INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 MARCH 2015

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF DLALA BROKERAGE AND INVESTMENTS HOLDING COMPANY Q.S.C.

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Dlala Brokerage and Investments Holding Company Q.S.C. (the "Company") and its subsidiaries (together referred to as the "Group") as at 31 March 2015, comprising of the interim consolidated statement of financial position as at 31 March 2015 and the related interim consolidated statements of income, comprehensive income, cash flows and changes in equity for the three month period then ended and the related explanatory information. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Financial Reporting Standard IAS 34 Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing. Consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

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

Ziad Nader Of Ernst & Young Auditor's Registration No. 258

Date: <u>26 April 2015</u>

Doha

Dlala Brokerage and Investments Holding Company Q.S.C. INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 31 March 2015

	Notes	31 March 2015 QR'000 (Reviewed)	31 December 2014 QR'000 (Audited)
ASSETS			
Current assets	2	400 = 4	1.60.004
Cash and bank balances	3	180,765	162,034
Bank balances – customer funds Due from customers	4	612,435 52,043	732,596 12,734
Due from Qatar Central Securities Depository (QCSD)		5 2 ,0 4 5	70,743
Financial investments - available-for-sale	5	86,401	123,198
Other assets		69,918	63,278
		1,001,562	1,164,583
Non-current asset			42.400
Property and equipment	6	43,114	43,480
TOTAL ASSETS		1,044,676	1,208,063
LIABILITIES AND EQUITY Liabilities Current liabilities			
Due to customers		591,051	812,043
Due to Qatar Central Securities Depository (QCSD)		56,967	-
Other liabilities		99,525	97,928
		747,543	909,971
Non-current liability			2 525
Employees' end of service benefits		3,676	3,527
Total liabilities		751,219	913,498
Equity			
Share capital		222,000	222,000
Legal reserve		24,821	24,821
Fair value reserve		(22,238)	(14,701)
Retained earnings		68,816	62,388
Equity attributable to owners of the parent		293,399	294,508
Non-controlling interests		58	57
Total equity		293,457	294,565
TOTAL LIABILITIES AND EQUITY		1,044,676	1,208,063
Nasser Hamad Al Sulaiti	Ahn	ned Mohamed AlAs	smakh
(Chairman)	(Mo:	naging Director)	

(Chairman)

(Managing Director)

INTERIM CONSOLIDATED STATEMENT OF INCOME

		Three months ended 31 Marc	
		2015	2014
		QR'000	QR'000
	Notes	(Reviewed)	(Reviewed)
Brokerage and commission income		15,494	21,067
Brokerage and commission expense		(4,461)	(7,138)
Net brokerage and commission income		11,033	13,929
Investment income		2,848	8,422
Real estate income	7	-	1,609
Interest income		327	367
Net operating income		14,208	24,327
Other income		34	-
General and administrative expenses		(7,271)	(6,639)
Depreciation		(542)	(834)
PROFIT FOR THE PERIOD		6,429	16,854
Attributable to:			
Owners of the parent		6,428	16,851
Non-controlling interests		1	3
		6,429	16,854
BASIC AND DILUTED EARNINGS PER SHARE (QR)			
(Attributable to owners of the parent)	8	0.29	0.76

Dlala Brokerage and Investments Holding Company Q.S.C. INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Three months ended 31 March		
	2015	2014	
	QR'000	QR'000	
	(Reviewed)	(Reviewed)	
Profit for the period	6,429	16,854	
Other comprehensive income:			
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Net fair value (loss) gain on available-for-sale investments Net loss (gain) on disposal of available-for-sale investments	(7,903)	1,187	
reclassified to the interim consolidated statement of income	366	(3,442)	
Net other comprehensive loss to be classified to profit or loss in			
subsequent periods	(7,537)	(2,255)	
Other comprehensive income not to be reclassified to profit or loss in subsequent periods	<u>. </u>		
Total other comprehensive loss for the period	(7,537)	(2,255)	
TOTAL COMPREHENSIVE (LOSS) INCOME FOR THE PERIOD	(1,108)	14,599	
Attributable to:			
Owners of the parent	(1,109)	14,596	
Non-controlling interests	1_	3	
	(1,108)	14,599	

Dlala Brokerage and Investments Holding Company Q.S.C. INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

		Three months ended 31 Marc		
	Note	2015	2014	
		QR'000	QR'000	
		(Reviewed)	(Reviewed)	
OPERATING ACTIVITIES				
Profit for the period		6,429	16,854	
Adjustments for:				
Depreciation		542	834	
Provision for employees' end of service benefits		149	145	
Loss (gain) on sale of financial investments – available-for- sale		366	(3,442)	
Interest income		(327)	(367)	
Gain on sale of property and equipment		(34)	-	
Dividend income		(3,214)	(4,980)	
Operating profit before working capital changes		3,911	9,044	
Working capital changes:				
Customers funds		120,161	(154,569)	
Due from customers		(39,309)	(103,822)	
Due to/from QCSD		127,710	66,925	
Trading properties		-	(28,137)	
Other assets		(6,214)	(254)	
Due to customers		(220,992)	188,862	
Other liabilities		1,597	5,935	
Net cash flows used in operating activities		(13,136)	(16,016)	
INVESTING ACTIVITIES				
Proceeds from sale of available-for-sale investments		101,392	178,018	
Purchase of available-for-sale investments		(72,498)	(164,963)	
Purchase of property and equipment		(176)	(2)	
Proceeds from sale of property and equipment		34	-	
Interest received		224	229	
Dividend income received		2,891	3,386	
Net cash flows from investing activities		31,867	16,668	
NET INCREASE IN CASH AND BANK BALANCES		18,731	652	
Cash and bank balances at 1 January		162,034	79,970	
CASH AND BANK BALANCES AT 31 MARCH	3	180,765	80,622	

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to owners of the parent						
	Share capital QR'000	Legal reserve QR'000	Fair value reserve QR'000	Retained earnings QR'000	Total QR'000	Non- controlling interests QR'000	Total equity QR'000
At 1 January 2014	222,000	18,143	(5,785)	3,964	238,322	45	238,367
Profit for the period Other comprehensive loss for the period	- -	-	(2,255)	16,851 -	16,851 (2,255)	3	16,854 (2,255)
Total comprehensive income for the period			(2,255)	16,851	14,596	3	14,599
At 31 March 2014 (Reviewed)	222,000	18,143	(8,040)	20,815	252,918	48	252,966
At 1 January 2015	222,000	24,821	(14,701)	62,388	294,508	57	294,565
Profit for the period Other comprehensive loss for the period	-	-	- (7,537)	6,428	6,428 (7,537)	1	6,429 (7,537)
Total comprehensive loss for the period			(7,537)	6,428	(1,109)	1	(1,108)
At 31 March 2015 (Reviewed)	222,000	24,821	(22,238)	68,816	293,399	58	293,457

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

1 CORPORATE INFORMATION

Dlala Brokerage and Investments Holding Company Q.S.C. (the "Company") is a Qatari Shareholding Company (Q.S.C.) incorporated in the State of Qatar on 24 May 2005 under Commercial Registration No. 30670. The Company is listed in the Qatar Stock Exchange and is governed by the provisions of the Qatar Commercial Companies Law No. 5 of 2002, and the regulations of Qatar Financial Markets Authority and Qatar Stock Exchange. The Company's registered office is at P.O. Box 24571, Doha, State of Qatar.

The Company, together with its subsidiaries (together referred to as the "Group"), is engaged in brokerage activities at the Qatar Stock Exchange, real estate and in other investment activities.

The interim condensed consolidated financial statements of the Group for the three month period ended 31 March 2015 were authorised for issue by the Board of Directors on _____26_April 2015.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The interim condensed consolidated financial statements for the three months ended 31 March 2015 have been prepared in accordance with International Financial Reporting Standard IAS 34 "Interim Financial Reporting" ("IAS 34").

The interim condensed consolidated financial statements are prepared in Qatar Riyals, which is the Group's functional and presentation currency, and all values are rounded to the nearest thousands (QR'000) except when otherwise indicated.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's annual consolidated financial statements as at and for the year ended 31 December 2014. In addition, the results for the three months ended 31 March 2015 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2015.

2.2 Basis of consolidation

The interim condensed consolidated financial statements comprise the interim condensed financial statements of Dlala Brokerage and Investments Holding Company Q.S.C (the "Company") and its subsidiaries (together referred to as the "Group"). The principal subsidiaries of the Group are as follows:

	Country of	Ownership interest	Ownership interest
Entity Name	incorporation	2015	2014
Dlala Brokerage W.L.L.	Qatar	99.98%	99.98%
Dlala Islamic Brokerage W.L.L.	Qatar	99.98%	99.98%
Dlala Real Estate S.P.C.	Qatar	100%	100%
Dlala Investment Company L.L.C. (Dormant)	Qatar	99.90%	99.90%
Dlala International L.L.C. (Dormant)	Qatar	99.50%	99.50%
Dlala Information Technology S.P.C. (Dormant)	Qatar	100%	100%

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 New and amended standards and interpretations adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2014, except for the adoption of new standards and interpretations effective as of 1 January 2015.

The following amended accounting standards became effective in 2015 and have been adopted by the Group in preparation of these interim condensed consolidated financial statements as applicable. Whilst they did not have any material impact on these interim condensed consolidated financial statements, they may require additional disclosures in the annual consolidated financial statements for the year ending 31 December 2015:

Amendments to IAS 19 Defined Benefits Plans: Employee Contributions

Annual Improvement Cycle - 2010-2012 Annual Improvement Cycle - 2011-2013

Standards issued but not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's interim condensed consolidated financial statements are disclosed below. The Group intends to adopt these standards, if applicable, when they become effective.

Topic	Effective date
IFRS 9 Financial Instruments	1 January 2018
IFRS 14 Regulatory Deferral Accounts	1 January 2016
IFRS 15 Revenue from Contracts with Customers	1 January 2017
Amendments to IFRS 11 Joint Arrangement: Accounting for acquisition of interest	1 January 2016
Amendments to IAS 16 and IAS 38: Clarification of acceptable methods of depreciation and	
amortization	1 January 2016
Amendments to IAS 27: Equity method in separate financial statements	1 January 2016

The Group is assessing the impact of implementation of these standards. The Group has not early adopted any new or amended standards or interpretations.

3 CASH AND BANK BALANCES

Cash and bank balances included in the interim consolidated statement of cash flows include the following balances:

	31 March	31 December	31 March
	2015	2014	2014
	QR'000	QR'000	QR'000
	(Reviewed)	(Audited)	(Reviewed)
Cash and bank balances	180,765	162,034	80,622

Bank balances include short term deposits made for varying periods of between one day and three months, depending on the cash requirements of the Group, and earn interest at the respective short term deposit rates.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

4 BANK BALANCES – CUSTOMER FUNDS

Bank balances-customer funds represent bank balances for customers, which the Group holds in trust until the customers commit those funds to the purchase of shares, following which the Group transfers the committed funds to the Group's bank accounts and settles the transactions with the settlement authority.

5 FINANCIAL INVESTMENTS – AVAILABLE-FOR-SALE

		31 March 2015 (Reviewed)		3	1 December 2014 (Audited)	!
	Listed QR'000	Unlisted QR'000	Total QR'000	Listed QR'000	Unlisted QR'000	Total QR'000
Shares Funds	81,414	2,073 2,914	83,487 2,914	118,209	2,073 2,916	120,282 2,916
Total	81,414	4,987	86,401	118,209	4,989	123,198

6 PROPERTY AND EQUIPMENT

	31 March 2015 OR'000	31 December 2014 QR'000
	(Reviewed)	(Audited)
Cost:	,	
Balance at the beginning of the period/year	87,014	85,878
Additions during the period/year	176	1,136
Disposal during the period/year	(178)	
Balance at the end of the period/year	87,012	87,014
Accumulated depreciation:		
Balance at the beginning of the period/year	43,534	40,974
Depreciation for the period/year	542	2,560
Relating to disposal	(178)	-
Balance at the end of the period/year	43,898	43,534
Net carrying amount at the end of the period/year	43,114	43,480

7 REAL ESTATE INCOME

	Three months ended 31 March		
	2015 20		
	QAR'000 (Reviewed)	QAR'000 (Reviewed)	
Real estate brokerage fees and property management income		1,609	

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

8 BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit for the period attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the period.

	Three months ended 31 March		
	2015 (Reviewed)	2014 (Reviewed)	
Profit for the period attributable to owners of the parent (QR'000)	6,428	16,851	
Weighted average number of shares outstanding during the period (in thousands)	22,200	22,200	
Basic and diluted earnings per share (QR)	0.29	0.76	

There were no potentially dilutive shares outstanding at any time during the period and therefore, the diluted earnings per share is equal to the basic earnings per share.

9 COMMITMENTS AND CONTINGENCIES

The Group had the following contingent liabilities from which it is anticipated that no material liabilities will arise.

	31 March 2015	31 December 2014
	(Reviewed) QR'000	(Audited) QR'000
Letters of guarantee	275,000	275,000

Letters of guarantee represent the financial guarantees issued by the banks on behalf of the Group to Qatar Central Securities Depository in the ordinary course of business and will mature within twelve months from the reporting date.

	31 March 2015 (Reviewed) QR'000	31 December 2014 (Audited) QR'000
Capital commitments Capital commitments	231	364

Operating lease commitments

Future minimum rental payable under non-cancellable operating lease for the period/year are as follows:

	31 March 2015 (Reviewed) QR'000	31 December 2014 (Audited) QR'000
Within one year After one year but not more than three years More than three years	269 425	301 434 46
	694	781

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

10 RELATED PARTY DISCLOSURES

Related parties represent major shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management.

Transactions with related parties included in the interim consolidated statement of income are as follows:

	Three months ended 31 March		
	2015	2014	
	QR'000	QR'000	
	(Reviewed)	(Reviewed)	
Brokerage and commission income (Board of Directors)	207	273	

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

	Pay	Payables		
	31 March	31 December		
	2015	2014		
	(Reviewed)	(Audited)		
	QR'000	QR'000		
Key management personnel	5,075	503		

The above balances are included under due to customers.

Compensation of key management personnel

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

	Three months en	Three months ended 31 March		
	2015	2014		
	QR'000	QR'000		
	(Reviewed)	(Reviewed)		
Salaries and short-term benefits	421	376		
Pension benefits	5	4		
	426	380		

11 DIVIDENDS

At the Extra Ordinary General Assembly held on 7 April 2015, the shareholders approved a bonus share issue of 28 shares for every 100 shares held at 31 December 2014, amounting to QR 62,160 thousand.

No dividends were declared for the year ended 31 December 2013.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

12 SEGMENT INFORMATION

For management purposes, the Group is organized into business units based on their nature of activities and has three reportable segments and other activities. The three reportable segments are as follows:

- Stock Broking this segment includes financial services provided to customers as a stock broker;
- Real Estate this segment includes providing property management, marketing and sales services for real estate clients;
- IT and International this segment includes IT management services and other overseas financial services.
- Others represents the Holding Company, which provides corporate services to the subsidiaries in the Group.

Management monitors the operating results of the operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss. Transfer pricing between operating segments are on arm's length basis in a manner similar to transactions with third parties.

The following table presents revenue and profit information regarding the Group's operating segments for the three months ended 31 March 2015 and 2014, respectively.

Three months ended 31 March 2015 (Reviewed)	Stock Broking QR'000	Real Estate QR'000	IT and International QR'000	Others QR'000	Elimination QR'000	Total QR'000
Net brokerage and commission income Other revenues (*)	11,033 1,651	936	<u>.</u>	1,455	(833)	11,033 3,209
Segment revenue	12,684	936		1,455	(833)	14,242
Segment profit/(loss)	5,930	(654)	(14)	1,167		6,429
Depreciation	28	217		297		542
Three months ended 31 March 2014 (Reviewed)	Stock Broking QR'000	Real Estate QR'000	IT and International QR'000	Others QR'000	Elimination QR'000	Total QR'000
Net brokerage and commission income Other revenues (*)	13,929 5,242	2,510	<u>-</u>	8,926	(6,280)	13,929 10,398
Segment revenue	19,171	2,510		8,926	(6,280)	24,327
Segment profit (loss)	12,888	781	(8)	3,193	_	16,854
Depreciation	53	219		562		834

^{*}Other revenues include investment and real estate income and other income.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2015

12 SEGMENT INFORMATION (CONTINUED)

The following table presents the segment assets and liabilities:

At 31 March 2015 (Reviewed)	Stock Broking QR'000	Real Estate QR'000	IT and International QR'000	Others QR'000	Elimination QR'000	Total QR'000
Segment assets	823,013	155,346	16,082	263,464	(213,229)	1,044,676
Segment liabilities	668,951	69,271	109	45,119	(32,231)	751,219
At 31 December 2014 (Audited)	Stock Broking QR'000	Real Estate QR'000	IT and International QR'000	Others QR'000	Elimination QR'000	Total QR'000
Segment assets	976,388	154,826	16,087	268,458	(207,696)	1,208,063
Segment liabilities	826,820	68,097	99	45,000	(26,518)	913,498

The Group's operations are located in the State of Qatar.

13 FAIR VALUES OF FINANCIAL INSTRUMENTS

Financial instruments comprise financial assets and financial liabilities.

Financial assets consist of bank balances, due from customers, due from QCSD, available-for-sale investments and other receivables. Financial liabilities consist of due to customers, due to QCSD and other payables.

The fair values of financial instruments are not materially different from their carrying values.

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

As at 31 March 2015, the following table shows an analysis of financial instruments recorded at fair value by level of fair value hierarchy:

	Total	Level 1	Level 2	Level 3
	QR'000	QR'000	QR'000	QR'000
At 31 March 2015 (Reviewed) Available-for-sale investments	84,328	81,414	2,914	
	Total	Level 1	Level 2	Level 3
	QR'000	QR'000	QR'000	QR'000
At 31 December 2014 (Audited) Available-for-sale investments	121,125	118,209	2,916	

During the period ended 31 March 2015, 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 (2014: Nil).