



Eskan Bank Realty Income Trust (the “Trust”)

A real estate investment trust operating as a retail collective investment undertaking registered with the Central Bank of Bahrain as a Trust under Registration No. FT/11/002/16

Date: 08 July 2020

Supplement to the Prospectus dated 15 November 2016

This supplemental document should be read in conjunction with the original Prospectus dated 15 November 2016 and is following an announcement issued on Bahrain Bourse on 08 July 2020 related to the appointment of KPMG as auditor to the Trust.

1. The defined term of “Auditor” within section **(1) Definitions and Abbreviations** is hereby deleted and replaced with the following text:

means the person undertaking external auditing services pursuant to RP-11 (External Auditor) of Volume 7 of the CBB Rulebook and means KPMG Fakhro, a specialized partnership company registered in Bahrain under commercial registration number 6220-2

2. The definition of Auditors within section **(4) The Trust**; sub-section **(4.1) Structure of the Trust** and **Exhibit 1: Details of the Trust** is hereby amended by deleting the name Deloitte & Touche and replacing it with KPMG Fakhro.
3. The second paragraph within the section **(9) Trust Governance**; sub-section **(9.11) The Auditor** is hereby deleted and replaced with the following text:

The Auditor shall audit the annual and semi-annual financial statements of the Trust as well as perform an agreed-upon procedures (“AUP”) on the Trust’s monthly NAV and issue an AUP report on a semi-annual basis in accordance with the Trust Instrument or the Prospectus. The Auditor shall comply with all reporting requirements and disclosure obligations set forth in Regulations including RP-11.5 and RP-11.6 of Volume 7 of the CBB Rulebook

4. The third paragraph within the section **(9) Trust Governance**; sub-section **(9.11) The Auditor** that provides a summary of Deloitte & Touche Middle East is hereby deleted and replaced with the following text:

KPMG Fakhro

KPMG in Bahrain was established over 50 years ago and has grown to over 300 staff led by 10+ partners of which 50% are audit professionals. This includes 10+ Partners



and Directors in external audit. KPMG work with some of Bahrain's largest public and private sector organizations across most of the core industries.

KPMG has a strong presence in the Middle East and South Asia (MESA) and has nearly 8,000 professional staff and more than 220 partners. Its MESA network of 14 practices and 33 office locations, work collaboratively to tailor their services in response to regional challenges and opportunities. This structure enables them to share resources and best practice, and invest in regional subject matter experts (including many financial services professionals), to ensure their clients get quality, consistency and the latest thinking on the issues affecting their markets.

5. Item 3 within the section **(9) Trust Governance**; sub-section **(9.11.1) Services to be Provided by the Auditor** is hereby deleted and replaced with the following text:
 3. Perform an agreed-upon procedures ("AUP") on the Trust's monthly NAV and issue an AUP report on a semi-annual basis.
6. The biographies within the section **(9) Trust Governance**; sub-section **(9.11.2) Audit Team Overview** are hereby deleted and replaced with the following biographies:

Jamal Fakhro - Managing Partner

Education & Qualifications

- Bachelor of Accounting, University of Cairo, Egypt
- Member of the American institute of Certified Public Accountants (AICPA)

Relevant Experience

- Mr Fakhro is currently the relationship partner for a select group of high profile clients in Bahrain and interacts with board level executives from some of the region's most prestigious businesses and organizations.
- His key areas of expertise include financial services (including Islamic finance), strategic planning and investments, G.C.C and emerging markets insights, corporate governance and family governance.
- Mr Fakhro is a Founding Board Member for the Pearl Initiative – the leading independent, not-for-profit, by business for-business, institution in the Gulf Region, which aims to influence and improve corporate accountability and transparency, and also a Founder of the Jassim Fakhro fund, which supports young Bahrainis to achieve professional qualifications.
- Mr Fakhro has over 36 years' experience as client partner and advisor and has led cross-border engagements in financial services, oil and gas, government sectors infrastructure and communications.
- Mr Fakhro sits on several Government and private sector committees providing insight, advice and subject matter expertise on matters related to the profession, public finance and national economy.



Salman Manjlai - Engagement Partner

Education & Qualifications

- Fellow member of the Institute of Chartered Accountants of Pakistan

Relevant Experience

- Mr Manjlai has over 24 years' experience providing audit service to various clients, predominantly focused in the financial services sector. He has in depth experience of auditing retail banking institutions.
- Mr Manjlai has managed a number of large financial statement audits for Banks and other FIs in Bahrain. These range from conventional to Islamic; from single consumer product to leasing and also the Central Bank. In addition to this he has also worked on audits of other than financial services which includes listed investment company and many other sectors.
- Mr Manjlai is the engagement partner of Eskan Bank and Eskan Properties Company.
- Mr Manjlai has engaged in many real-estate audit, he has extensive knowledge of AAOIFI and applied the knowledge while he was auditing BISB bank.
- Mr Manjlai was responsible as an engagement manager on HSBC Bank plc, which included project management of the overall audit including managing reporting from all European sites (30 plus) for group reporting including SOX under IFRS and US GAAP.
- Mr Manjlai has also has some experience working in Information Risk Management function of the UK firm mainly assessing IT internal controls in relation to financial reporting and has carried out number of internal audits for some of the areas for Lloyds of London.
- Some of his key relevant clients include Eskan Bank, NBB, BISB and SICO.

Mahesh Balasubramanian – Partner (IFRS, AAOIFI & Regulatory Specialist)

Education & Qualifications

- Associate Member, Institute of Chartered Accountants of India
- Bachelor of Commerce, University of Mumbai

Relevant Experience

- Mr Balasubramanian has over 18 years' experience providing Audit and Advisory services to clients in the financial sector.
- As our IFRS expert, Mr Balasubramanian has worked with many conventional and Islamic financial institutions in the region in implementing IFRS 9.
- Mr Balasubramanian works closely with the Central Bank of Bahrain (CBB) on emerging regulations and regulatory change.
- He was recently involved in leading the engagement to update all Basel 3 changes in the CBB rule books.
- Mr Balasubramanian is also part of our Global IFRS Group and represents the region as a specialist on Business Combinations and Consolidation. He has



also led our initiatives for implementation of accounting change and new standards such as IFRS 9, IFRS 10 and IFRS 15.

- With his background and experience, Mahesh has provided a range of advisory services to financial institutions including bank reorganization, deal structuring, capital allocation and risk consulting, advice on mergers and acquisitions, strategic planning, product structuring reviews and prospective financial reporting.

Mayank Bindal - Engagement Director

Education & Qualifications

- Chartered Accountant (ICAEW)
- SAP security certificate
- IDEA certificate
- ACL training

Relevant Experience

- Mr Bindal is an associate member of the Institute of Chartered Accountants of India and is an experienced audit professional with over 16 years of experience. Prior to joining KPMG in 2011, Mayank was associated with a 'big four' audit firm in New Delhi, India for 9 years and for 2 years with the same firm in Jersey, Channel Islands, UK.
- Mayank is primarily responsible for audit of banks and financial institutions in Bahrain. He has been involved in the audit of various international retail banks and financial institutions in India, UK and Bahrain. He has vast experience in retail and consumer finance and also in fiduciary business. He has exposure to working with Companies in multiple jurisdictions apart from Bahrain including India, UK, Jersey, Guernsey and Cayman Islands. Due to his experience in the financial services sector, he has also gained good experience in corporate credit, investments and complex products and structures such as CDO, CDS, MBS etc.
- Other than Financial services Mayank has been involved in industries such as Manufacturing, Construction and Real estate, Media, Technology etc.
- Mayank was also involved in various engagements for investment and commercial banks related to assessment of capital adequacy and liquidity requirements and also on offering documents of Companies on the Indian, London and Luxembourg stock exchanges.
- Mayank was the engagement director for many clients such as: Central Bank of Bahrain, Standard Chartered Bank, SICO, Arab Petroleum Investments Corporation (Apicorp) and ALBA.

7. The text within the section **(9) Trust Governance**; sub-section **(9.11.3) Fees Payable to the Auditor** is hereby deleted and replaced with the following text:

The annual fees charged to the Trust for their services are expected to equate to BHD8,000 per year (excluding VAT).



8. The reference to the External Auditor within section **(25) Trustee, Investment Manager, Key Advisors, and Third Parties** is hereby deleted and replaced with the following text:

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