INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 MARCH 2016

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

Introduction

We have reviewed the accompanying interim condensed consolidated financial statement of **Dlala Brokerage and Investment Holding Company Q.S.C.** (the "Company") and its subsidiaries (together referred to as "the Group"), Doha – state of Qatar as of 31 March 2016, comprising of the interim consolidated statement of financial position as of 31 March 2016 and related interim consolidated statement of income, comprehensive income, changes in equity and cash flows for the three month period then ended and other explanatory information. Board of directors 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". 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 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, 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 aspects, in accordance with International Accounting Standard – 34, "Interim Financial Reporting".

Other matter

The consolidated financial statements for the year ended 31 December 2015 and the interim condensed consolidated financial statement for the three month period ended 31 March 2015 were audited and reviewed by other independent auditors whose reports dated on 15 February 2016 and 26 April 2015 and expressed unqualified audit opinion and review conclusion respectively.

Rödl & Partner Middle East

Certified Public Accountants

Hikmat Mukhaimer, FCCA (UK)

(License No. 297)

Doha – State of Qatar April 26, 2016

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 31 March 2016

	Notes	31 March 2016 QR'000 (Reviewed)	31 December 2015 QR'000 (Audited)
ASSETS			
Current assets			
Cash and bank balances	3	172,777	147,982
Bank balances – customer funds	4	479,652	504,799
Due from customers		79,753	31,285
Available-for-sale investments	5	35,180	84,731
Other assets		25,545	30,067
		792,907	798,864
Non-current assets			
Intangible asset	6	228	260
Property and equipment	7	42,642	42,284
		42,870	42,544
TOTAL ASSETS		835,777	841,408
LIABILITIES AND EQUITY Liabilities			
Current liabilities			
Due to customers		### ### ##############################	
Due to Qatar Central Securities Depository (QCSD)		522,295	510,327
Other liabilities		4,852	16,694
		38,772	44,963
		565,919	571,984
Non-current liability			
Employees' end of service benefits		4,115	3,985
Total liabilities		570,034	575,969
Equity			
Share capital		284,160	284,160
Legal reserve		25,204	25,204
Fair value reserve		(2,093)	(1,952)
Accumulated loses		(41,570)	(42,016)
Equity attributable to owners of the parent		265,701	265,396
Non-controlling interests		42	43
Total equity		265,743	265,439
TOTAL LIABILITIES AND EQUITY		835,777	841,408

Nasser Hamad Al Sulaiti (Chairman)

Abdulaziz A. Al-Hammadi (Chief Executive Officer)

INTERIM CONSOLIDATED STATEMENT OF INCOME

		Three months ended 31 March		
	Note	2016 QR'000 (Reviewed)	2015 QR'000 (Reviewed)	
	11010	(Herrewed)	(Herrewea)	
Brokerage and commission income		8,915	15,494	
Brokerage and commission expense		(2,875)	(4,461)	
Net brokerage and commission income		6,040	11,033	
Investment income		5,634	2,848	
Real estateincome		777	-	
Interest income		477	327	
Net operating income		12,928	14,208	
Other income		358	34	
General and administrative expenses		(5,828)	(7,271)	
Depreciation and amortization		(411)	(542)	
Profit before impairment losses on available-for-sale				
investments		7,047	6,429	
Impairment losses on available-for-sale investments		(6,602)	<u> </u>	
PROFIT FOR THE PERIOD		445	6,429	
Attributable to:				
Owners of the parent		446	6,428	
Non-controlling interests		(1)	1	
	,	445	6,429	
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BASIC AND DILUTED EARNINGS PER SHARE (QR) (Attributable to owners of the parent)	8	0.02	0.23	

INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Three months ended 31 March		
	2016 QR'000 (Reviewed)	2015 QR'000 (Reviewed)	
Profit for the period	445	6,429	
Other comprehensive income:			
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Net fair value gain (loss) on available-for-sale investments Net (gain) loss on disposal of available-for-sale investments	3,609	(7,903)	
reclassified to the interim consolidated statement of income	(3,750)	366	
Net other comprehensive loss to be classified to profit or loss in subsequent periods	(141)	(7,537)	
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Total other comprehensive loss for the period	(141)	(7,537)	
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE PERIOD	304	(1,108)	
Attributable to:			
Owners of the parent	305	(1,109)	
Non-controlling interests	(1)	1	
	304	(1,108)	

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

		Three months er	Three months ended 31 March		
	Note	2016 QR'000	2015 QR'000		
OPERATING ACTIVITIES		(Reviewed)	(Reviewed)		
Profit for the period		445	6,429		
Adjustments for:		445	0,129		
Depreciation and amortization		411	542		
Provision for employees' end of service benefits		130	149		
(Gain) Loss on sale of available-for- sale investments		(3,750)	366		
Interest income		(477)	(327)		
Impairment losses on available-for-sale investments		6,602	-		
Gain on sale of property and equipment		-	(34)		
Dividend income		(1,884)	(3,214)		
Operating profit before working capital changes		1,477	3,911		
Working capital changes:					
Customers funds		25,147	120,161		
Due from customers		(48,468)	(39,309)		
Due to QCSD		(11,842)	127,710		
Other assets		4,835	(6,214)		
Due to customers		11,968	(220,992)		
Other liabilities		(6,191)	1,597		
Net cash flows used in operating activities		(23,074)	(13,136)		
INVESTING ACTIVITIES					
Proceeds from sale of available-for-sale investments		46,805	101,392		
Movements in the bank deposits maturing after 90 days		(6,000)	-		
Purchase of available-for-sale investments		(247)	(72,498)		
Purchase of property and equipment		(737)	(176)		
Proceeds from sale of property and equipment		-	34		
Interest received		164	224		
Dividend income received		1,884	2,891		
Net cash flows from investing activities		41,869	31,867		
NET INCREASE IN CASH AND CASH EQUIVALENT		18,795	18,731		
Cash and cash equivalent at 1 January		132,982	162,034		
CASH AND CASH EQUIVALENTAT 31 MARCH	3	151,777	180,765		

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 (accumulated losses) QR'000	Total QR'000	Non- controlling interests QR'000	Total equity QR'000
At 1 January 2015	222,000	24,821	(14,701)	62,388	294,508	57	294,565
Profit for the period	-	-	-	6,428	6,428	1	6,429
Other comprehensive loss for the period	-	-	(7,537)	-	(7,537)	-	(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
At 1 January 2016	284,160	25,204	(1,952)	(42,016)	265,396	43	265,439
Profit for the period	-	-	-	446	446	(1)	445
Other comprehensive loss for the period	-	-	(141)	-	(141)	-	(141)
Total comprehensive income for the period			(141)	446	305	(1)	304
At 31 March 2016 (Reviewed)	284,160	25,204	(2,093)	(41,570)	265,701	42	265,743

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

1 CORPORATE INFORMATION

Dlala Brokerage and Investment 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. 11 of 2015, 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 months period ended 31 March 2016 were authorised for issue by the Board of Directors on 26 April 2016.

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 2016 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 2015. In addition, the results for the three months ended 31 March 2016 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2016.

2.2 Basis of consolidation

The interim condensed consolidated financial statements comprise the interim condensed financial statements of Dlala Brokerage and Investment 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:

			Ownership	Ownership
		Country of	interest	interest
Entity Name		incorporation	31 March	31 December
			2016	2015
Dlala Brokerage Company W.L.L.		Qatar	99.98%	99.98%
Dlala Islamic Brokerage Company W.L.L.		Qatar	99.98%	99.98%
Dlala Real Estate W.L.L.		Qatar	100%	100%
Dlala Investment Company	L.L.C.	Qatar	99.90%	99.90%
(Dormant)				
Dlala International L.L.C. (Dormant)		Qatar	99.50%	99.50%
Dlala Information Technology W.L.L. (Do	ormant)	Qatar	100%	100%

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

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 financial statements for the year ended 31 December 2015, except for the adoption of new standards and interpretations effective as of 1 January 2016.

The following amended accounting standards became effective in 2016 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 2016:

Topic	Effective date
IFRS 14 Regulatory Deferral Accounts	1 January 2016
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 January2016
Amendments to IAS 1: Disclosure Initiative	1January 2016
Amendments to IFRS 10, IFRS 12 and IAS 28: Applying the Consolidation Exception	1January 2016
Annual Improvement Cycle - 2012-2014	

2.3 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 Company intends to adopt these standards, if applicable, when they become effective.

Topic	Effective date
IFRS 9 Financial Instruments	1 January 2018
IFRS 15 Revenue from Contracts with Customers	1 January 2018
Amendments to IAS-7 Disclosure initiative	1 January 2017
Amendments to IAS 12- Recognition of Deferred Tax Assets for Unrealised Losses	1 January 2017
IFRS 16 Leases	1 January 2019

The Group is assessing the impact of implementation of these standards

3 CASH AND CASH EQIVALENT

Cash and cash equivalent included in the interim consolidated statement of cash flows include the following amounts:

	31	31	31
	March	December	March
	2016	2015	2015
	(Reviewed)	(Audited)	(Reviewed)
	QR'000	QR'000	QR'000
Bank balances	172,777	147,982	180,765
Deposits maturing after 90 days	(21,000)	(15,000)	
	151,777	132,982	180,765

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 2016

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 2016 (Reviewed)		3	1 December 2015 (Audited)	
	Listed QR'000	Unlisted QR'000	Total QR'000	Listed QR'000	Unlisted QR'000	Total QR'000
Shares Funds	25,719	2,262 7,199	27,981 7,199	75,320	2,196 7,215	77,516 7,215
Total	25,719	9,461	35,180	75,320	9,411	84,731

6 INTANGIBLE ASSET

	31 March 2016 QR'000 (Reviewed)	31 December 2015 QR'000 (Audited)
Cost: Balance at 1 January Additions during the period/year	376	376
Balance at the end of the period/year Amortization:	376	376
Balance at 1 January Amortization during the period/year	116 32	116
Balance at the end of the period/year	148	116
Net carrying amount at the end of the period/year	228	260

Amortization of intangible asset during the period/year is included under the depreciation and amortization in the interim consolidated statement of income.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

7 PROPERTY AND EQUIPMENT

	31 March 2016 QR'000 (Reviewed)	31 December 2015 QR'000 (Audited)
Cost:	05 550	07.014
Balance at the beginning of the period/year	87,558	87,014
Additions during the period/year	737	1,098
Transfers to intangible asset (Note 5)	-	(376)
Disposal during the period/year		(178)
Balance at the end of the period/year	88,295	87,558
Accumulated depreciation:		
Balance at the beginning of the period/year	45,274	43,534
Depreciation for the period/year	379	1,918
Relating to disposal		(178)
Balance at the end of the period/year	45,653	45,274
Net carrying amount at the end of the period/year	42,642	42,284

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		
	2016 (Reviewed)	2015 (Reviewed)	
Profit for the period attributable to owners of the parent (QR'000)	446	6,428	
Weighted average number of shares outstanding during the period (in thousands)	28,416	28,416	
Basic and diluted earnings per share (QR)	0.02	0.23	

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.

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. Therefore, previously reported basic and diluted earnings per share of QR 0.29 for the period ended 31 March 2015 has been restated to QR 0.23

The weighted average number of shares has been calculated as follows:

	31 March 2016	31 March 2015
Qualifying shares at the beginning of the period/year (in thousands) Effect of bonus share issue (in thousands)	(Reviewed) 28,416	(Reviewed) 22,200 6,216
Balance at the end of the period/year (in thousands)	28,416	28,416

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

9 COMMITMENTS AND CONTINGENCIES

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

	31 March 2016 (Reviewed) QR'000	31 December 2015 (Audited) QR'000
Letters of guarantee	225,000	225,000

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 2016 (Reviewed) QR'000	31 December 2015 (Audited) QR'000
Capital commitments		
Capital commitments	381	1,099

Operating lease commitments

Future minimum rental payable under non-cancellable operating leasesat the reporting date are as follows:

	31 March 2016 (Reviewed) QR'000	31 December 2015 (Audited) QR'000
Within one year After one year but not more than three years	356 275	356 363
	631	719

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 end	Three months ended 31 March		
	2016 QR'000 (Reviewed)	2015 QR'000 (Reviewed)		
Brokerage and commission income (Board of Directors)	315	207		

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

10 RELATED PARTY DISCLOSURES (continued)

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

	Recei	ivables	Payables	
	31 March 2016 (Reviewed) QR'000	31 December 2015 (Audited) QR'000	31 March 2016 (Reviewed) QR'000	31 December 2015 (Audited) QR'000
Key management personnel	5,195		3,009	3,555

The above balances are included under due from and due to customers.

Compensation of key management personnel

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

	Three months end	Three months ended 31 March		
	2016 QR'000 (Reviewed)	2015 QR'000 (Reviewed)		
Salaries and short-term benefits Retirement benefits	554 18	421 5		
	572	426		

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 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.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

12 SEGMENT INFORMATION (continued)

The following table presents revenue and profit information regarding the Group's operating segments for the three months ended 31 March 2016 and 2015, respectively.

Three months ended 31 March 2016 (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 (*)	6,040 2,215	777 1,050	<u>-</u>	4,037	(833)	6,817 6,469
Segment revenue	8,255	1,827		4,037	(833)	13,286
Segment profit/(loss)	(3,114)	697	(15)	2,877		445
Depreciation and amortization	37	188		186	<u>-</u>	411
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

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

The following table presents the segment assets and liabilities:

At 31 March 2016 (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	692,059	89,038	16,039	310,564	(271,923)	835,777
Segment liabilities	562,513	18,786	120	36,429	(47,814)	570,034
At 31 December 2015 (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	666,339	93,362	16,057	307,642	(241,992)	841,408
Segment liabilities	533,386	23,807	115	36,660	(17,999)	575,969

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

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2016

13 FAIR VALUES OF FINANCIAL INSTRUMENTS

Financial instruments comprise financial assets and financial liabilities.

Financial assets consist of bank balances, due from customers, 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 2016, the following table shows an analysis of financial instruments recorded at fair value by level of fair value hierarchy:

A4 21 Manch 2016 (Daviana)	Total	Level 1	Level 2	Level 3
	QR'000	QR'000	QR'000	QR'000
At 31 March 2016 (Reviewed) Available-for-sale investments	32,918	25,719	7,199	
	Total	Level 1	Level 2	Level 3
	QR'000	QR'000	QR'000	QR'000
At 31 December 2015 (Audited) Available-for-sale investments	82,535	75,320	7, 215	

During the period ended 31 March 2016, 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 (2015: Nil).