Due from a related party	25	**19,830,310**	19,713,838
Restricted bank balances	17	**74,349,987**	79,002,434
Cash and bank balances	18	**133,663,424**	158,828,124
Total current assets		**679,091,024**	686,459,364
TOTAL ASSETS		**3,073,213,086**	2,911,274,851
EQUITY AND LIABILITIES			
Equity			
Share capital	19	**206,000,000**	206,000,000
Legal reserve	20	**901,289,603**	901,289,603
Optional reserve	20	**21,750,835**	21,750,835
Fair value reserve	20	**15,075,693**	24,631,894
Retained earnings		**490,292,772**	488,179,840
Equity attributable to shareholders of the Parent		**1,634,408,903**	1,641,852,172
Non-controlling interests	32	**37,558,358**	38,201,073
Total equity		**1,671,967,261**	1,680,053,245
Non-current liabilities			
Loans and borrowings	21	**408,762,764**	284,500,740
Lease liabilities	23	**210,725,491**	182,837,794
Employees' end of service benefits	22	**46,594,747**	46,262,181
Retentions payable	24	**13,222,844**	6,275,488
Deferred tax liability		**264,632**	1,114,987
Total non-current liabilities		**679,570,478**	520,991,190
Current liabilities			
Trade and other payables	24	**582,630,110**	622,020,753
Loans and borrowings	21	**96,014,848**	45,375,838
Lease liabilities	23	**43,030,389**	42,833,825
Total current liabilities		**721,675,347**	710,230,416
Total liabilities		**1,401,245,825**	1,231,221,606
TOTAL EQUITY AND LIABILITIES		**3,073,213,086**	2,911,274,851

The consolidated financial statements were approved by the Board of Directors and authorised for issue on their behalf by:

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H.E. Abdulla Abdulaziz Abdulla Turki Al-Subaie
Chairman

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Mr. Ali Hilal Ali Omran Al- Kuwari
Vice Chairman

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

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

	Notes	2024	2023
Cash flows from operating activities:			
Profit before tax		**182,857,120**	181,057,792
Adjustments for:			
Depreciation and amortisation expense	9,10&12	**109,448,860**	110,607,664
Interest income	6	**(5,858,090)**	(5,432,945)
Provision for expected credit loss	7	**5,301,868**	7,363,357
Provision for employees' end of service benefits	22	**8,478,936**	6,338,673
Provision for slow moving inventories – net	15	**26,493,863**	5,138,898
Share of loss on an associate	14	**35,221**	29,964
Loss / (gain) on disposal of property and equipment		**70,432**	(65,345)
Dividend income	6	**(31,239,626)**	(23,267,812)
Finance costs	33	**30,597,038**	22,128,109
Operating profit before changes in working capital		**326,185,622**	303,898,355
Working capital changes:			
Inventories		**(45,391,395)**	(48,194,022)
Trade and other receivables		**(6,182,233)**	36,875,233
Due from a related party		**(116,472)**	(73,243)
Trade and other payables		**(29,006,382)**	(78,151,778)
Cash flows generated from operating activities		**245,489,140**	214,354,545
Payment of contribution to social and sports fund		**(4,503,015)**	(4,494,816)
Employees' end of service benefits paid	22	**(8,146,370)**	(4,861,901)
Income taxes paid		**(189,038)**	(127,756)
Net cash inflow from operating activities		**232,650,717**	204,870,072
Cash flows from investing activities:			
Acquisition of financial assets at fair value through other comprehensive income	13	**(257,037,136)**	(214,947,451)
Proceeds from sale of financial assets at fair value through other comprehensive income	13	**229,063,459**	188,824,534
Acquisition of property and equipment		**(191,845,525)**	(131,060,716)
Proceeds from sale of property and equipment		**114,391**	1,242,713
Net movement in deposits maturing after 90 days		**(9,500,000)**	-
Net movement in restricted bank accounts		**4,652,447**	7,711,128
Dividends received		**31,239,626**	23,267,812
Interest received		**5,841,233**	6,233,029
Net cash outflow from investing activities		**(187,471,505)**	(118,728,951)
Cash flows from financing activities:			
Dividends paid		**(179,752,447)**	(97,711,178)
Finance costs paid		**(23,565,320)**	(14,543,061)
Payments of lease liabilities (principal)		**(37,008,491)**	(45,153,922)
Repayment of interest portion of lease liabilities		**(14,191,142)**	(8,647,927)
Proceeds from loans and borrowings		**220,000,000**	86,375,497
Repayments of loans and borrowings		**(45,326,512)**	(45,296,446)
Net cash outflow from financing activities		**(79,843,912)**	(124,977,037)
Net decrease in cash and cash equivalents		**(34,664,700)**	(38,835,916)
Cash and cash equivalents at the beginning of the year		**158,828,124**	197,664,040
Cash and cash equivalents at end of the year	18	**124,163,424**	158,828,124

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

	Attributable to the shareholders of the parent						Non-controlling interests	Total
	Share capital	Legal reserve	Optional reserve	Fair value reserve	Retained earnings	Total		
	QR.	QR.	QR.	QR.	QR.	QR.	QR.	QR.
Balance at 1 January 2023	200,000,000	901,289,603	21,750,835	22,224,122	417,820,481	1,563,085,041	39,227,015	1,602,312,056
Profit / (loss) for the year	-	-	-	-	181,146,545	181,146,545	(1,025,942)	180,120,603
Other comprehensive income for the year	-	-	-	(7,876,399)	-	(7,876,399)	-	(7,876,399)
Total comprehensive income for the year	-	-	-	(7,876,399)	181,146,545	173,270,146	(1,025,942)	172,244,204
Transfer of loss on disposal of equity investments at FVOCI to retained earnings (Note 13)	-	-	-	10,284,171	(10,284,171)	-	-	-
Appropriation for contribution to social and sports fund (Note 29)	-	-	-	-	(4,503,015)	(4,503,015)	-	(4,503,015)
Transactions with owners in their capacity as owners:								
Bonus shares issued (Note 19)	6,000,000	-	-	-	(6,000,000)	-	-	-
Dividends declared (Note 28)	-	-	-	-	(90,000,000)	(90,000,000)	-	(90,000,000)
Balance at 31 December 2023	206,000,000	901,289,603	21,750,835	24,631,894	488,179,840	1,641,852,172	38,201,073	1,680,053,245
Balance at 1 January 2024	**206,000,000**	**901,289,603**	**21,750,835**	**24,631,894**	**488,179,840**	**1,641,852,172**	**38,201,073**	**1,680,053,245**
Profit / (loss) for the year	**-**	**-**	**-**	**-**	**184,032,309**	**184,032,309**	**(642,715)**	**183,389,594**
Other comprehensive income for the year	**-**	**-**	**-**	**(11,790,838)**	**-**	**(11,790,838)**	**-**	**(11,790,838)**
Total comprehensive income for the year	**-**	**-**	**-**	**(11,790,838)**	**184,032,309**	**172,241,471**	**(642,715)**	**171,598,756**
Transfer of loss on disposal of equity investments at FVOCI to retained earnings (Note 13)	**-**	**-**	**-**	**2,234,637**	**(2,234,637)**	**-**	**-**	**-**
Appropriation for contribution to social and sports fund (Note 29)	**-**	**-**	**-**	**-**	**(4,584,740)**	**(4,584,740)**	**-**	**(4,584,740)**
Transactions with owners in their capacity as owners:								
Dividends declared (Note 28)	**-**	**-**	**-**	**-**	**(175,100,000)**	**(175,100,000)**	**-**	**(175,100,000)**
Balance at 31 December 2024	**206,000,000**	**901,289,603**	**21,750,835**	**15,075,693**	**490,292,772**	**1,634,408,903**	**37,558,358**	**1,671,967,261**

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

1. CORPORATE INFORMATION AND PRINCIPAL ACTIVITIES

On 13 July 2004, the Law No. 24 for 2004 was issued in order to transfer the former Consumers Cooperative Societies to Qatari Shareholding Company with a capital of QR. 100,000,000, thus, incorporating a new company Al Meera Consumer Goods Company Q.P.S.C (the "Company" or "Parent Company"), which is governed by the Qatar Commercial Companies Law No. 11 of 2015, as amended by Law No. 8 of 2021. The Company was registered under commercial registration number 29969 on 2 March 2005. The Company's registered office address is at P.O. Box 3371 Doha, State of Qatar.

On 8 October 2012, the shareholders approved the increase in share capital to 20,000,000 shares with nominal value of QR. 10 per share. The 10,000,000 shares were issued at QR. 95 per share and subscription was closed on 10 February 2013. To comply with the regulations of Qatar Financial Markets Authority, in 2019, the Company implemented a 10 for 1 share split with par value of QR. 1 per share which resulted in increase in share capital to 200,000,000 shares with nominal value of QR. 1 per share.

On 9 April 2023 upon obtaining approval from the shareholders in the Annual General Meeting, the Company issued 6,000,000 bonus shares at the rate of 3 shares for every 100 shares held by the shareholders, which resulted in increase in share capital to 206,000,000 shares with nominal value of QR. 1 per share.

The Company and its subsidiaries (together the "Group") are mainly involved in wholesale and retail trading of various types of consumer goods commodities, owning and managing consumer outlets and trading in food stuff and consumer goods.

The Company is listed on the Qatar Stock Exchange and 26% ownership of the Company is held by Qatar Holding L.L.C.

The consolidated financial statements of the Group were authorised for issue by the Board of Directors on 10 March 2025.

The principal subsidiaries and associates of the Group, included in the consolidated financial statements of Al Meera Consumer Goods Company Q.P.S.C. are as follows. Unless otherwise stated, they have share capital consisting solely of ordinary shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

			Group effective shareholding percentage	
Name of subsidiaries and associates	***Country of incorporation***	***Relationship***	***2024***	*2023*
Al Meera Holding Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Al Meera Supermarkets Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Al Meera Development Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Qatar Markets Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Al Meera Bookstore W.L.L.	Qatar	Subsidiary	**100%**	100%
MAAR Trading & Services Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Al Meera Logistics Services Company W.L.L.	Qatar	Subsidiary	**100%**	100%
Al Oumara Bakeries Company W.L.L.	Qatar	Associate	**51%**	51%
Al Meera Oman S.A.O.C	Oman	Subsidiary	**70%**	70%
Al Meera Markets S.A.O.C	Oman	Subsidiary	**70%**	70%

Al Meera Holding Company W.L.L. ("Al Meera Holding") is a limited liability Company, incorporated in the State of Qatar. The Company is a holding company for holding the Group's investments and managing its subsidiaries, owning patents, trademarks and real estate needed to carry out its activities.

Al Meera Supermarkets Company W.L.L. ("Al Meera Supermarkets") is a limited liability Company incorporated in the State of Qatar. The Company is engaged in the establishment and management of business enterprise and investing therein, owning shares, moveable and immoveable properties necessary to carry out its activities.

Al Meera Development Company W.L.L. ("Al Meera Development") is a limited liability Company, incorporated in the State of Qatar. The Company is engaged in establishment and management of business enterprise and investing therein, owning patents, trade-works and real estate needed to carry out its activities.

Qatar Markets Company W.L.L. ("Qatar Markets") is a limited liability Company, incorporated in the State of Qatar. The Company is engaged in the sale of food stuff, household items and garments.

Al Meera Bookstore W.L.L. ("Al Meera Bookstore") iis a limited liability Company incorporated in the State of Qatar. The Company is engaged in the sale of stationery, computer accessories, books and toys.

MAAR Trading & Services Co W.L.L. ("MAAR Trading") is a limited liability Company incorporated in State of Qatar. The Company is engaged in the sale of food stuff and household items.

Al Meera Logistics Services W.L.L. ("Al Meera Logistics") is a limited liability Company, incorporated in the State of Qatar. The Company is engaged in the warehousing and delivery truck services. In December 2019, Al Meera Logistics was fully acquired by the Parent Company and was accounted as a subsidiary. As of the reporting date, this Company has not commenced its commercial operations.

Al Oumara Bakeries Company W.L.L. ("Al Oumara Bakeries") is a limited liability Company, incorporated in the State of Qatar. The Company is engaged in manufacture and sale of bakery products. The Company has temporarily ceased operations till further restructuring.

Al Meera Oman S.A.O.C ("Al Meera Oman") is a limited liability Company, incorporated in Sultanate of Oman. The Company is engaged in the construction and management of shopping centers and related facilities.

Al Meera Markets S.A.O.C. ("Al Meera Market") is a limited liability Company, incorporated in Sultanate of Oman. The Company is engaged in the establishment and operation of shopping centers, supermarkets and hypermarkets.

2. MATERIAL ACCOUNTING POLICIES

This note provides a list of material accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all of the years presented, unless otherwise stated. The consolidated financial statements are for the Group consisting of Al Meera Consumer Goods Company Q.P.S.C. and its subsidiaries.

2.1 BASIS OF PREPARATION

(i) Statement of Compliance:

The consolidated financial statements of the Group have been prepared in accordance with IFRS Accounting Standards and comply with the requirements of Qatar Commercial Companies Law No.11 of 2015, as amended by Law No. 8 of 2021. IFRS Accounting Standards comprise the following authoritative literature:

- IFRS Accounting Standards,
- IAS Standards, and
- Interpretations developed by the IFRS Interpretations Committee (IFRIC interpretations) or its predecessor body, the Standing Interpretations Committee (SIC Interpretations).

(ii) Historical cost convention and functional and presentation currency:

These consolidated financial statements have been prepared under the historical cost convention except as otherwise disclosed in the relevant accounting policies below. The consolidated financial statements are presented in Qatari Riyals ("QR.") which is the Group's functional and presentation currency

(iii) New and amended standards adopted by the Group:

The Group has applied the following standards and amendments for the first time for its annual reporting period commencing 1 January 2024:

- Classification of Liabilities as Current or Non-current and Non-current liabilities with covenants – Amendments to IAS 1;
- Lease Liability in Sale and Leaseback – Amendments to IFRS 16; and
- Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7.

The amendments listed above did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION (continued)

(iv) New standards and interpretations not yet adopted:

Certain new accounting standards and amendments to accounting standards have been published that are not mandatory for 31 December 2024 reporting periods and have not been early adopted by the Group. The Group's assessment of the impact of these new standards and amendments is set out below:

(a) Amendments to IAS 21 - Lack of Exchangeability (effective for annual periods beginning on or after 1 January 2025):

In August 2023, the IASB amended IAS 21 to help entities to determine whether a currency is exchangeable into another currency, and which spot exchange rate to use when it is not. The Group does not expect these amendments to have a material impact on its operations or on consolidated financial statements.

(b) Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7 (effective for annual periods beginning on or after 1 January 2026):

On 30 May 2024, the IASB issued targeted amendments to IFRS 9 and IFRS 7 to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:

- clarify the date of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environment, social and governance targets); and
- update the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI),.

The Group does not expect these amendments to have a material impact on its operations or on consolidated financial statements.

(c) IFRS 19 Subsidiaries without Public Accountability: Disclosures (effective for annual periods beginning on or after 1 January 2027):

Issued in May 2024, IFRS 19 allows for certain eligible subsidiaries of parent entities that report under IFRS Accounting Standards to apply reduced disclosure requirements. The Group does not expect this standard to have an impact on its operations or on consolidated financial statements.

(d) IFRS 18 Presentation and Disclosure in Financial Statements (effective for annual periods beginning on or after 1 January 2027):

IFRS 18 will replace IAS 1 Presentation of financial statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though IFRS 18 will not impact the recognition or measurement of items in the consolidated financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the consolidated statement of financial performance and providing management-defined performance measures within the consolidated financial statements.

Management is currently assessing the detailed implications of applying the new standard on the Group's consolidated financial statements. The Group will apply the new standard from its mandatory effective date of 1 January 2027. Retrospective application is required, and so the comparative information for the financial year ending 31 December 2026 will be restated in accordance with IFRS 18.

2.2 PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING

(i) Basis of consolidation

These consolidated financial statements include the financial statements of the Group and the financial statements of the entities controlled by the Group and its subsidiaries and associate. These consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

(ii) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when it 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date when control ceases.

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

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

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of financial position respectively. Non-controlling interest consists of the amount of those interest at the date of the original business combination and the non-controlling interest share of changes in equity since the date of the combination. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

The Group's policy for goodwill arising on the acquisition of a subsidiary is described in Note 11.

(iii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see below), after initially being recognised at cost.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

(All amounts are expressed in Qatari Riyals unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING (CONTINUED)

(iii) Associates (Continued)

Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

Where the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.3 REVENUE RECOGNITION

The Group recognises revenue from contracts with customers based on a five-step model as set out in IFRS 15

Step 1 Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2 Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3 Determine the transaction price: the transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4 Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

Step 5 Recognise revenue when (or as) the Group satisfies a performance obligation.

(a) Sale of goods – retail:

The Group operates a chain of retail stores for trading of various types of consumer goods commodities.

(i) Point of recognition:

For sales of goods to retail customers, revenue is recognised when control of the goods has transferred, being at the point the customer purchases the goods at the retail outlet. Payment of the transaction price is due immediately at the point the customer purchases the goods. For retail sales, there exists a 14-day right of return and accordingly a refund liability (included in 'trade and other payables') and a right to the returned goods (included in 'other current assets') are recognised in relation to the goods expected to be returned. Accumulated experience is used to estimate such returns at the time of sale at a portfolio level (expected value method). Because the number of products returned has been steady for years, it is highly probable that a significant reversal in the cumulative revenue recognised will not occur. The validity of this assumption and the estimated amount of returns are reassessed at each reporting date.

(ii) Loyalty points programme:

The Group has a loyalty points programme, Al Meera Rewards, which allows customers to accumulate points that can be redeemed for free products. The loyalty points give rise to a separate performance obligation as they provide a material right to the customer. A portion of the transaction price is allocated to the loyalty points awarded to customers based on relative stand-alone selling price and recognised as a contract liability until the points are redeemed, as described in estimate for stand-alone selling price – Al Meera Rewards Loyalty Programme. Revenue is recognised upon redemption of products by the customer. When estimating the stand-alone selling price of the loyalty points, the Group considers the likelihood that the customer will redeem the points. The Group updates its estimates of the points that will be redeemed on a quarterly basis and any adjustments to the contract liability balance are made through revenue.

(iii) Refund liabilities:

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The Group updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

(iv) Right of return assets:

Right of return asset represents the Group's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Group updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned products.

(b) Sale of goods – Wholesale (corporate sales):

The Group sells a range of consumer goods commodities in the wholesale market. Sales are recognised when control of the goods has transferred. Control is considered to be transferred at the point in time when the products have been delivered to the wholesaler, the wholesaler has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the products. Delivery has occurred when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the wholesaler, and the wholesaler has accepted the goods.

Revenue is recognised based on the contract price, net of the discounts. A receivable is recognised when the goods are delivered, since this is the point in time when the consideration is unconditional, because only the passage of time is required before the payment is due.

(c) Principal vs Agent

The Group acts as a principal if it controls a promised good or service before transferring that good or service to the customer. The Group is an agent if its role is to arrange for another entity to provide the good or service.

The Group has generally concluded that it is the principal in its revenue arrangements above because it typically controls the goods or services before transferring them to the customer.

2.4 RENTAL INCOME

Rental income from the operating leases is recognised in the consolidated statement of profit or loss on a straight-line basis over the term of the lease.

2.5 OTHER INCOME

Other income represents income generated by the Group that arises from activities outside of the business activities of the Group.

Dividend income

Dividends are received from financial assets measured at FVOCI. Dividends are recognised when the right to receive payment is established in profit or loss, unless they clearly represent a recovery of part of the cost of an investment. The Group presents dividends recognised in profit or loss as other income.

Interest income

Interest income on financial assets at amortised cost and on financial assets at FVOCI calculated using the effective interest method is recognised in profit or loss as part of other income. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets, the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

2.6 FINANCE COSTS

Finance costs comprise interest expense on borrowings and finance charges on leases based on the incremental borrowing rate in accordance with IFRS 16 Leases that are recognised in consolidated statement of profit or loss.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised within profit or loss using the effective interest method.

2.7 TAXATION

Taxes are calculated based on tax laws and regulations in other jurisdictions in which the Group operates. Tax provision is made based on an evaluation of the expected tax liability. Income tax expense comprises current and deferred tax.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(All amounts are expressed in Qatari Riyals unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.7 TAXATION (CONTINUED)

Current tax

The tax currently payable is calculated as per the Income tax Law in the Qatar and the country of incorporation of its subsidiary, based on taxable profits for the year. Taxable profits differ from profit as reported in the consolidated statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition, other than in a business combination, of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates and tax law that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax for the year related to the items recognised in other comprehensive income

Current and deferred tax are recognised in the profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the tax is also recognised in other comprehensive income or directly in equity.

2.8 PROPERTY AND EQUIPMENT

Property and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Land and capital work-in -progress is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

	Depreciation rates
Buildings	2.5%
Refrigerators and equipment	10%
Motor vehicles	20%
Furniture and fixtures	20%
Computer equipment	20% - 33%
Leasehold and other improvements	10% - 33%

The carrying values of property 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, being the higher of their fair value less costs to sell and their value in use.

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognising of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in statement of comprehensive income in the period the asset is derecognised.

The asset's residual values, useful life and method of depreciation are reviewed, and adjusted if appropriate, at each financial year end.

Plots of land donated by Government are recorded at nominal amounts estimated by Management.

Capital work-in-progress

The costs of capital work-in-progress consist of the contract value, and directly attributable costs of developing and bringing the assets to the location and condition necessary for them to be capable of operating in the manner intended by management. The costs of capital work-in-progress will be transferred to property and equipment when these assets reach their working condition for their intended use. The carrying values of capital work-in-progress 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.

Capital work-in-progress represents properties in the course of construction for production, supply or administrative purposes, or for purposes not yet determined, are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, determined on the same basis as other property assets, commences when the assets are ready for their intended use.

2.9 BORROWING COSTS

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.10 LEASES

The Group as lessee

The Group leases retail stores under various leasing arrangements. The Group assesses whether contract is or contains a lease, at inception of the contract. The Group recognises 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. For these leases, the Group recognises 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 Group 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;
- 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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(All amounts are expressed in Qatari Riyals unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.10 LEASES (CONTINUED)

The Group as lessee (Continued)

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using effective interest 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 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 the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revise 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 by discounting the revised lease payments using a revised discount rate.

The Group did not make any such adjustments during the periods presented.

The 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 of 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 lease liabilities and right-of-use of 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 an identified impairment loss as described in the 'Property and equipment' policy.

Lease payments included in the measurement of the lease liability comprise:

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 recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line 'General and administrative expenses' in the consolidated statement of profit or loss.

Future cash flows to which the Group is potentially exposed to and that are not reflected in the measurement of lease liabilities includes the following:

(i) Variable lease payments

Estimation uncertainty arising from variable lease payments

Some leases contain variable payment terms that are linked to sales generated from a store. Variable payment terms are used for a variety of reasons, including minimising the fixed costs base for newly established stores. Variable lease payments that depend on sales are recognised in the consolidated statement of profit or loss in the year in which the condition that triggers those payments occurs.

(ii) Extension and termination options

Extension and termination options are included in a number of property and equipment leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group or both parties mutually agreeing on renewed terms and conditions.

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 terminated).

(iii) Short-term leases

The Group applies the short-term lease recognition exemption to its short-term leases of buildings (i.e. those lease that have a lease term of 12 months or less from the commencement date and do not contain a purchase options). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

The Group has also elected not to reassess whether a contract is, or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date the Group relied on its assessment made applying IAS 17 and IFRIC 4 Determining whether an Arrangement contains a Lease.

The Group as lessor

The Group enters into lease agreements as a lessor with respect to some of its properties. Leases for which the Group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

When a contract includes lease and non-lease components, the Group applies IFRS 15 to allocate consideration under the contract to each component.

2.11 INTANGIBLE ASSETS

Intangible assets include customer contracts and non-compete agreement acquired as part of business combination. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. The Group amortises intangible assets with a finite useful life, using the straight-line method, over the following periods. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

At each reporting date, the Group reviews the carrying amounts of its intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

2.12 IMPAIRMENT OF NON-FINANCIAL ASSETS

The Group assesses at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs to sell and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.13 INVESTMENTS AND OTHER FINANCIAL ASSETS

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded either in profit or loss or in OCI. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to present subsequent changes in fair value in other comprehensive income.

The Group reclassifies debt instruments only when its business model for managing those assets changes.

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date, being the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all of the risks and rewards of ownership.

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(All amounts are expressed in Qatari Riyals unless otherwise stated)

2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.13 INVESTMENTS AND OTHER FINANCIAL ASSETS (CONTINUED)

(iii) Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payments of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

Amortised cost: assets that are held for collection of contractual cash flows, where those cashflows represent solely payments of principal and interest, are measured at amortised cost. Interest income from these financial assets is included in "other income - interest income" using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss together with foreign exchange gains and losses. Impairment losses are recognised under 'General and administrative expenses' in consolidated statement of profit or loss.

FVOCI: assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit or loss.

FVTPL: assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL.

For financial instruments other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

Amortised cost and effective interest rate (EIR) method

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at FVTOCI. For financial instruments other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established. Dividends on these investments in equity instruments are recognised in profit or loss in accordance with IFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in the 'other income' line item in profit or loss.

(iv) Impairment

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, lease receivables and trade receivables. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group always recognises lifetime ECL for trade receivables and other receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

The Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

i) The financial instrument has a low risk of default,
ii) The borrower has a strong capacity to meet its contractual cash flow obligations in the near term, and
iii) Adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

Definition of default

The Group employs statistical models to analyse the data collected and generate estimates of probability of default ("PD") of exposures with the passage of time. This analysis includes the identification for any changes in default rates and changes in key macro-economic factors across various geographies of the group.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

(a) significant financial difficulty of the issuer or the borrower;
(b) a breach of contract, such as a default or past due event (see (ii) above);
(c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
(e) the disappearance of an active market for that financial asset because of financial difficulties.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.

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2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.13 INVESTMENTS AND OTHER FINANCIAL ASSETS (CONTINUED)

(iv) Impairment (Continued)

Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Group's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

2.14 FINANCIAL LIABILITIES

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at FVTPL. Borrowings are classified as current liabilities unless, at the end of the reporting period, the Group has a right to defer settlement of the liability for at least 12 months after the reporting period. Covenants that the Group is required to comply with, on or before the end of the reporting period, are considered in classifying loan arrangements with covenants as current or non-current. Covenants that the Group is required to comply with after the reporting period do not affect the classification at the reporting date.

Financial liabilities at FVTPL

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on changes in fair value recognised in the consolidated statement of profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in the consolidated statement profit or loss incorporates any interest paid on the financial liability.

Financial liabilities measured subsequently at amortised cost

Financial liabilities that are not designated as FVTPL, are measured subsequently at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss

2.15 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 enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.16 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Costs include those expenses incurred in bringing each product to its present location and condition. Cost is determined using the weighted average cost method. Net realisable value is based on estimated selling price less any further costs expected to be incurred on completion and disposal.

When inventories become old or obsolete, an estimate is made of their net realisable value. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and a provision applied according to the inventory type and the degree of ageing or obsolescence, based on historical realisable value. Any difference between the amounts actually realised in future periods and the amounts expected will be recognised in the consolidated statement of profit or loss.

2.17 CASH AND CASH EQUIVALENTS

For the purpose of statement of cash flows, cash and cash equivalents consist of bank deposits, bank balances and cash with maturity of three months or less from the date of acquisition, net of bank overdrafts, if any.

2.18 EMPLOYEES' END OF SERVICE BENEFITS

End of service gratuity plans

The Group provides end of service benefits to its employees in accordance with employment contracts and Qatar Labour Law and Omani Labour Law. The entitlement to these benefits is based upon the employees' final salary and accumulated period of service as at the reporting date subject to the completion of a minimum service period. The expected costs of these benefits are accrued over the period of employment.

(a) Pension plan (Qatar)

Under Law No. 24 of 2002 on Retirement and Pension, the Group is required to make contributions to a Government fund scheme for Qatari employees calculated as a percentage of the Qatari employees' salaries. The Group's obligations are limited to these contributions, which are expensed when due.

(b) Pension plan (Oman)

The Group is required to make contributions to the Omani Public Authority for Social Insurance Scheme under Royal Decree 72/91 for Omani employees calculated as a percentage of the Omani employees' salaries. The Group's obligations are limited to these contributions, which are expensed when due.

2.19 PROVISIONS

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.20 FAIR VALUE MEASUREMENT

The Group measures financial instruments, such as 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:

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2. MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.20 FAIR VALUE MEASUREMENT (CONTINUED)

- 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 to 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.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised 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 recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

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.

2.21 DIVIDENDS

Dividend distribution to the shareholders is recognised as a liability in the Group's financial statements only in the period in which the dividends are approved by the respective Group's shareholders.

2.22 FOREIGN CURRENCIES

Foreign currency translation

In preparing the consolidated financial statements of the Group, transactions in currencies other than the Group's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except as otherwise stated in the Standards.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equities classified as at fair value through other comprehensive income are recognised in other comprehensive income.

The assets and liabilities of the Group's foreign operations are translated at exchange rates prevailing on the reporting date. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a separate component of equity.

2.23 EARNINGS PER SHARE

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group 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.

2.24 SEGMENT REPORTING

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.

2.25 CURRENT VERSUS NON-CURRENT CLASSIFICATION

The Group presents assets and liabilities based on current/non-current classification. An asset as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of consolidated financial statements requires the use of accounting estimates which, by definition, will likely differ from the actual results. Management also needs to exercise judgement 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 final outcomes deviating from estimates and assumptions made.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognised in the consolidated financial statements:

(i) Principal versus agent consideration

For products sold to retail customers under certain standard operating agreements with suppliers, the Group evaluated whether they act as principal (i.e. report revenue on gross basis) or an agent (i.e. report revenues on net basis). The Group determined that they will report revenue for products sold under this arrangement on a gross basis that is the amounts collected from the customers are recorded as revenue, and amounts paid to suppliers are recorded as cost of sales.

Significant judgments are made by management when concluding whether the Group is transacting as an agent or a principal. The assessment is performed for each separate revenue stream in the Group.

The assessment performed by management indicates that Group is transacting as a principal as the Group:

- carries inventory risk;
- has the primary responsibility for providing the goods or services to the customer;
- has the latitude to establish pricing; and
- bears the customer's credit risk.

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3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (CONTINUED)

Critical judgments (continued)

(i) Principal versus agent consideration (continued)

These indicators are used to determine whether the Group has exposure to the significant risks and rewards associated with the sale of goods or rendering of services. The Group is considered to be the principal as its controls the goods before they are transferred to the customers.

(ii) Capitalisation of borrowing costs

The Group capitalises borrowing costs directly attributable to the acquisition, construction or production of qualifying assets. Capitalisation of borrowing costs commences when the Group incurs cost and undertakes activities that are necessary to prepare the assets for its intended use. Borrowing cost recognised during the year are disclosed in Note 9.

(iii) Determining the lease term

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 terminated).

The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

In this respect, the Group depreciates its buildings built on leased land based on their useful lives, which exceed the lease term in some cases (after the reasonably certain extension).

(iv) Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI 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 judgment 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.

(v) Classification of associates and subsidiaries

The appropriate classification of certain investments as subsidiaries and associates requires significant analysis and management judgement as to whether the Group exercises control, significant influence or joint control over the investments. This may involve consideration of a number of factors, including ownership and voting rights, the extent of board of directors' representations, contractual arrangements and indicators of defacto control.

Changes to these indicators and management's assessment of the power to control or influence may have a material impact on the classification of such investments and the Group's financial position, revenue and results.

The Group has classified its greater than 50% interest in Al Oumara Bakeries Company W.L.L. as associate. The Group considered the terms and condition of the agreements and the purpose and design of the entity. As per the agreements, the Group has no control over financial and operating policies of the entity. As such, the Group concluded that this Company was considered as associate.

Estimates

The key assumptions concerning the future and other sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Estimating stand-alone selling price – Al Meera Rewards Loyalty Programme

The Group estimates the stand-alone selling price of the loyalty points awarded under the Al Meera Rewards programme. The stand-alone selling price of the loyalty points issued is calculated by multiplying to the estimated redemption rate and to the monetary value assigned to the loyalty points. In estimating the redemption rate, the Group considers breakage, which represents the portion of the points issued that will never be redeemed.

The Group applies statistical projection methods in its estimation using customers' historical redemption patterns as the main input. The redemption rate is updated quarterly and the liability for the unredeemed points is adjusted accordingly. In estimating the value of the points issued, the Group considers the mix of products that will be available in the future in exchange for loyalty points and customers' preferences. The Group ensures that the value assigned to the loyalty points is commensurate to the standalone selling price of the products eligible for redemption (i.e., the value of each point is equivalent to the stand-alone selling price of any products eligible for redemption divided by number of points required).

As points issued under the programme expire within one year, estimates of the stand-alone selling price are subject to significant uncertainty. Any significant changes in customers' redemption patterns will impact the estimated redemption rate. As at 31 December, the estimated liability for unredeemed points was QR. 2,714,423 (2023: QR. 2,213,297) (Note 24).

(ii) Impairment of inventories

Inventories are held at the lower of cost and net realisable value. Management has applied the judgment and estimates to determine the provision for shrinkage, obsolete and slow-moving inventories. When inventories become old or obsolete, an estimate is made of their net realisable value and a provision for obsolete and slow-moving is recognised. Provision for shrinkage is recognised, based on management's calculation and estimates derived from historical data and sales trends. As at 31 December, the provision for shrinkage, obsolete, and slow-moving inventories amounts to amounts to QR. 52,793,306 (2023: QR. 26,299,443). A 5% change in the provision for shrinkage, obsolete, and slow-moving inventories would result in an increase or decrease in profit by QR. 2,639,665 (2023: QR. 1,314,972).

(iii) Estimated useful lives of property and equipment and intangibles

The Group's management determines the estimated useful lives of its property and equipment and intangible assets in order to calculate the depreciation and amortisation. Management has determined the estimated useful lives of each asset and/ or category of assets based on the following factors:

- Expected usage of the assets,
- Expected physical wear and tear, which depends on operational and environmental factors; and
- Legal or similar limits on the use of the assets.

Management has not made estimates of residual values for any items of property and equipment at the end of their useful lives as these have been deemed to be insignificant.

The Group's management reviews the residual value and useful lives annually and future depreciation and amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Refer to Note 9 to the consolidated financial statements. The Group has made a key judgment related to the useful lives of the buildings built on leased lands (with shorter lease terms than the estimated useful lives). The costs of those buildings are depreciated over the useful lives as management is confident that the term of the underlying leases will be extended.

(iv) Impairment of goodwill

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU. Subject to an operating segment ceiling test, for the purposes of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

The Group allocated goodwill to cash-generating units, where the whole country / all retail outlets represents a single cash-generating unit for the Group's retail operations, as this represents the lowest level at which goodwill is monitored by management. In doing so, management has used its best judgment to conclude that the cash inflows of a CGU, is independent from inflows of other assets and CGU's. This conclusion was made on the basis of how management monitors the Group operations, taking into account interdependence between cash inflows from each locations resulting from revenue substitution.

Determining whether goodwill is impaired requires an estimation of the value in use of the cash generating units to which the goodwill has been allocated. The value

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3. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (CONTINUED)

Estimates (continued)

(iv) Impairment of goodwill (continued)

in use calculation requires the management to estimate the future cash flows expected to arise from the cash generating units and a suitable discount rate in order to calculate the present value. The recoverable amount of the cash generating unit is determined by management based on value in use calculation which uses cash flow projections based on forecast revenue and profit margin which have been projected for five years discrete period. The forecast EBITDA has been adjusted for changes in working capital and capital expenditure requirements to arrive at free cash flows forecast. The management used discount rates for Qatar Markets Group W.L.L. and Al Meera Market S.A.O.C., 9.9% and 9.7% respectively (2023: 10.3% and 7.6%) and terminal growth rate of 2.0% and 2.0 %, respectively (2023: 2.0% and 2.0%). As a result, no impairment was recognised (2023: Nil).

(v) Fair value measurements

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group performs the valuation by comparing to the entities who have the same business in the closest markets. The management establish the appropriate valuation techniques and inputs to the model. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in respective notes.

4. SALES

The Group derives its revenue from contracts with customers for the transfer of goods at a point in time in the following major product lines.

	2024	2023
Sale of goods – at a point in time		
Retail	**2,786,793,643**	2,798,610,503
Wholesale – corporate sales	**22,157,969**	37,906,008
	2,808,951,612	2,836,516,511

5. COST OF SALES

The Group cost of sales consist of inventory cost, shrinkage and wastage incurred, netted off against rebates received from suppliers.

	2024	2023
Cost of inventory	**2,188,580,838**	2,259,023,938
Other direct cost	**59,989,888**	28,532,856
	2,248,570,726	2,287,556,794

6. OTHER INCOME

	2024	2023
Dividend income	**31,239,626**	23,267,812
Interest income	**5,858,090**	5,432,945
Miscellaneous income	**6,686,687**	5,859,528
	43,784,403	34,560,285

7. GENERAL AND ADMINISTRATIVE EXPENSES

	2024	2023
Salaries, wages and other benefits	**209,464,255**	219,074,182
Water and electricity	**36,937,678**	34,162,527
Repairs and maintenance	**28,132,311**	20,476,539
Bank charges, commission and credit card charges	**18,715,162**	17,012,129
Short term rent and staff accommodation expenses	**11,226,715**	15,960,306
Advertisement expenses	**13,018,824**	9,654,269
Board of Directors' remuneration (Note 25)	**7,627,700**	7,578,520
Vehicle and insurance expenses	**6,035,325**	5,127,261
Telephone and postage	**3,926,152**	3,697,323
Professional fees (i)	**4,985,204**	5,830,742
Printing and stationery	**1,376,340**	1,858,703
Travel expenses	**170,197**	343,595
Provision for expected credit losses (Note 34)	**5,301,868**	7,363,357
Reversal of provision of slow moving inventory (Note 15)	**(1,205,376)**	(2,228,729)
Other expenses	**14,476,070**	9,516,054
	360,188,425	355,426,778

(i) Professional fees include audit and assurance services fee of QR. 1,000,000 (2023: QR. 1,603,200).

8. INCOME TAX

The Group is subject to income tax on its operation in the State of Qatar and Sultanate of Oman. Due to tax losses incurred on operations in Sultanate of Oman, no current tax expenses were recognised during the year.

Income tax charged to consolidated statement of profit or loss:

	2024	2023
Current tax expense related to current year	**223,486**	138,400
Deferred tax (income) / expense	**(755,960)**	798,789
Income tax (benefit) / expense	**(532,474)**	937,189

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9. PROPERTY AND EQUIPMENT

	Land	Buildings	Refrigerators and equipment	Motor vehicles	Furniture and fixtures	Computer equipment	Leasehold and other improvements	Capital work in progress	Total
Cost:									
At 1 January 2024	36,302,975	1,189,935,630	310,435,076	23,127,172	62,247,051	64,598,655	148,498,553	123,740,640	1,958,885,752
Additions	-	4,712,449	4,196,282	52,590	128,943	4,284,779	2,320,111	184,555,477	200,250,631
Disposals	-	(25,620)	(1,066,153)	-	(552,281)	-	(11,906)	-	(1,655,960)
Transfers	-	95,373,908	8,696,076	-	843,438	3,764,389	3,604,458	(112,282,269)	-
At 31 December 2024	36,302,975	1,289,996,367	322,261,281	23,179,762	62,667,151	72,647,823	154,411,216	196,013,848	2,157,480,423
Accumulated Depreciation:									
At 1 January 2024	-	243,579,508	230,630,035	19,837,245	55,593,849	45,961,925	88,250,139	-	683,852,701
Charge for the year	-	30,715,849	19,716,303	999,101	3,227,881	4,122,838	13,180,978	-	71,962,950
Disposals	-	(4,117)	(935,775)	-	(524,883)	-	(6,363)	-	(1,471,138)
At 31 December 2024	-	274,291,240	249,410,563	20,836,346	58,296,847	50,084,763	101,424,754	-	754,344,513
Net book value:									
At 31 December 2024	36,302,975	1,015,705,127	72,850,718	2,343,416	4,370,304	22,563,060	52,986,462	196,013,848	1,403,135,910

Notes:

(i) Buildings with a carrying amount of QR. 680,902,850 (2023: 600,729,310) were constructed on leased plots of land from Government of Qatar. These plots of land were acquired on leases for a period of 25 years. The management has resolved to depreciate these buildings over 40 years based on the expected useful life period as management is reasonably certain that these lease contracts will be renewed for a period of time exceeding the useful life of these buildings.

(ii) The capital work-in-progress includes constructions of new supermarkets and major renovation of existing supermarkets. The amount of amortisation on right-of-use asset and interest expense on lease liabilities capitalised during the year ended 31December 2024 amounted to QR 312,683 and QR. 372,235 (2023: QR. 339,659 and QR. 416,249), respectively.

(iii) During the year ended 31 December 2024, the Group has capitalised borrowing cost amounting to QR. 7,720,181 (2023: QR. 2,109,957) of loans in State of Qatar and Sultanate of Oman for which the Group has obtained to finance the acquisition of two properties in the State of Qatar and the construction of a new mall in Sultanate of Oman (Notes 21 and 33).

(iv) As of the reporting date, the Group has 31 (2023: 31) plots of land granted by the Government of Qatar at nominal values in the books.

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9. PROPERTY AND EQUIPMENT (CONTINUED)

	Land	Buildings	Refrigerators and equipment	Motor vehicles	Furniture and fixtures	Computer equipment	Leasehold and other improvements	Capital work in progress	Total
Cost:									
At 1 January 2023	36,302,975	1,124,016,618	295,894,748	22,923,636	61,567,198	49,991,927	129,885,635	105,892,655	1,826,475,392
Additions	-	1,712,591	6,122,582	263,040	488,640	3,645,447	5,557,233	116,095,175	133,884,708
Disposals	-	(14,500)	(157,764)	(59,504)	(12,791)	(689,183)	-	(540,606)	(1,474,348)
Transfers	-	64,224,921	8,443,077	-	336,437	11,650,464	13,051,685	(97,706,584)	-
Reclassifications	-	(4,000)	132,433	-	(132,433)	-	4,000	-	-
At 31 December 2023	36,302,975	1,189,935,630	310,435,076	23,127,172	62,247,051	64,598,655	148,498,553	123,740,640	1,958,885,752
Accumulated Depreciation:									
At 1 January 2023	-	214,950,228	209,308,386	18,641,188	51,675,416	41,989,470	75,417,222	-	611,981,910
Charge for the year	-	28,634,405	21,306,406	1,255,319	4,055,252	4,093,887	12,822,502	-	72,167,771
Disposals	-	(4,326)	(116,636)	(59,262)	(4,940)	(121,432)	9,616	-	(296,980)
Reclassifications	-	(799)	131,879	-	(131,879)	-	799	-	-
At 31 December 2023	-	243,579,508	230,630,035	19,837,245	55,593,849	45,961,925	88,250,139	-	683,852,701
Net book value:									
At 31 December 2023	36,302,975	946,356,122	79,805,041	3,289,927	6,653,202	18,636,730	60,248,414	123,740,640	1,275,033,051

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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10. RIGHT-OF-USE ASSETS

The Group leases several assets including land, buildings and warehouses. The average lease term ranges from 3 to 25 years (2023: 3 to 25 years). Rental contracts are typically for extendable fixed periods of time.

Below is the movement in the right-of-use assets:

	2024	2023
Balance at 1 January	**204,478,852**	290,399,316
New leases added during the year	**65,132,627**	10,425,373
Contract modifications	**24,378**	(142,681)
Derecognition of right-of-use assets	**-**	(54,583,045)
Amortisation of right-of-use of assets	**(37,480,173)**	(38,329,017)
Amortisation of right-of-use of assets transferred to other receivables	**(2,649,978)**	(2,951,435)
Transferred to work-in-progress	**(312,683)**	(339,659)
Balance at 31 December	**229,193,023**	204,478,852

Amounts recognised in consolidated statement of profit or loss:

	2024	2023
Amortisation expense on right-of-use assets	**37,480,173**	38,329,017
Expense relating to short-term leases (Note 7)	**11,226,715**	15,960,306

During the year, amortisation on right-of-use assets amounting to QR. 312,683 (2023: QR. 339,659) was capitalised to work-in-progress

The Group holds some inventory items on behalf of a third party at its warehouse. The amortisation share in respect of leasing costs is transferred and recovered from the third party. During the year the Group has charged back QR 2,649,978 (2023: QR. 2,951,435).

11. GOODWILL

The carrying amount of goodwill has been allocated to the following cash generating units:

	2024	2023
Qatar Markets Company W.L.L.	**227,028,986**	227,028,986
Al Meera Market S.A.O.C.	**117,069,012**	117,069,012
	344,097,998	344,097,998

Qatar Markets Company W.L.L.:

The recoverable amounts of this cash generating units have been determined based on value in use calculations. The calculation uses cash flow projections based on forecast revenues and profit margins approved by management covering five years period at a discount rate of 9.9% (2023: 10.3%). These projections reflect past experience and future plans of the Company. The forecast EBITDA has been adjusted for changes in working capital and capital expenditure requirements to arrive at free cash flows forecast.

The cash flows beyond five-year period is extrapolated using a steady growth rate of 2.0% (2023: 2.0%), which is the projected long term growth rate of the Company.

Other assumptions used in calculation of value in use includes expected revenue growth rate, fixed average EBITDA margin and capital expenditure forecast. Current and historical performance have been used as indicators of future performance..

Al Meera Market S.A.O.C.:

The recoverable amount of the cash generating unit has been determined based on value in use calculations. The calculation uses cash flow projections based on forecast revenues and profit margins approved by management covering five years period at a discount rate of 9.7% (2023: 7.6%). The forecast EBITDA has been adjusted for changes in working capital and capital expenditure requirements to arrive at free cash flows forecast. The cash flows beyond five-year period are extrapolated using a steady growth rate of 2% (2023: 2.0%), which is the projected long term growth rate of the Company. Other assumptions used in calculation of value in use includes expected revenue growth rate, fixed average EBITDA margin and capital expenditure forecast. Current and historical performance have been used as indicators of future performance.

The management have considered and assessed reasonably possible changes for the key assumptions and estimated the recoverable amount based on following individual scenarios:

- increasing discount rate by 1%;
- decreasing the terminal growth by 0.5%; and
- decreasing the annual sales growth by 0.5%.

Based on sensitivity analysis performed on each individual scenario, management has not identified any instances that could cause the carrying amount of the goodwill exceed its recoverable amount, accordingly, no impairment loss was recognised in years 2024 and 2023.

12. INTANGIBLE ASSETS

These represents customer contracts acquired as part of business combination. These assets are amortised over its useful economic lives of 10 years.

The movement is as follows:

	2024	2023
Cost:		
At 1 January and 31 December	**18,030,325**	18,030,325
Amortisation:		
At 1 January	**18,024,407**	17,913,531
Charge for the year	**5,737**	110,876
At 31 December	**18,030,144**	18,024,407
Net book value at 31 December	**181**	5,918

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13. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2024	2023
Quoted equity shares (i)	**282,721,487**	268,908,483
Investment in fund (ii)	**112,146,354**	105,970,336
Unquoted equity shares (iii)	**6,586,104**	10,392,287
	401,453,945	385,271,106

(i) Quoted equity shares

The quoted equity investments are managed by reputable assets managers, who take investment decisions on behalf of the Group. The Group has control and title to these investments. All of these equity investments are within Qatar.

(ii) Investment in fund

The investment in fund is managed by a reputable portfolio manager. The capital from the fund is invested in portfolio of equity securities of listed companies within the GCC. The fund's underlying equity portfolio are denominated in different GCC currency such as Saudi Riyals (SAR), UAE Dirhams (AED), Kuwaiti Dinar (KWD), Omani Riyals (RO) and Qatari Riyals (QAR).

(iii) Unquoted equity shares

Unquoted local investments are recorded at fair value measurements using level 3 valuation technique.

(iv) The movements in these financial assets at fair value through other comprehensive income are as follows:

	2024	2023
At 1 January	**385,271,106**	367,024,588
Additions	**257,037,136**	214,947,451
Cost of disposals	**(231,298,096)**	(199,108,705)
Realised loss on disposals	**2,234,637**	10,284,171
Net changes in fair value	**(11,790,838)**	(7,876,399)
At 31 December	**401,453,945**	385,271,106

The fair value of equity shares disposed during the year, at the date of disposal was QR. 229 million (2023: QR. 188 million). Dividend recognised during the year from investment held at FVTOCI amounts to QR. 31 million (2023: QR. 23 million). Upon disposal of these investments, any balances within the fair value (OCI) reserve is reclassified to retained earnings and is not reclassified to profit or loss.

The Group designates its investment in funds and equity shares, at initial recognition, at fair value through other comprehensive income as the Group believes that recognising short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Group's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.

For details on the fair value measurements and hierarchy refer Note 35.

14. INVESTMENTS IN ASSOCIATES

The Group has the following investment in associate:

Name of associate	*Principal activity*	*Place of incorporation and operation*	*2024* %	2023 %
			Proportion of ownership interest	
Al Oumara Bakeries Company W.L.L.	Manufacture and sale of bakery products	Qatar	**51%**	51%

The movement of investment in associates is as follows:

	2024	2023
At 1 January	**-**	-
Provision recorded on Al Oumara Bakeries Company W.L.L. as at 1 January	**(10,453,254)**	(10,423,290)
Share of results for the year	**(35,221)**	(29,964)
Presented separately under trade and other payables as a provision for deficit in an associate on Al Oumara Bakeries Company W.L.L. (Note 24)	**10,488,475**	10,453,254
At 31 December	**-**	-

The following table is the summarised financial information of the Group's associate:

	2024	2023
Associate's statement of financial position:		
Current assets	**2,518,274**	1,369,174
Non-current assets	**17,445**	35,605
Current liabilities	**(23,101,354)**	(21,901,354)
Carrying amount of the investee	**(20,565,635)**	(20,496,575)
Associate's revenue and results:		
Sales	**-**	-
Net loss	**(69,060)**	(58,753)

15. INVENTORIES

	2024	2023
Finished goods	**413,588,121**	367,695,530
Consumables and spare parts	**3,135,817**	3,637,013
	416,723,938	371,332,543
Less: Provision for shrinkage, obsolete and slow-moving inventories	**(52,793,306)**	(26,299,443)
	363,930,632	345,033,100

The movement in the provision for shrinkage, obsolete and slow-moving inventories is as follows:

	2024	2023
At 1 January	**26,299,443**	21,160,545
Reversal related to obsolete and slow-moving recognised in general and administrative expenses (Note 7)	**(1,205,376)**	(2,228,729)
Charges related to shrinkage recognised in cost of sales	**27,699,239**	7,367,627
At 31 December	**52,793,306**	26,299,443

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16. TRADE AND OTHER RECEIVABLES

	2024	2023
Trade receivables	**35,298,864**	32,630,454
Advances to suppliers – net	**16,685,894**	22,557,190
Credit card receivables	**4,412,781**	5,740,927
Deposits	**1,015,446**	1,012,446
Prepaid expenses	**4,481,918**	5,048,608
Staff receivables	**2,886,441**	4,425,804
Lease receivables	**5,313,234**	10,762,197
Accrued interest income	**399,364**	382,507
Other receivables	**34,289,393**	13,486,531
	104,783,335	96,046,664
Less: Allowance for impairment of trade and other receivables (Note 34)	**(17,466,664)**	(12,164,796)
	87,316,671	83,881,868

Deposits is presented in the consolidated statement of financial position as follows:

	2024	2023
Current portion (see above)	**1,015,446**	1,012,446
Other non-current assets	**15,398,804**	14,991,966
	16,414,250	16,004,412

(i) The credit risk disclosures of expected credit losses under IFRS 9, have been disclosed in Note 34.

(ii) It is not the practice of the Group to obtain collateral over trade receivable and the vast majority are, therefore, unsecured.

17. RESTRICTED BANK BALANCES

Restricted bank accounts consist of amounts held in the banks for the dividends declared and not yet collected by the shareholders. These balances are subject to regulatory restriction and are therefore not available for general use by the Group.

18. CASH AND CASH EQUIVALENTS

Cash and cash equivalents at the end of the year as shown in the consolidated statement of cash flows can be reconciled to the related items in the consolidated statement of financial position as follows:

	2024	2023
Cash on hand	**1,465,360**	1,180,348
Cash at bank	**122,698,064**	148,147,776
Short term deposits (i)	**-**	9,500,000
Total cash and cash equivalents as per consolidated statement of cashflows	**124,163,424**	158,828,124
Short term deposits having maturity of more than 90 days (i)	**9,500,000**	-
Total cash on hand and at banks	**133,663,424**	158,828,124

(i) The term deposits have different maturities and carry profit margin at 3% (2023: 3%) per annum.

(ii) The credit risk disclosures to expected credit losses under IFRS 9 have been disclosed in Note 34.

19. SHARE CAPITAL

	2024	2023
Authorised, issued and fully paid share at QR 1 each:		
At 1 January	**206,000,000**	200,000,000
Bonus shares issued during the year	**-**	6,000,000
At 31 December	**206,000,000**	206,000,000

On 9 April 2023 upon obtaining approval from the shareholders in the Annual General Meeting, the Parent Company issued 6,000,000 bonus shares at the rate of 3 shares for every 100 shares held by the shareholders, which resulted in increase in share capital to 206,000,000 shares with nominal value of QR. 1 per share.

20. RESERVES

Legal reserve

In accordance with Qatar Commercial Companies Law No. 11 of 2015, as amended by Law. No. 8 of 2021, 10% of the profit for the year is transferred to a legal reserve. Transfers to this reserve are required to be made until the reserves reaches minimum 50% of the issued share capital of the Group. The Group has resolved to discontinue such transfers as the reserve exceeded 50% of share capital. This reserve is not available for distribution except in the circumstances as stipulated in Qatar Commercial Companies Law.

Optional reserve

In accordance with the Company's Articles of Association, upon suggestion of the Board of Directors, the General Assembly may decide to deduct a portion of the net profit for the optional reserve. This optional reserve shall be used in the forms and ways that will be decided by the General Assembly. There were no movements during the year ended 31 December 2024 (2023: Nil).

Fair value reserve

Financial assets at fair value through other comprehensive income reserve

The Group has recognised changes in the fair value of financial assets in other comprehensive income. These changes are accumulated within the fair value reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant financial assets are derecognised.

21. LOANS AND BORROWINGS

	2024	2023
Loan 1	**35,732,100**	50,783,213
Loan 2	**126,177,211**	155,327,760
Loan 3	**44,425,871**	45,550,722
Loan 4	**150,000,000**	40,000,000
Loan 5	**150,000,000**	40,000,000
Deferred financing arrangement cost	**(1,557,570)**	(1,785,117)
	504,777,612	329,876,578

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21. LOANS AND BORROWINGS (CONTINUED)

Presented in the consolidated statement of financial position as follows:

	2024	2023
Non-current portion	**408,762,764**	284,500,740
Current portion	**96,014,848**	45,375,838
	504,777,612	329,876,578

Loan 1

The facility was obtained to partially fund an acquisition of a subsidiary in Oman from a local bank in Qatar.

The facility agreement contains certain covenants related to the capital structure of the operation of the business of Al Meera Markets S.A.O.C., one of the Group's subsidiaries in Oman. The facility carries profit rate of 3% per annum (2023: 3% per annum). There was an initial drawdown of the facility on 20 June 2014, amounting to QR. 89 million. This amount is repayable over 40 quarterly instalments started in 30 September 2016.

During the latter part of the year 2016, there was an additional draw down amounting to QR. 50 million, which have been fully utilised for the construction of certain supermarkets of the Group and repayable over 39 quarterly instalments starting 5 December 2016. This loan is secured by a corporate guarantee in the name of Al Meera Holding L.L.C., which is a fully owned subsidiary of the Group.

Loan 2

During 2018, the Group entered into a Murabaha loan facility agreement amounting to QR. 200 million with a local bank in the State of Qatar to finance the expansion plans of the Group. The unsecured facility carries a profit rate of QMRL plus 0.25% with a minimum rate of 5.25%. There was an initial drawdown of the facility on 21 March 2018, amounting to QR. 125 million. This amount is repayable over 20 quarterly instalments started in March 2020.

In January 2021, the Group entered into a loan top up agreement of QR. 50 million, thereby increasing the total facility to QR. 250 million. Profit rate is at QMRL + 0.25% with a minimum rate of 2.95% with grace period of 1 year.

In April 2021, there was a drawdown of QR. 100 million, which has been utilised to finance the acquisition of properties to be developed as community mall. This amount is repayable over 28 quarterly instalments starting April 2022. The total combined draw down as of 31 December 2024 is QR. 225 million (2023: QR. 225 million).

Loan 3

In 2020, Al Meera Oman S.A.O.C, one of the Group's subsidiaries has entered into a Master Facility Agreement with one of the commercial bank in Sultanate of Oman with a financial facility limit of QR. 52.3 (RO.5.5 million) (2023: QR. 52.3 million (RO. 5.5 million)). The facility shall be available for drawdown in multiple tranches during the availability period of 24 months from the date of facility agreement. The term loan facility is subject to a profit rate of 5.75% (2023: 5.75%) per annum during the availability period, for remaining term 6%. The principal disbursement shall be made in 46 quarterly instalments commencing three months from the end of moratorium period through rental income from the project. The term loans are secured mortgage on proposed Usufruct of Al Meera Retail Complex in Al Amerat, Oman. During the year, the subsidiary had an additional drawdown of QR. 1,388,235 (RO. 146,130) (2023: QR. 6,623,468 (RO. 665,944)) for the purpose of capital expenditure. The total combined drawdown as of 31 December 2024 amounting to QR.46,938,957 (RO.5,080,072) (2023: QR. 45,550,722 (RO. 4,940,942)).

Loan 4

During 2023, the Group entered into a Murabaha loan facility agreement amounting to QR. 150 million with a local bank in the State of Qatar to finance the expansion plans of the Group. The unsecured facility carries a profit rate of QMRL plus 0.25%. During the year, drawdowns amounted to QR. 110 million (2023: QR. 40 million). This amount is repayable over 32 quarterly instalments starting September 2025.

Loan 5

During 2023, the Group entered into a Murabaha loan facility agreement amounting to QR. 150 million with a local bank in the State of Qatar to finance the expansion plans of the Group. The unsecured facility carries a profit rate of QMRL plus 0.25%. During the year, drawdowns amounted to QR. 110 million (2023: QR. 40 million) This amount is repayable over 32 quarterly instalments starting September 2025.

22. EMPLOYEES' END OF SERVICE BENEFITS

	2024	2023
At 1 January	**46,262,181**	44,785,409
Provision made during the year	**8,478,936**	6,338,673
End of service benefits paid	**(8,146,370)**	(4,861,901)
At 31 December	**46,594,747**	46,262,181

The provision for employees' end of service benefits is included in salaries, wages and other benefits under general and administrative expenses. Management has classified the obligation within non-current liabilities in the consolidated statement of financial position as it does not expect that there will be significant payments towards its employees' end of service benefits obligation within 12 months from the reporting date. The provision is not discounted to present value as the effect of the time value of money is not expected to be material.

23. LEASE LIABILITIES

	2024	2023
At 1 January	**225,671,619**	311,103,153
Additions during the year	**65,132,627**	10,425,373
Contract modification	**(39,869)**	38,969
Derecognition of lease liability	**-**	(50,742,006)
Accretion of interest	**13,896,694**	8,319,990
Interest on lease liabilities transferred to other receivables	**294,442**	327,989
Payments during the year	**(51,199,633)**	(53,801,849)
At 31 December	**253,755,880**	225,671,619
Current	**43,030,389**	42,833,825
Non-current	**210,725,491**	182,837,794
	253,755,880	225,671,619

Maturity analysis of undiscounted lease liabilities for the Group is as follows:

	2024	2023
Not later than 1 year	**43,593,928**	44,954,765
Later than 1 year and not later than 5 years	**131,662,770**	110,567,737
Later than 5 years	**210,877,146**	174,144,157
	386,133,844	329,666,659

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

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24. TRADE AND OTHER PAYABLES

	2024	2023
Trade and services payables	**375,788,033**	414,196,818
Dividends payable	**92,465,396**	97,117,843
Retentions payable	**9,934,473**	3,007,951
Accrued expenses	**69,725,488**	75,250,349
Provision for deficit in an associate (Note 14)	**10,488,475**	10,453,254
Provision for social and sports fund	**4,584,740**	4,503,015
Contract liability on loyalty program	**2,714,423**	2,213,297
Income tax payable	**210,725**	176,277
Other payables	**16,718,357**	15,101,949
	582,630,110	622,020,753
Retentions payable presented in the consolidated statement of financial position as follows:		
Current portion (see above)	**9,934,473**	3,007,951
Non-current portion	**13,222,844**	6,275,488
	23,157,317	9,283,439

25. RELATED PARTY DISCLOSURES

Related parties represent associated companies, major shareholders, directors and key management personnel of the Group, and companies of which they are principal owners. In the ordinary course of business, the Group enters into transactions with related parties. Pricing policies and terms of transactions are approved by the Group's management.

Qatar Holding L.L.C., which is ultimately owned by Government of State of Qatar, holds 26% of the Group's capital. In the course of business, the Group supplies its commodities to various Government and semi-Government agencies in the State of Qatar. The Group also avails various services from these parties in the State of Qatar.

Related party balances

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

	2024	2023
Amounts due from a related party:		
Associate	**19,830,310**	19,713,838

The Group has not recognised an allowance for expected credit losses for amounts due from a related party since a provision for deficit in an associate amounting to QR. 10.5 million (2023: QR. 10.4 million) is recognised in the consolidated financial statements (Note 24). The provision recognised by the Group represents the deficit in the associate's equity to the extent of the Group share of 51% (2023: 51%).

Terms and conditions of transactions with related parties

The transactions with the related parties are performed at the terms as approved by management. Outstanding balances at the end of the year are unsecured, interest free and the settlement occurs in cash. There have been no guarantees provided or received against any related party balance.

Compensation of key management personnel

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

	2024	2023
Key management remuneration	**10,897,934**	12,034,700
Board of Directors' remuneration	**7,727,700**	7,582,520
	18,625,634	19,617,220

Board of Directors' remuneration is a proposed amount which is subject to the approval of the shareholders in the next Annual General Meeting.

26. COMMITMENTS

(a) Capital commitments

Estimated capital expenditure contracted for at the reporting date but not provided for:

	2024	2023
Capital commitments – Property and equipment		
Estimated capital expenditure approved and contracted as of the reporting date	**98,490,246**	125,908,551

(b) Commitments under operating lease

The Group has entered into non-cancellable lease agreements for certain land and buildings in various supermarkets.

Future operating lease rentals payable as at 31 December are as follows:

	2024	2023
Current - within one year	**12,709,350**	17,084,300

27. CONTINGENCIES

At 31 December the Group had contingent liabilities in respect of letters of credit and letters of guarantee and other matters arising in the ordinary course of business from which it is anticipated that no material liabilities will arise. The details are as follows:

	2024	2023
Letters of guarantees	**11,172,268**	9,528,318
Letters of credits	**661,047**	1,633,298
	11,833,315	11,161,616

28. DIVIDENDS

The Board of Directors have proposed an 85% cash dividend on the paid up capital or QR. 0.85 per share totalling QR. 175.1 million for the year 2024 on 10 March 2025, which is subject to the approval of the shareholders at the Annual General Meeting. During the year ended 31 December 2024, the Parent Company has paid a cash dividend relating to 2023 on the paid up capital of QR. 0.85 per share, totalling QR. 175.1 million.

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29. CONTRIBUTION TO SOCIAL AND SPORTS FUND

In accordance with Law No. 13 of 2008, the Group has taken a provision for the support of sports, social, cultural and charitable activities with an amount equivalent to 2.5% of the net profit. This social and sports contribution is considered as an appropriation of retained earnings of the Group and presented in the consolidated statement of changes in equity.

The Group made an appropriation from retained earnings amounting to QR. 4.6 million (2023: QR. 4.5 million) for contribution to the Social and Sports Development Fund of Qatar.

30. EARNINGS PER SHARE

Earnings per share is calculated by dividing the profit attributable to shareholders of the Parent by the weighted average number of shares outstanding during the year. The computation of basic and diluted earnings per share are equal as the Group has not issued any instruments which will dilute the existing shareholding.

	2024	2023
Profit attributable to shareholders of the parent	**184,032,309**	181,146,545
Weighted average number of shares outstanding	**206,000,000**	206,000,000
Basic and diluted earnings per share	**0.89**	0.88

31. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services, and has three operating segments as follows:

i) The retail segment, which comprises the buying and selling of consumer good.
ii) The investment segment, which comprises equity and funds held as financial assets at fair value through other comprehensive income and fixed deposits.
iii) The leasing segment, which comprises mainly of renting shops in various malls owned by the Group.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured the same as the operating profit or loss in the consolidated financial statements.

31. SEGMENT INFORMATION (CONTINUED)

	Retail	**Investment**	**Leasing**	**Total**
Year ended 31 December 2024:				
Sales	**2,808,951,612**	**-**	**-**	**2,808,951,612**
Cost of sales	**(2,248,570,726)**	**-**	**-**	**(2,248,570,726)**
Gross profit	**560,380,886**	**-**	**-**	**560,380,886**
Rental income	**-**	**-**	**78,961,375**	**78,961,375**
Income from investments	**-**	**31,746,982**	**-**	**31,746,982**
Other income	**11,590,898**	**126,928**	**319,595**	**12,037,421**
Operating income	**571,971,784**	**31,873,910**	**79,280,970**	**683,126,664**
General and administrative expenses	**(350,223,914)**	**(2,526,610)**	**(7,437,901)**	**(360,188,425)**
Depreciation and amortisation	**(99,287,519)**	**(130,831)**	**(10,030,510)**	**(109,448,860)**
Share of loss of an associate	**-**	**(35,221)**	**-**	**(35,221)**
Finance costs	**(30,434,036)**	**(29,458)**	**(133,544)**	**(30,597,038)**
Profit before income tax	**92,026,315**	**29,151,790**	**61,679,015**	**182,857,120**
Income tax benefit	**514,516**	**-**	**17,958**	**532,474**
Profit for the year	**92,540,831**	**29,151,790**	**61,696,973**	**183,389,594**

	Retail	Investment	Leasing	Total
Year ended 31 December 2023:				
Sales	2,836,516,511	-	-	2,836,516,511
Cost of sales	(2,287,556,794)	-	-	(2,287,556,794)
Gross profit	548,959,717	-	-	548,959,717
Rental income	-	-	85,730,305	85,730,305
Income from investments	-	23,505,415	-	23,505,415
Income from fixed deposits	-	342,884	-	342,884
Other income	10,502,214	42,127	167,645	10,711,986
Operating income	559,461,931	23,890,426	85,897,950	669,250,307
General and administrative expenses	(346,063,062)	(2,137,398)	(7,226,318)	(355,426,778)
Depreciation and amortisation	(100,828,117)	(76,276)	(9,703,271)	(110,607,664)
Share of loss of an associate	-	(29,964)	-	(29,964)
Finance costs	(21,496,353)	(46,809)	(584,947)	(22,128,109)
Profit before income tax	91,074,399	21,599,979	68,383,414	181,057,792
Income tax expense	(937,189)	-	-	(937,189)
Profit for the year	90,137,210	21,599,979	68,383,414	180,120,603

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales in the current year (2023: Nil). The accounting policies of the reportable segments are the same as per the Group accounting policies described in Note 2.

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31. SEGMENT INFORMATION (CONTINUED)

The following table presents segmental assets regarding the Group's business segments.

	Retail	Investment	Leasing	Total
Segment assets:				
At 31 December 2024	**2,320,192,943**	**417,256,805**	**335,763,338**	**3,073,213,086**
At 31 December 2023	2,217,159,924	402,702,001	291,412,926	2,911,274,851

Other disclosures:

	Retail	Investment	Leasing	Total
Capital expenditures:				
At 31 December 2024	**152,406,694**	-	**47,843,937**	**200,250,631**
At 31 December 2023	99,737,890	-	34,146,818	133,884,708

Capital expenditure consists of additions of property and equipment.

Geographically, the Group operates in the State of Qatar and the Sultanate of Oman. Following is the summary of key balances related to each geography:

	Qatar		Oman		Eliminations		Total	
	2024	2023	**2024**	2023	**2024**	2023	**2024**	2023
Total assets	**2,836,749,089**	2,663,871,898	**294,950,994**	304,876,864	**(58,486,997)**	(57,473,911)	**3,073,213,086**	2,911,274,851
Total liabilities	**1,286,892,080**	1,107,990,124	**170,085,397**	177,721,516	**(55,731,652)**	(54,490,034)	**1,401,245,825**	1,231,221,606

	Qatar		Oman		Eliminations		Total	
	2024	2023	**2024**	2023	**2024**	2023	**2024**	2023
Sales	**2,666,955,166**	2,681,140,438	**141,996,446**	155,376,073	**-**	-	**2,808,951,612**	2,836,516,511
Net income	**185,450,813**	183,672,771	**(2,289,750)**	(3,601,343)	**228,531**	49,175	**183,389,594**	180,120,603

32. MATERIAL PARTLY OWNED SUBSIDIARIES

Financial information of subsidiaries that have material non-controlling interests is provided below:

Proportion of equity interest held by non-controlling interests:

Names of the subsidiaries	Country of incorporation	Non-controlling interests		Allocated (loss) profit		Accumulated balances	
		2024	2023	**2024**	2023	**2024**	2023
		%	%				
Al Meera Markets S.A.O.C.	Oman	**30%**	30%	**952,228**	883,232	**39,875,710**	38,923,481
Al Meera Oman S.A.O.C.	Oman	**30%**	30%	**(1,594,943)**	(1,909,174)	**(2,317,352)**	(722,408)
				(642,715)	(1,025,942)	**37,558,358**	38,201,073

The Group has the power to appoint and remove the majority of the Board of Directors of the above stated subsidiaries. The relevant activities of these subsidiaries are determined by the Board of Directors based on majority votes. Therefore, the Board of Directors concluded that the Group has control over these subsidiaries and they are consolidated in these consolidated financial statements.

Summarised financial information in respect of the Group's subsidiaries that have material non-controlling interest is set out below. The summarised financial information below represents amounts before intergroup eliminations.

Al Meera Markets S.A.O.C. and Al Meera Oman S.A.O.C.

Statement of profit or loss:

	2024	2023
Sales	**141,996,446**	155,376,073
Other income	**5,970,325**	6,111,747
Expenses	**(150,865,116)**	(164,108,838)
Loss before income tax	**(2,898,345)**	(2,621,018)
Income tax expense	**755,960**	(798,788)
Loss for the year	**(2,142,385)**	(3,419,806)
Attributable to:		
Equity holders of the parent	**(1,499,670)**	(2,393,864)
Non-controlling interests	**(642,715)**	(1,025,942)
	(2,142,385)	(3,419,806)

Statement of financial position:

	2024	2023
Non-current assets	**239,234,201**	249,346,125
Current assets	**79,586,076**	73,613,511
	318,820,277	322,959,636
Equity attributable to equity holders of the parent	**87,636,150**	89,135,820
Non-controlling interests	**37,558,358**	38,201,073
Non-current liabilities	**35,288,586**	85,339,969
Current liabilities	**158,337,183**	110,282,774
	318,820,277	322,959,636

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32. MATERIAL PARTLY OWNED SUBSIDIARIES (CONTINUED)

Statement of cash flows:

	2024	2023
Net cash generated from operating activities	**10,283,304**	3,410,282
Net cash from / (used in) investing activities	**5,064,821**	(5,775,801)
Net cash used in financing activities	**(6,668,620)**	(4,360,861)
Net increase / (decrease) in cash and cash equivalents	**8,679,505**	(6,726,380)

33. FINANCE COSTS

	2024	2023
Interest on bank loans	**24,792,760**	16,334,325
Interest expense on lease liabilities (Note 23)	**13,896,694**	8,319,990
Total interest expense	**38,689,454**	24,654,315
Less : Interest on loans capitalised in cost of qualifying assets (Note 9)	**(7,720,181)**	(2,109,957)
Less : Interest expense on lease liabilities capitalised in cost of qualifying assets (Note 9)	**(372,235)**	(416,249)
	30,597,038	22,128,109

34. FINANCIAL RISK MANAGEMENT

Financial risk management objectives

The Group's principal financial liabilities comprise of trade and services payables, dividends payable, retentions payable, loans and borrowings, lease liabilities and other payables. The main purpose of these financial liabilities is to raise finance for the Group's operations and to manage the operations of the Group in general. The Group has various financial assets which comprise trade receivables, credit card receivables, deposits, lease receivables, amounts due from related parties, other receivables, financial assets at fair value through other comprehensive income and cash and bank balances, which arise directly from its operations or its investing activities. The main risks arising from the Group's financial instruments are market risk, credit risk and liquidity risk. Management reviews and agrees policies for managing each of these risks which are summarised below:

Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign currency exchange rates and equity price will affect the Group's income, equity or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Group's activities expose it primarily to the financial risks of changes in interest rates and equity price risk. The management reviews and agrees policies for managing each of these risks which are summarised below.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's call deposits and loans and borrowings with floating interest rates.

The sensitivity of the consolidated statement of profit or loss is the effect of the assumed changes in interest rates on the Group's profit for one year, based on the floating rate financial assets and financial liabilities held at 31 December. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate agreements.

	2024	2023
Potential change in basis points	**-/+25**	-/+25
Effect on profit or loss	**(741,910)**	(230,115)

34. FINANCIAL RISK MANAGEMENT (CONTINUED)

Equity price risk

The Group is exposed to equity price risks arising from quoted equity shares. Quoted equity shares are held for strategic rather than trading purposes. The following table demonstrates the sensitivity of the effect of cumulative changes in fair values recognised in the equity to reasonably possible changes in equity prices, with all other variables held constant. The effect of decreases in equity prices is expected to be equal and opposite to the effect of the increases shown.

	2024	2023
Potential change in basis points	**-/+5**	-/+5
Effect on profit or loss	**19,743,392**	18,743,941

Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. As the Qatari Riyal and Omani Riyal is pegged to US Dollar, balances in US Dollars are not considered to represent significant currency risk. The Group is not exposed to significant currency risk, in light of minimal balances in foreign currencies other than US Dollars.

Credit risk

Credit risk arises from outstanding receivables, balances at bank, due from a related party and investments at fair value through other comprehensive income. The Group is exposed to credit risk if counterparties will default on its contractual obligations resulting in financial loss to the Group. As at 31 December 2024, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties and financial guarantees provided by the Group arises from the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- External credit rating (as far as available);
- Actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the customer's ability to meet its obligations;
- Actual or expected significant changes in the operating results of the customer;
- Significant increases in credit risk on other financial instruments of the same customer;
- Significant changes in the expected performance and behavior of the customer, including changes in the payment status of customers in the group and changes in the operating results of the customer.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment. A default on a financial asset is when the counterparty fails to make contractual payments within 360 days (2023: 360 days) of when they fall due.

The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

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34. FINANCIAL RISK MANAGEMENT (CONTINUED)

Credit risk (continued)

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categories a loan or receivable as uncollectable when a debtor fails to make contractual payments greater than 360 days (2023: 360 days) past due. Where loans or receivables have been fully provided, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in consolidated statement of profit or loss.

The schedule below represents the Group's current credit risk grading framework:

Category	Description	Basis for recognising 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 >360 days past due or there is evidence indicat-ing the asset is credit-impaired	Lifetime ECL – credit-impaired
Write-off	There is evidence indicating that the debtor is in severe fi-nancial difficulty and the Group has no realistic prospect of recovery	Amount is written off

a. Trade and other receivables:

The gross carrying amount of trade and other receivables is reconciled to the provision for impairment on financial assets as follows:

		Financial assets		
	Non-financial assets	**General approach**	**Simplified approach**	**Total**
Year ended 31 December 2024:				
Trade receivables	**-**	**18,619,422**	**16,679,442**	**35,298,864**
Advances to suppliers – net	**16,685,894**	**-**	**-**	**16,685,894**
Credit card receivables	**-**	**4,412,781**	**-**	**4,412,781**
Deposits	**-**	**1,015,446**	**-**	**1,015,446**
Prepaid expenses	**4,481,918**	**-**	**-**	**4,481,918**
Staff receivables	**-**	**2,886,441**	**-**	**2,886,441**
Lease receivables	**-**	**-**	**5,313,234**	**5,313,234**
Accrued interest income	**-**	**399,364**	**-**	**399,364**
Other receivables	**-**	**34,289,393**	**-**	**34,289,393**
Gross carrying amount	**21,167,812**	**61,622,847**	**21,992,676**	**104,783,335**
Less: Provision for impairment on financial assets	**-**	**(12,836,415)**	**(4,630,249)**	**(17,466,664)**
Net carrying amount	**21,167,812**	**48,786,432**	**17,362,427**	**87,316,671**

		Financial assets		
	Non-financial assets	General approach	Simplified approach	Total
Year ended 31 December 2023:				
Trade receivables	-	24,316,674	8,313,780	32,630,454
Advances to suppliers – net	22,557,190	-	-	22,557,190
Credit card receivables	-	5,740,927	-	5,740,927
Deposits	-	1,012,446	-	1,012,446
Prepaid expenses	5,048,608	-	-	5,048,608
Staff receivables	-	4,425,804	-	4,425,804
Lease receivables	-	-	10,762,197	10,762,197
Accrued interest income	-	382,507	-	382,507
Other receivables	-	13,486,531	-	13,486,531
Gross carrying amount	27,605,798	49,364,889	19,075,977	96,046,664
Less: Provision for impairment on financial assets	-	(9,721,386)	(2,443,410)	(12,164,796)
Net carrying amount	27,605,798	39,643,503	16,632,567	83,881,868

i. Simplified approach

For trade receivable and rent receivables, except for trade receivable from government entities, Group applies the simplified approach to provide for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for those receivables. The loss allowance provision as at 31 December is determined as follows:

31 December 2024	**Current**	**31 – 60 days past due**	**61 – 90 days past due**	**91 - 120 days past due**	**121 - 180 days past due**	**181 - 360 days past due**	**More than 360 days past due**	**Total**
Gross carrying amount	**14,157,948**	**1,373,647**	**688,503**	**214,895**	**643,191**	**1,415,293**	**3,499,199**	**21,992,676**
Loss allowance provision	**127,890**	**81,873**	**133,370**	**78,344**	**203,311**	**506,262**	**3,499,199**	**4,630,249**
Loss rate	**0.90%**	**5.96%**	**19.37%**	**36.46%**	**31.61%**	**35.77%**	**100.00%**	**21.05%**

31 December 2023	Current	31 – 60 days past due	61 – 90 days past due	91 - 120 days past due	121 - 180 days past due	181 - 360 days past due	More than 360 days past due	Total
Gross carrying amount	8,993,080	3,650,808	1,647,875	1,316,799	1,160,373	1,367,096	939,946	19,075,977
Loss allowance provision	181,557	111,187	157,731	211,148	349,507	492,334	939,946	2,443,410
Loss rate	2.02%	3.05%	9.57%	16.03%	30.12%	36.01%	100.00%	12.81%

ii. General approach:

General approach is used for fixed deposits and receivables with extended credit terms. The Group accounts for its credit risk by appropriately providing for expected credit losses on a timely basis. In calculating the expected credit loss rates, the Group considers historical loss rates for each category of receivables and adjusts for forward looking macroeconomic data.

The expected credit losses below also incorporate forward-looking information.

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34. FINANCIAL RISK MANAGEMENT (CONTINUED)

ii. General approach: (continued)

The movements in the loss allowance provision are as follows:

	General approach	Simplified approach	Total
At 1 January 2023	2,968,164	1,833,275	4,801,439
Loss allowance charged in profit or loss during the year (Note 7)	6,753,222	610,135	7,363,357
As at 31 December 2023	**9,721,386**	**2,443,410**	**12,164,796**
Loss allowance charged in profit or loss during the year (Note 7)	**3,115,029**	**2,186,839**	**5,301,868**
At 31 December 2024	**12,836,415**	**4,630,249**	**17,466,664**

Based on management assessment at year-end, the Group does not have a concentration of credit risk. The expected credit loss allowance on credit card receivables, deposits, staff receivables, accrued interest income as at 31 December 2024 and 31 December 2023 was not considered to be material and therefore not recognised in the consolidated financial statements at the reporting date.

b. Bank balances:

The management considers the credit risk exposure on the bank balances to be minimal as the Group deals with local and international banks generally with credit-quality as per global bank ratings by Moody's Investors Service. The Group regularly monitors credit risk exposure arising on these balances. The Group aims to minimise the exposure on the balances by diversifying the balances held in different bank accounts and maintaining balances in a reputed bank. The impact of reasonably possible change in the risk of default arising on these balances is considered not to be material.

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet 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 operations and reputation.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Liquidity risk (continued)

	On demand	**Less than 1 year**	**1- 5 years**	**> 5 years**	**Total**
At 31 December 2024					
Trade payables	**-**	**375,788,033**	**-**	**-**	**375,788,033**
Dividends payable	**92,465,396**	**-**	**-**	**-**	**92,465,396**
Retentions payable	**-**	**9,934,473**	**13,222,844**	**-**	**23,157,317**
Lease liabilities	**-**	**43,593,928**	**131,662,770**	**210,877,146**	**386,133,844**
Other payables	**-**	**16,718,357**	**-**	**-**	**16,718,357**
Income tax payable	**-**	**210,725**	**-**	**-**	**210,725**
Loans and borrowings (i)	**-**	**96,242,395**	**286,789,022**	**123,303,765**	**506,335,182**
	92,465,396	**542,487,911**	**431,674,636**	**334,180,911**	**1,400,808,854**

	On demand	Less than 1 year	1- 5 years	> 5 years	Total
At 31 December 2023					
Trade payables	-	414,196,818	-	-	414,196,818
Dividends payable	97,117,843	-	-	-	97,117,843
Retentions payable	-	3,007,951	6,275,488	-	9,283,439
Lease liabilities	-	44,954,765	110,567,737	174,144,157	329,666,659
Other payables	-	15,101,949	-	-	15,101,949
Income tax payable	-	176,277	-	-	176,277
Loans and borrowings	-	45,603,386	214,130,615	71,927,694	331,661,695
	97,117,843	523,041,146	330,973,840	246,071,851	1,197,204,680

(i) The Group is required to comply with certain covenants related to its loan facility agreement as disclosed in Note 21 of these consolidated financial statements. Other than the loan mentioned below, the Group has complied with these covenants as at 31 December 2024.

As at 31 December 2024, Al Meera Oman S.A.O.C, a subsidiary, has yet to satisfy certain financial covenants in relation to its loan facility disclosed in Note 21 of these consolidated financial statement, accordingly the respective loan amount has been classified under current liabilities. Subsequently, the bank issued a waiver to exempt the assessment on the compliance with certain financial covenants related to the facility agreement as of reporting date.

Capital management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group makes adjustments to its capital structure, in light of changes in economic and business conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, or issue new shares. No changes were made in the objectives, policies or processes during the years end 31 December 2024 and 31 December 2023.

The capital structure of the Group consists of debt which includes loans and borrowings (Note 21), cash and bank balance (Note 18) and equity, comprising issued share capital, reserves and retained earnings (Notes 19 and 20).

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34. FINANCIAL RISK MANAGEMENT (CONTINUED)

Capital management (Continued)

Gearing ratio

The gearing ratio at year end was as follows:

	2024	2023
Debt (i)	**504,777,612**	329,876,578
Cash and bank balances	**(133,663,424)**	(158,828,124)
Net debt	**371,114,188**	171,048,454
Equity (ii)	**1,671,967,261**	1,680,053,245
Net debt to equity ratio	**0.22**	0.10

(i) Debt is defined as long term debt, as detailed in Note 21.
(ii) Equity includes all capital and reserves of the Group that are managed as capital

Details of significant policies and methods adopted including the criteria for recognition for the basis of measurement in respect of each class of financial assets and financial liabilities are disclosed in Note 3 to the consolidated financial statements

35. FAIR VALUES OF FINANCIAL INSTRUMENTS

As at 31 December, the Group held the following financial instruments measured at fair value:

	Total	**Level 1**	**Level 2**	**Level 3**
Quoted equity shares	**282,721,487**	**282,721,487**	**-**	**-**
Investment in funds	**112,146,354**	**-**	**112,146,354**	**-**
Un-quoted equity shares	**6,586,104**	**-**	**-**	**6,586,104**

	Total	Level 1	Level 2	Level 3
Quoted equity shares	268,908,483	268,908,483	-	-
Investment in funds	105,970,336	-	105,970,336	-
Un-quoted equity shares	10,392,287	-	-	10,392,287

Some of the Group's financial assets are measured at fair value at the end of the reporting period. The following table gives information about how the fair values of these financial assets are determined:

	31 December 2024		
	Carrying value	**Fair value**	**Fair value hierarchy**
Financial assets:			
Cash and bank balances	**133,663,424**	**133,663,424**	-
Trade and other receivables	**82,200,713**	**82,200,713**	-
Amounts due from related parties	**19,830,310**	**19,830,310**	-
Financial liabilities:			
Trade and other payables	**495,116,984**	**495,116,984**	**-**
Loans and borrowings	**504,616,903**	**475,208,375**	**Level 3**

Some of the Group's financial assets are measured at fair value at the end of the reporting period. The following table gives information about how the fair values of these financial assets are determined:

	31 December 2023		
	Carrying value	Fair value	Fair value hierarchy
Financial assets:			
Cash and bank balances	158,828,124	158,828,124	-
Trade and other receivables	67,045,914	67,045,914	-
Amounts due from related parties	19,713,838	19,713,838	-
Financial liabilities:			
Trade and other payables	529,600,835	529,600,835	-
Loans and borrowings	329,876,578	291,668,709	Level 3

The fair values of these financial assets and financial liabilities are not materially different from their carrying values in the consolidated statement of financial position, except for loans and borrowings, as these assets and liabilities are either of short-term maturities or are re-priced frequently based on market movement in interest rates.

Loans and borrowings consist of different bank facilities that carries fixed and variable profit rates. Details of loans and borrowings are disclosed in Note 21.

During the year ended 31 December 2024, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements (2023: Nil).

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36. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's statement of cash flows from financing activities.

	1 January 2024	**Financing cash flow**	**Non-cash changes**	**31 December 2024**
Lease liabilities	**225,671,619**	**(51,199,633)**	**79,283,894**	**253,755,880**
Loans and borrowings	**329,876,578**	**174,673,487**	**227,547**	**504,777,612**
	555,548,197	**123,473,854**	**79,511,441**	**758,533,492**
	1 January 2023	Financing cash flow	Non-cash changes	31 December 2023
Lease liabilities	311,103,153	(53,801,849)	(31,629,685)	225,671,619
Loans and borrowings	287,416,951	42,340,204	119,423	329,876,578
	598,520,104	(11,461,645)	(31,510,262)	555,548,197

(i) The net repayment of the lease liabilities during the period amounted to QR. 51.2 million (2023: QR. 53.8 million).

(ii) The repayments and proceeds from loans and borrowings amounted to QR. 45.3 million and QR. 220 million, respectively (2023: QR. 45.3 million and QR. 86.3 million).

37. GLOBAL MINIMUM TAX

Management is closely monitoring developments related to the implementation of the international tax reforms introducing a global minimum top-up tax. Through the issuance of its amended Law No. 11 of 2022 and Law No. 38 of 2024 (approved by the Shura Council on 23 December 2024), the State of Qatar has committed to introducing a Pillar Two tax establishing a minimum effective tax rate of 15%, but the tax is not yet enacted or substantively enacted as limited details are contained in the existing legislation. The management has assessed that the regulation will not be applicable to the Group in near future.

Further information in relation to the implementation, compliance or administrative provisions related to the global minimum tax are expected to be issued during 2025 as amendments to the Executive Regulations of the amended tax law.

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