



ESKAN BANK  
REALTY  
INCOME  
TRUST



Annual Report 2019





**His Royal Highness  
Prince Khalifa bin Salman  
Al Khalifa**

The Prime Minister of the  
Kingdom of Bahrain



**His Majesty King  
Hamad bin Isa  
Al Khalifa**

The King of the  
Kingdom of Bahrain



**His Royal Highness  
Prince Salman bin Hamad  
Al Khalifa**

The Crown Prince,  
Deputy Supreme Commander  
and First Deputy Prime Minister

Board of Directors of the Trust	Mr. Bashar Bazian - Chairman (Appointed on July 10, 2019) Mr. Naser Ebrahim Abdulrahman Obaid (Resigned on July 10, 2019) Mr. Michael Roy Pankhurst Mr. Muhammad Saeed Butt
Registered office	Office 341, Floor 34, Bahrain World Trade Center, West Tower P.O. Box 18206, Manama, Kingdom of Bahrain
Principal banker	Bahrain Islamic Bank B.S.C.
Trustee & custodian	Crestbridge Bahrain B.S.C. (c)
Investment manager	Eskan Bank B.S.C. (c)
Sub-investment manager & market maker	SICO B.S.C. (c)
Registrar	Bahrain Clear B.S.C. (c)
Property manager	Savills Middle East Co. S.P.C
Administrator	Keypoint Consulting W.L.L.
Paying agent	Karvy Fintech (Bahrain) W.L.L
Property appraiser	Knight Frank Spain Saudi Arabia Real Estate Valuations Company
External auditor	Deloitte & Touche – Middle East Engagement Partner: Irshad Mahmood
Shari'a Supervisory board	Dr. Sheikh Nezam Yacouby (Chairperson) Dr. Sheikh Abdulaziz Khalifa AlQassar (Vice Chairperson) Sheikh Abdulnasser Al-Mahmood (Member)

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## EBRIT IN BRIEF

- The Trust is the first public Real Estate Investment Trust “REIT” in the Kingdom of Bahrain, which was listed on the Bahrain Bourse on January 2, 2017.
- The Trust’s primary objective is to maximize stable Shari’ah compliant income generation for the unitholders with a long-term approach and risk adjusted manner.
- 198,000,000 units with a nominal value of BDO.100 per unit and a net asset value of BDO.616 per unit.
- The Trust invests primarily in income-generating properties in the Kingdom of Bahrain.
- EBRIT currently comprises of two income-generating and unleveraged properties:
  - Segaya Plaza, a mixed retail and residential property in Manama with 105 residential apartments and 15 retail outlets;
  - Danaat Al Madina, a mixed-use property development in Isa Town with two office buildings and 44 retail units.
- EBRIT targets a cash yield of over 6% (on the nominal unit value) annually, payable on a semi-annual basis.
- EBRIT is registered as a Trust with the Central Bank of Bahrain.
- EBRIT is established as a closed-ended Shari’ah compliant Bahrain Real Estate Investment Trust.
- EBRIT currently has no bank debt.

## CHAIRMAN'S MESSAGE



MR. BASHAR BAZIAN  
CHAIRMAN

Dear Unitholders,

On behalf of the Board of Directors, I am pleased to present the Annual Report for 2019. Since the establishment of Eskan Bank Realty Income Trust (EBRIT or the Trust) as a Shari'ah-compliant REIT, the Trust has not utilized any debt, and has successfully paid out 6% in net distributions to unitholders, in each of 2017 and 2018. For 2019, EBRIT had a major tenant leave at one of its properties in the second quarter and significant reinvestment was undertaken to refurbish the property and aggressive leasing activities re-commenced in August 2019.

EBRIT was listed on the Bahrain Bourse on 2 January 2017 and has since been the only publicly tradeable Real Estate Investment Trust ("REIT") in the Kingdom of Bahrain. As trustees, our mandate is to represent your interests in the Trust and to oversee the services provided by the numerous third parties working to maximize EBRIT's unit value.

The Trust owns a diversified portfolio of offices, residential apartments, and shops in two locations in Bahrain, namely Segaya and Isa Town, within the respective developments known as Segaya Plaza and Danaat Al Madina.

Given the circumstances, we believe the Trust performed well in 2019 despite the challenging regional and global conditions and focused on its core objective of maximizing stable income generation for the Unitholders with a long-term approach. The independent valuation of EBRIT's underlying real estate assets improved in the second half of 2019 and the Trust's Board of Directors opted to take a conservative view and reflect only half of this improvement in the 2019 year-end financials in light of any additional headwinds that may occur in 2020.

EBRIT is structured as a trust and is regulated by the Central Bank of Bahrain. As an externally managed REIT, EBRIT has the following service providers appointed: Crestridge as trustee and custodian on behalf of the Unitholders, Eskan Bank as the investment manager, who have appointed SICO as the sub-investment manager and market maker for the Trust. Furthermore, Keypoint is appointed as administrators, Savills as property and facility managers and leasing agents, and Deloitte as external auditors. Moreover, Bahrain Clear is assigned as registrar, BlsB as bankers and Karvy as paying agents for the distributions. As per the regulatory requirements for REITs in Bahrain, the Trust replaced its independent property appraiser in 2019, following two years of simultaneous valuations. Knight Frank was appointed as the new property appraiser in June 2019 following a wide bidding process.

I would like to take this opportunity to thank the management and various service providers of EBRIT as well as the Board of Directors for their continuous commitment and dedication towards our success in 2019.

I also wish to express my thanks to our unitholders, tenants and the Central Bank of the Bahrain for their continued support and trust, and the esteemed Shari'a Supervisory Board of EBRIT for their industry-leading supervisory role.

During 2020, we will continue to work with the management team to successfully implement cost enhancements as well as increased tenancy activities and retention. EBRIT achieved this successfully over the past three years and will continue to do so again over the coming years.

Best regards,

A handwritten signature in black ink, appearing to be 'B. Bazian', written in a cursive style.

Bashar Bazian  
Chairman

## INVESTMENT MANAGER'S MESSAGE



**DR. KHALID ABDULLA**  
GENERAL MANAGER,  
ESKAN BANK

Dear Unitholders,

The year 2019 was a challenging year for the Trust as the single tenant of its 105 residential apartments in Segaya Plaza terminated its lease as of May 2019, for the sake of implementing cost cutting measures. After a comprehensive refurbishment project to the property, we subsequently re-offered the apartments for rental in the open market within just 10 weeks, starting in August 2019. To date and within five months from reintroducing the property to the market, we are pleased to state that 41 apartments have been rented out to 41

independent tenants, diluting the concentration risk of any single tenant defaults or terminations that the property was previously subjected to, while maintaining a 93% occupancy of the shops.

The Trust's ownership in Danaat Al Madina consists of 44 retail units and two office buildings. In 2019, 73.5% of the shops were occupied and 94.6% of the office buildings were occupied. The nature of this project attracts a lot of first time businesses, along with the cash flow challenges that such enterprises bring to the Trust. We continue to work with the property managers, Savills, to support the tenants and ensure timely payments are received. We have continued to work closely with the property's homeowners' association, to avail of synergies on costs and to ensure fair representation for the retail and commercial units owned by the Trust.

Bahrain's economy continued to grow in 2019, with GDP growth estimates placed at 2.1% for the year. This growth was likely driven by a number of factors including stabilized oil prices and a large number of infrastructure projects including a new airport, Alba's expansion, among others. Importantly, Bahrain expects its 2020 GDP to grow by a further 2.7%, led by the continuation of these projects as well as new projects such as the new causeway to Saudi Arabia, development work on a metro for the Kingdom, BAPCOs refurbishment and further development on Bahrain's off-shore shale oil. However, the positive growth was also simultaneously balanced by strict fiscal consolidation towards the country's Fiscal Balance

Programme, that aims to significantly reduce or eradicate Bahrain's fiscal deficit. These measures included the removal or reduction of certain food subsidies, petrol subsidies and electricity and water subsidies as well as the introduction of value added tax (VAT). The general result reduces the average spending power and therefore puts downward pressure on retail sales and ultimately a retailer's ability to pay certain rent. The same holds true for households renting apartments given the higher energy bills and staple costs.

Downward purchasing power along and the significant new supply of residential and retail properties in the Kingdom create dual downward price pressure on rental rates. We are confident however that the niche locations of the Trust properties provide a certain level of immunity to the properties' performance vis-a-vis new construction, given the new supply locations are far and away and given the immediate proximity of Segaya Plaza to a large number of stable employers including universities and hospitals and Danaat's nearness to large residential communities with no office space alternatives. Finally, and on a macro level, the seemingly endless regional and global issues have also not been supportive of growth with issues ranging from trade restrictions, Brexit, pandemics, and so on.

With the current residential occupancy of Segaya Plaza standing at 39% and Danaat Al Madina at 86% the management team is focusing on additional ways to boost occupancy and to further reduce operational and overhead costs to free up funds for distribution. The management team intend to once again re-tender supplier services provided to the Trust and its assets with the objective of generating new revenue enhancing ideas and reducing costs while maintaining the quality of the properties. Lastly, and working closely with the property manager, we are intensifying our efforts in creating attractive pricing structures for the properties to continue to improve the occupancy rate and to retain tenants for the longer term.

I would like to express my gratitude to the management and staff of EBRIT for delivering their best during this period, in spite of the challenging environment, and my appreciation to EBRIT Internal Shari'ah Supervisory Board members for their support and guidance.

**Dr. Khalid Abdulla**

On behalf of the Investment Manager

## DIRECTORS' REPORT



**MR. BASHAR BAZIAN**  
CHAIRMAN

The Directors have pleasure in submitting their report together with the audited consolidated financial statements of Eskan Bank Realty Income Trust (the "Trust" or "EBRIT") and its subsidiaries (together the "Group") for the year ended December 31, 2019.

### Principal activities

The Trust is a closed ended Real Estate Investment Trust ("REIT") and its primary objective is to maximize stable Shari'ah compliant income generation for the unitholders with a long-term approach and risk adjusted manner. The Trust invests primarily in income generating properties in the Kingdom of Bahrain.

### Results and financial position

The consolidated financial position of the Group as at December 31, 2019 and the results for the year ended December 31, 2019 are set out in the accompanying consolidated financial statements.

### Distributions

The Board of Directors following ratification at the annual general meeting on April 30, 2019 declared a distribution at 3% of the unit's capital of the Trust for the period July 1, 2018 to December 31, 2018 after obtaining CBB approval amounting to BHD 594,000 (December 31, 2018: 1,188,000).

In line with the announcement released on 29 August 2019, following the approval of the mid-year consolidated financial statements to 30 June 2019, the Directors decided not to declare a mid-year distribution due to the capital expenditure related to the refurbishment and upgrade of Segaya Plaza, coupled with

the temporary loss of income since 15 May 2019. The Directors declared a total distribution of BD310,930 for the 2019 year, which represented a 2% yield after an Eskan Bank performance supplement.

### Board of Directors of the Trust

The following Directors served during the year ended December 31, 2019:

Mr. Bashar AlBazian - Chairman (Appointed on July 10, 2019)  
Mr. Naser Ebrahim Abdulrahman Obaid (Resigned on July 10, 2019)  
Mr. Michael Roy Pankhurst  
Mr. Muhammad Saeed Butt

### Auditors

EBRIT is currently retendering the Audit services provided to the Trust. The auditors, Deloitte & Touche Middle East, have expressed their willingness to be reappointed as auditors of the Group for the year ending December 31, 2020.

On behalf of the Directors:

**Mr. Bashar Bazian**  
Chairman



## Shari'a Supervisory Board Report for the year ended 31 December 2019

26<sup>th</sup> Jumada II 1441 BC coinciding 20 February 2020

Praise be to Allah, and May peace and blessing be upon Prophet Mohammed, his family and his companions

To the Unit holders of ESKAN Bank Realty Income Trust

Assalam Alaikum Wa Rahmat Allah Wa Barakatuh

In compliance with the letter of appointment, we are required to submit the following report:

During the year ended 31 December 2019, we have reviewed the principles and contracts relating to the transactions and applications conducted by ESKAN Bank Realty Income Trust (the "Trust"). We have also conducted our review to form an opinion as to whether the Trust has complied with Shari'a Rules and Principles and with specific Fatwas, rulings and guidelines issued by us.

We believe that ensuring the conformity of the Trust's activities with the provision of Islamic Shari'a is the sole responsibility of the Trust's Management, while the Shari'a Supervisory Board is only responsible for expressing an independent opinion based on our review of the operations of the Trust, and to report to you.

We have reviewed the internal Shari'a auditor report which contains the detail findings of auditing the Trust financial statements, transactions, activities, investments and pertinent documentation adopted by the Trust Manager. Our review was conducted to form an opinion as to whether the Trust Manager has complied with Shari'a rules and principles issued by us and also with the directives and guidelines issued by AAOIFI.

We planned and performed our review so as obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the Trust has not violated Shari'a rules and Principles.

In our opinion:

Contracts, transactions and dealings related to the Trust entered into by the Trust Manager during year ended 31 December 2019 that we have reviewed complies with the Islamic Shari'a Rules and Principles.

Since distributions to the unit holders are their share according to the terms and conditions of the total collected rent, minus what is determined according to the terms and conditions of the Fund, Therefore the Zakat is on the holder of each unit according to his applicable Zakat period and Nisab.

We pray that Allah may grant all of us further success and prosperity.

**Sh. Nezam Mohammed Saleh Yacouby**

Chairman

**Sh. Dr. Abdul Aziz Khalif a Al Qassar**

Vice Chairman

**Sh. Abdul Nasser Omar Al Mahmood**

Executive Member

INDEPENDENT  
AUDITOR'S  
REPORT

# TO THE UNITHOLDERS OF ESKAN BANK REALTY INCOME TRUST MANAMA, KINGDOM OF BAHRAIN



## Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of Eskan Bank Realty Income Trust (the "Trust" or "EBRIT") and its subsidiaries (together "the Group"), which comprise the consolidated statement of financial position as at December 31, 2019, and the related consolidated statements of income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

## Directors' responsibility for the consolidated financial statements

The Directors are responsible for the preparation and fair presentation of these consolidated financial statements in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organization for Islamic Financial Institutions ("AAOIFI") and to operate in accordance with Islamic Shari'ah rules and principles. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

## Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Auditing Standards issued by the AAOIFI. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our audit opinion.



## Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2019 and the results of its operations, its cash flows and changes in equity for the year then ended in accordance with the Financial Accounting Standards issued by the AAOIFI.

## Report on regulatory requirements and other matters

As required by the Bahrain Commercial Companies Law of 2001 (and subsequent amendments) and the Central Bank of Bahrain (CBB) Rulebook (Volume 7), we report that:

- a. The Trust has maintained proper accounting records and the consolidated financial statements are in agreement therewith;
- b. The financial information contained in the Directors' report is consistent with the consolidated financial statements;
- c. Nothing has come to our attention which causes us to believe that the Trust has breached any of the applicable provisions of the Bahrain Commercial Companies Law of 2001 (and subsequent amendments), Financial Trust Law No. 23 of 2006 (as amended), the CBB Rulebook (Volume 7) and CBB directives and regulations (as contained in Volume 7 of the CBB Rulebook), rules and procedures of the Bahrain Bourse or the terms of the Trust Instrument, which would materially affect its activities or its consolidated financial position as at December 31, 2019;
- d. Satisfactory explanations and information have been provided to us by Directors in response to all our requests; and
- e. The Trust has complied with the Islamic Shari'ah rules and principles as determined by the Shari'ah Board of the Group.

*Deloitte & Touche*

DELOITTE & TOUCHE - MIDDLE EAST  
Partner Registration No. 157

Manama, Kingdom of Bahrain  
February 26, 2020

## Consolidated Statement of Financial Position

As at December 31, 2019

	Notes	2019 BHD	2018 BHD
<b>Assets</b>			
<b>Non-current assets</b>			
Investment in real estate	5	11,786,060	16,520,000
<b>Current assets</b>			
Trade receivables	6	77,838	447,636
Prepaid expenses		-	500
Cash and cash equivalents	7	608,236	374,158
Total current assets		686,074	822,294
<b>Total assets</b>		<b>12,472,134</b>	17,342,294
<b>Liabilities</b>			
<b>Current liabilities</b>			
Trade and other payables	8	246,766	244,870
Due to related parties	9.3	12,833	8,667
<b>Total liabilities</b>		<b>259,599</b>	253,537
<b>Net assets attributable to unitholders</b>		<b>12,212,535</b>	17,088,757
<b>Equity</b>			
Unit capital	11	19,800,000	19,800,000
Statutory reserve	12	1,000	1,000
Capital expenditure reserve	2.7 (k)	6,000	4,000
Accumulated losses		(7,594,465)	(2,716,243)
<b>Net assets attributable to unitholders</b>		<b>12,212,535</b>	17,088,757
<b>Number of outstanding units</b>	11 & 19	<b>198,000,000</b>	198,000,000
<b>Net asset value per unit</b>	19	<b>0.0616</b>	0.0863

The consolidated financial statements were approved and authorized for issue by the Directors on February 25, 2020 and signed on their behalf by:



Mr. Bashar Bazian  
Chairman



Mr. Muhammed Saeed Butt  
Director

The attached notes form part of these consolidated financial statements.

## Consolidated Statement of Income

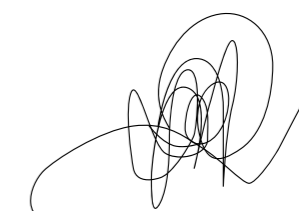
For the year ended December 31, 2019

	Notes	2019 BHD	2018 BHD
<b>Income</b>			
Rental income	13	951,815	1,437,183
Service fee income	13	75,069	82,734
Property operating expenses	14	(355,837)	(372,605)
<b>Property operating income - net</b>		<b>671,047</b>	1,147,312
Other income	9.1 & 15	95,288	98,090
Investment management fee	4.1 (a) & 9.1	(50,000)	(50,000)
Administration fee	4.2	(10,000)	(10,000)
Trustee and custodian fees	9.1	(22,000)	(22,000)
Other professional fees		(29,625)	(17,450)
Other expenses		(20,880)	(4,617)
<b>Operating profit</b>		<b>633,830</b>	1,141,335
Net unrealised loss on revaluation of investment in real estate	5	(4,863,416)	(3,180,000)
Allowance for impairment on trade receivables	6.1	(52,636)	(34,955)
<b>Loss for the year</b>		<b>(4,282,222)</b>	(2,073,620)
<b>Loss per unit</b>	20	<b>(0.0216)</b>	(0.0105)

The consolidated financial statements were approved and authorized for issue by the Directors on February 25, 2020 and signed on their behalf by:



Mr. Bashar Bazian  
Chairman



Mr. Muhammed Saeed Butt  
Director

The attached notes form part of these consolidated financial statements

## Consolidated Statement of Changes in Equity

For the year ended December 31, 2019

	No. of units	Unit capital BHD	Statutory reserve BHD	Capital	Accumulated losses BHD	Total BHD
				expenditure reserve BHD		
At January 1, 2018	198,000,000	19,800,000	1,000	2,000	547,377	20,350,377
Loss for the year	-	-	-	-	(2,073,620)	(2,073,620)
Transfer to property capital expenditure reserve						
capital expenditure reserve (Note 2.7 (k))	-	-	-	2,000	(2,000)	-
Dividends (Note 10)	-	-	-	-	(1,188,000)	(1,188,000)
At December 31, 2018	198,000,000	19,800,000	1,000	4,000	(2,716,243)	17,088,757
Loss for the year	-	-	-	-	(4,282,222)	(4,282,222)
Transfer to property capital expenditure reserve						
capital expenditure reserve (Note 2.7 (k))	-	-	-	2,000	(2,000)	-
Dividends (Note 10)	-	-	-	-	(594,000)	(594,000)
At December 31, 2019	198,000,000	19,800,000	1,000	6,000	(7,594,465)	12,212,535

## Consolidated Statement of Cash Flows

For the year ended December 31, 2019

	Notes	2019 BHD	2018 BHD
<b>Cash flows from operating activities</b>			
Loss for the year			
Adjustment for:		(4,282,222)	(2,073,620)
Net unrealised loss on revaluation of investment in real estate	5	4,863,416	3,180,000
Allowance for impairment on trade receivables	6	52,636	34,955
<b>Operating cash flows before changes in working capital</b>		633,830	1,141,335
Changes in working capital:			
Decrease / (increase) in trade receivables		317,162	(96,007)
Decrease / (increase) in prepaid expenses		500	(485)
Increase in trade and other payables		1,896	37,827
Increase / (decrease) in due to related parties		4,166	(31,868)
<b>Net cash generated from operating activities</b>		957,554	1,050,802
<b>Cash flows from investing activity</b>			
Additions in investment in real estate during the year	5	(129,476)	-
<b>Net cash used in investing activity</b>		(129,476)	-
<b>Cash flows from financing activity</b>			
Dividends	10	(594,000)	(1,188,000)
<b>Net cash used in financing activity</b>		(594,000)	(1,188,000)
<b>Net increase / (decrease) in cash and cash equivalents</b>			
		234,078	(137,198)
Cash and cash equivalents at the beginning of the year			
		374,158	511,356
<b>Cash and cash equivalents at the end of the year</b>		7	608,236
			374,158

The attached notes form part of these consolidated financial statements.

## Notes to the Consolidated Financial Statements

For the year ended December 31, 2019

### 1. GENERAL INFORMATION:

- 1.1 Eskan Bank Realty Income Trust (the "Trust" or "EBRIT"), was created through a trust instrument entered into between Bahrain Property Musharaka Trust ("BPMT") as the Settlor and Crestbridge Bahrain B.S.C (c) as the Trustee ("Crestbridge" or the "Trustee") on November 3, 2016 and was registered as a trust under the Financial Trust Law of Kingdom of Bahrain (law No. 23 of the year 2006 and as replaced by law No. 23 of 2016) with the Central Bank of Bahrain (the "CBB") under registration number FT/11/002/16 on November 8, 2016.
- 1.2 EBRIT is established as a closed-ended Shari'ah compliant Bahrain Real Estate Investment Trust with a 100-year duration and has been authorized by the CBB to be constituted as a Bahrain domiciled retail Collective Investment Undertaking in derogation from Rule BRT-1.1.2 of Volume 7 of the CBB Rulebook.
- 1.3 At the inception of the Trust, the Trust had issued 198,000,000 units at a price of BHD 0.100 per unit and a Net Asset Value of BHD 0.101 per unit to the pre Initial Public Offer Unitholder BPMT. In consideration for the same BPMT transferred the ownership of the Inaugural Trust Property to the Trust consisting of 100% of the authorized and issued capital of:
- Segaya Plaza Company B.S.C. (c), a closed joint stock company incorporated under the law of Bahrain with commercial registration number 96206 owning certain real estate property named Segaya Plaza. The property is situated on the northern edge of Segaya and south of Salmaniya Hospital. The total land area of the property is approximately 5,469 square meters and has a leasable area of 15,898 square meters consisting of 15 retail units and 105 fully furnished residential apartments; and
  - Danaat Al Madina Company B.S.C. (c), a closed joint stock company incorporated under the law of Bahrain with commercial registration number 96210 owning certain real estate asset property named Danaat Al Madina. Danaat Al Madina is located in Isa Town. It is a mixed use property consisting of approximately 11,757 square meters of leasable area. The property consists of 44 retail units and 2 office towers named Durra 1 and Durra 2. The total land area of the property is approximately 29,014 square meters. There are certain freehold apartments situated on the floors above the retail units which do not form part of the Trust property.
- 1.4 The ownership of both the properties listed above, were transferred to the Trust on November 10, 2016. However, as per the prospectus of Trust any profit and losses pertaining to the Trust Properties shall accrue to the benefit of the Unitholders from January 1, 2017.
- 1.5 BPMT made an initial public offering of 144,394,499 units of EBRIT at an offer price of BHD 0.100 to individuals and institutions in the Kingdom of Bahrain via a prospectus dated November 15, 2016. The initial public offering opened on November 22, 2016 and closed on December 6, 2016. The allotment of the units to the participants of the Initial Public Offering was made on December 14, 2016 and the units of EBRIT were listed on the Bahrain Bourse and commenced trading from January 2, 2017.

- 1.6 The primary objective of achieving an attractive level of return from rental income and long-term capital growth and to maximize stable income generation for the unitholders with a long term approach and in a risk-adjusted manner. EBRIT intends to increase its Shari'ah compliant property portfolio, as and when attractive opportunities arise. The Trust will focus predominantly on yielding properties in Bahrain and with a conservative leverage policy, as and when required and when deemed to be in the best interest of the unitholders.
- 1.7 EBRIT is overseen by Crestbridge Bahrain B.S.C. (c) ("Crestbridge") as the Trustee. The Trustee has appointed Eskan Bank B.S.C. (c) ("Eskan"), a bank incorporated in the Kingdom of Bahrain as the Investment Manager. Eskan as the Investment Manager has appointed SICO B.S.C. (c) ("SICO") as the Sub-Investment Manager. EBRIT is administered by Keypoint Consulting W.L.L., Bahrain (the "Administrator") and Crestbridge is also the Custodian of EBRIT.
- 1.8 EBRIT does not currently have any direct employees, however, it uses the services of a Trustee, Investment Manager (who in turn has appointed a Sub-Investment Manager), a Property Manager, a Property Appraiser, an Administrator and a Custodian for the management, administration and custody functions.
- 1.9 These consolidated financial statements consist of the activities of the Trust and its two fully owned subsidiaries namely:
- a. Segaya Plaza Company B.S.C. (c); and
  - b. Danaat Al Madina Company B.S.C. (c).
- The Trust together with its subsidiaries is referred to as (the "Group").
- 1.10 Terms utilized herein and not defined shall have the same meaning as per the Trust Instrument.
- 1.11 These consolidated financial statements of the Group have been authorised for issue in accordance with a resolution of the Board of Directors of the Trust dated February 25, 2020. The Shari'ah Board has reviewed the consolidated financial statements of the Group and have provided clearance on Shari'ah compliance on February 20, 2020.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

#### 2.1 Statement of compliance

The consolidated financial statements are prepared in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organization for Islamic Financial Institutions ("AAOIFI"), the Shari'ah Rules and Principals as determined by the Shari'ah Board of the Trust, Financial Institutions Law, the CBB Rulebook Volume 7, directives, regulations and associated resolutions and the terms of the Trust Instrument. In accordance with the requirements of AAOIFI, for matters for which no AAOIFI standard exists, the Group uses the relevant International Financial Reporting Standards ("IFRS") issued by International Accounting Standards Board ("IASB").

#### 2.2 Basis of preparation

The consolidated financial statements are prepared on the historical cost convention, modified for fair valuation of investment in real estate.

The consolidated financial statements are presented in Bahraini Dinars (“BHD”) which is considered to be the Group’s functional and operational currency.

### 2.3 Going concern

The Investment Manager has made an assessment of the Group’s ability to continue on a going concern and is satisfied that the Group has the resources to continue in business for the foreseeable future. Furthermore, the Investment Manager is not aware of any material uncertainties that may cast significant doubt upon the Group’s ability to continue as a going concern. Therefore, the consolidated financial statements continue to be prepared on going concern basis.

### 2.4 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Trust and its subsidiaries as at December 31, 2019. The financial statements of the subsidiaries are prepared for the same reporting year as the Trust, using consistent accounting policies. All intra-group balances, transactions, income and expenses and unrealized gains and losses resulting from intra-group transactions are eliminated in full.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group and continue to be consolidated until the date when such control ceases. Control is achieved where the Group has the power to govern the financial and operating policies of an entity with the objective of obtaining benefits from its operations.

The results of subsidiaries acquired or disposed of during the year, if any, are included in the consolidated statement of income from the date of acquisition or up to the date of disposal, as appropriate.

### 2.5 New accounting standards: issued and effective

The following new standard, amendment to standard and interpretations is effective for annual periods beginning on or after 1 January 2019 and is expected to be relevant to the Group:

- a. *FAS 28 “Murabaha and other deferred payment sales” (effective 1 January 2019)*

FAS 28 prescribes the accounting and reporting principles and requirements for Murabaha and deferred payment sales transaction and different elements of such transaction.

### 2.6 New accounting standards: issued but not yet effective

The following new standards, amendments to standards and interpretations are effective for annual periods beginning on or after 1 January 2019 and are expected to be relevant to the Group:

- a. *FAS 30 “Impairment and credit losses” (effective 1 January 2020)*  
FAS 30 intends to define the accounting principles for impairment and credit losses (including expected credit losses) to be in line with ever-changing global best practices.
- b. *FAS 31 “Investment Agency (Al-Wakala Bi-Al – Istithmar)” (effective 1 January 2020)*

FAS 31 “Investment Agency (Al-Wakala Bi-Al – Istithmar)” deals with contracts under Wakala arrangement where the Bank acts as an agent of the customer. The standard requires the liabilities under Wakala contract to be treated as off-balance sheet for the agent.

- c. *FAS 33 “Investments in sukuk, shares and similar instruments” (effective 1 January 2020)*  
FAS 33 (which supersedes earlier FAS 25) sets out the improved principles for classification, recognition, measurement, presentation and disclosure of investment in sukuk, shares and other similar instruments of investments made by Islamic financial institutions (IFIs / the institutions), in line with Sharia principles. It defines the key types of instruments of Sharia compliant investments and defines the primary accounting treatments commensurate to the characteristics and business model of the institution under which the investments are made, managed and held.
- d. *FAS 34 “Financial reporting for sukuk-holders” (effective 1 January 2020)*  
FAS 34 aims to establish the principles of accounting and financial reporting for assets and businesses underlying the sukuk to ensure transparent and fair reporting to all relevant stakeholders, particularly including sukuk-holders.
- e. *FAS 35 “Risk reserves” (effective 1 January 2021)*  
FAS 35 intends to establish the principles of accounting and financial reporting for risk reserves established to mitigate various risk faced by stakeholders, mainly the profit and loss taking investors, of Islamic financial institutions.

### 2.7 Significant accounting policies

#### a. Investment in real estate

Investment in real estate is initially recognized at cost including directly attributable expenditure. Subsequent to initial recognition, the investment in real estate is stated at fair value, which reflects market conditions at the reporting date.

Any unrealised gains arising from a change in the fair value of investment in real estate shall be recognised directly in equity under “property fair value reserve” for the year in which it arises.

Any unrealised losses resulting from re-measurement at fair value of investment in real estate carried at fair value shall be adjusted in equity against the property fair value reserve, to the extent of the available credit balance of this reserve. In case such losses exceed the available balance, the unrealised losses shall be recognised in the consolidated statement of income. In case there are unrealised losses relating to investment in real estate that have been recognised in the consolidated statement of operations in the previous financial year, the unrealised gains relating to the current financial year shall be recognised to the extent of crediting back such previous losses in the consolidated statement of operations.

The realised profits or losses resulting from the sale of any investment in real estate shall be measured as the difference between the book value (or carrying amount) and the net cash or cash equivalent proceeds from the sale for each investment separately. The resulting profit or loss together with

the available balance on the property fair value reserve account shall be recognised in the consolidated statement of income for the current financial year.

**b. Financial assets**

**(i) Classifications**

The Group currently classifies its financial assets as 'loans and receivables'. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the reporting date, which are classified as non-current assets. Loans and receivables comprise of 'trade receivables' and 'cash and cash equivalents' in the consolidated statement of financial position.

**(ii) Recognition and measurement**

Loans and receivables are initially recognised at fair value and subsequently measured at amortised cost.

**(iii) Derecognition**

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

**(iv) Impairment of financial assets**

An allowance for impairment of receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation and default or delinquency in payments are considered indicators that the receivable is impaired.

The amount of the allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective profit rate.

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the consolidated statement of operations. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables.

If, in a subsequent year, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit ratings), the reversal of the previously recognised impairment loss is recognised in the consolidated statement of income.

**c. Cash and cash equivalents**

Cash and cash equivalents includes cash at bank with original maturities of three months or less.

For the purposes of the consolidated statement of cash flows, cash and cash equivalents comprise of cash at bank.

**d. Rental and service income receivables**

Rental and service income receivables are amounts due from tenants arising from leases on investment in real estate in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets.

**e. Financial liabilities**

Financial liabilities are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost.

**f. Derecognition of financial liabilities**

The Group derecognises a financial liability when the obligation under the liability is discharged.

**g. Trade and other payables**

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer), if not, they are presented as non-current liabilities. Accounts payables are recognized initially at fair value and subsequently measured at amortized cost.

**h. Offsetting financial instruments**

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of net assets if, and only if, there is currently an enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

**i. Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to EBRIT and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The Group has concluded that it is the principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognised.

**(i) Rental income**

Rental income arising from operating leases on investment in real estate is accounted for on a straight-line basis over the lease term and is included in rental income in the consolidated statement of operations due to its operating nature.

**(ii) Service fee income**

Service fee income represents amounts receivable for property service charges that are payable by tenants to contribute towards the operation and maintenance expenses of the relevant property. Service fees are recognised on a time proportion basis in accordance with the terms of the rental or service agreements.

**i. Property expenses**

Property expenses comprise all property related expenses which include third party property and facility management fees and utility expenses. Property expenses are recognised in consolidated statement of operations in the year in which they are incurred (on an accruals basis).

**k. Capital expenditure reserve**

The Investment Manager has forecasted the expected capital expenditure requirements of the real estate properties within the Inaugural Trust Property and established a reserve, to be funded on an ongoing basis, for such expenditures to ensure the properties maintain their income generating capacity and value.

**l. Foreign currencies**

Foreign currency transactions are recognised in the functional currency at the rates of exchange prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currency at the reporting date are retranslated at the rates of exchange at that date.

Exchange differences arising on the settlement of transactions and on the retranslation of monetary items are included in consolidated statement of operations for the year.

**m. Earning prohibited by Shari'a**

EBRIT is committed to avoiding recognizing any income generated from non-Islamic sources. Accordingly, any non-Islamic income will be credited to a Charity Trust where EBRIT uses these Trusts for social welfare activities. To date, no non-Islamic income has been generated.

### **3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Group's accounting policies, which are described in Note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimate is revised if the revision affects only that year or in the year of the revision and future years if the revision affects both current and future years.

#### **3.1 Key sources of estimation uncertainty**

The following are the key assumptions concerning the future and other key 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:

**a. Determination of fair market value of investment in real estate**

Valuation of investment in real estate involves judgement and is based on the valuation by independent external valuers.

**b. Impairment of trade receivables**

The Group's Directors periodically reviews items classified as receivables to assess whether a provision for impairment should be recorded in the consolidated statement of operations. Directors estimate the amount and timing of future cash flows when determining the level of provisions required. Such estimates are necessarily based on assumptions about several factors involving varying degrees of judgement and uncertainty. The actual result may differ resulting in future change to such provisions.

## **4. FEES AND EXPENSES**

### **4.1 Investment management fee**

The Investment Manager is entitled to the following fees payable from the Trust Properties:

- a. BHD 50,000 per annum if the Trust's Gross Asset Value over a trailing 12-month period is below or equal to BHD 25,000,000; or
- a. 0.5% per annum of the Gross Asset Value of the Trust if the Trust's Gross Asset Value over a trailing 12-month period is in excess of BHD 25,000,000.

The Investment Manager is entitled to a performance incentive as follows:

The Investment Manager is entitled to a performance incentive should (A) distributions of Net Distributable Income to Unitholders, calculated at the end of each Financial Year, by dividing such distributions by the Offer Price exceed 7% (the amount of such excess distribution, the "Excess Distribution") and (B) the NAV calculated at the end of same Financial Year be higher than the NAV calculated at the end of the last Financial Year where a performance incentive was paid to the Investment Manager or, should no performance incentive have been paid to the Investment Manager prior to the end of a Financial Year, the NAV calculated at the end of such Financial Year be higher than the NAV as at the Issue Date. In any such case the Excess Distribution shall be allocated at 30:70 between the Investment Manager and the Unitholders, and any amendment to the profit should be done following obtaining the approval of the Trustee.

The Sub-Investment Manager shall not be separately entitled to fees and shall share in the Investment Management Fees in accordance with an agreement between the Investment Manager and such Sub-Investment Manager.

### **4.2 Administration fee**

The annual Administrator fees charged to the Group for the services provided are determined as follows:

- a. BHD 10,000 if the weighted average of the NAV across the year is less than or equal to BHD 25 million; or
- b. the higher of BHD 17,500 or 0.07% of the weighted average of the NAV across the year if the weighted average of the NAV across the year is greater than BHD 25 million; and
- c. BHD 1,000 per year per Subsidiary.



#### 4.3 Custody fee

Under the Custody Agreement, the annual Custodian fees charged to the Trust for the services provided are expected to equate to BHD 2,000 per annum.

#### 4.4 Registrar fee

As per the Registrar Agreement, the annual Registrar fees charged to the Trust for the services provided are dependent on the number of outstanding Unitholders and are expected to range between BHD 2,000 and BHD 10,000 per annum.

#### 4.5 Trustee fee

The annual Trustee's fees charged to the Trust for the services provided are expected to equate to BHD 20,000 per annum.

#### 4.6 Property appraiser fee

The Property Appraiser is entitled for the services provided to the Group a fee up to BHD 7,500 per annum.

#### 4.7 Property manager fee

The Property Manager is entitled to a monthly fee up to BHD 9,400 in addition to leasing agency fees equivalent to 1-month rent on successfully arranging new tenants.

#### 4.8 Regulatory fee

The Bahrain Bourse is charged an annual fee of BHD 5,000 and the CBB is charged an annual fee of BHD 2,000.

### 5. INVESTMENT IN REAL ESTATE

The following table shows the movement in investment in real estate:

	2019	2018
	BHD	BHD
Balance at the beginning of the year	16,520,000	19,700,000
Additional investment during the year	129,476	-
Net unrealised loss on revaluation of investment in real estate	(4,863,416)	(3,180,000)
Balance at the end of the year	11,786,060	16,520,000

Schedule of investment in real estate as at December 31, 2019:

	Cost	Fair value	
	2018 & 2019	2019	2018
	BHD	BHD	BHD
Segaya Plaza	11,150,000	6,050,250	11,000,000
Danaat Al Madina	8,550,000	5,735,810	5,520,000
	19,700,000	11,786,060	16,520,000

As at December 31, 2019, the Group held total investment in real estate amounting to BHD 11,786,060 (2018: 16,520,000) in two properties located in the Kingdom of

Bahrain. The investment in real estate has been valued by an independent external appraiser – Knight Frank Spain Saudi Arabia Real Estate Valuation Company. Both these properties have been leased out. The Trust has recognised the decline in fair value based on the third-party valuation.

As at December 31, 2019, real estate valuations for Segaya Plaza and Danaat Al Madina stated a fair value of BHD 6,480,500 and BHD 6,060,620, respectively. The valuation show an increase in values of Segaya Plaza by BHD 860,500 and Danaat Al Madina by BHD 649,620, in comparison to the valuations issued for June 30, 2019. The Directors duly acknowledge the valuations as at December 31, 2019 prepared by an independent valuer. The valuation has been reflected on the financial statements on a prudent basis.

Investment in real estate is stated at fair value, being the estimated amount for which a property would exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction wherein the parties had each acted knowledgeably, prudently and without compulsion. Fair value is estimated based on the Income Approach (direct capitalization) Method as described below.

The Income Approach is a recognized valuation approach in many world markets where real estate is held as an investment. It is used to value rented property for which there is good market comparable evidence of rents paid by tenants and of capital sales.

The capitalization or income multiplier approach is the simplest form of this approach (price earnings ratios are used in equity share markets). Earnings or income in the case of property is the rent received by an owner when a property is tenanted.

Property valuations are carried out in accordance with the Appraisal and Valuation Standards published by the Royal Institution of Chartered Surveyors ("RICS") and are undertaken by appropriately qualified valuers who are members of RICS and who have recent experience in the locations and categories of properties being valued.

#### **Sensitivity analysis to significant changes to unobservable inputs within Level 3 of the hierarchy**

The significant unobservable inputs used in the fair value measurement of investment properties is the yield rate. The yield rate is an expression of the relationship between price paid by buyers and the expected income to be derived from ownership.

Significant increases / (decreases) in the yield rate in isolation would result in a significantly higher / (lower) fair value measurement.

### 6. TRADE RECEIVABLES

	2019	2018
	BHD	BHD
Property rental & service charges receivable	165,429	482,591
Allowance for impairment on trade receivables	(87,591)	(34,955)
	77,838	447,636

6.1 The movement in loss allowance for impairment of trade receivables is as follows:

	2019	2018
	BHD	BHD
Balance as at January 1, 2019	34,955	-
Net increase in loss allowance for impairment during the year	52,636	34,955
Balance as at December 31, 2019	87,591	34,955

## 7. CASH AND CASH EQUIVALENTS

	2019	2018
	BHD	BHD
Current accounts	608,236	374,158

## 8. TRADE AND OTHER PAYABLES

	2019	2018
	BHD	BHD
Advance rent	44,721	22,966
Security deposit	97,171	81,688
Property expenses payable	30,216	48,694
Accrued fees (Note 8.1)	29,645	34,400
Other liability	45,013	57,122
	<b>BD 246,766</b>	244,870

### 8.1 Accrued fees:

	2019	2018
	BHD	BHD
Property manager fee	15,645	21,600
Administration fees	2,500	2,500
Audit fees	5,500	5,000
Registrar fees	2,000	2,000
Other fees and expenses	4,000	3,300
	<b>29,645</b>	34,400

## 9. RELATED PARTIES

Related parties comprise of the Trustees, Investment Manager, Sub-Investment Manager & Market Maker and associated companies, Unitholders, Directors and other key management personnel of the above entities.

### 9.1 Transactions with related parties

During the year, the Group entered into the following transactions with related parties:

Related Party	Nature of Transaction	2019	2018
		BHD	BHD
Eskan Bank B.S.C. (c)	Investment management fee	50,000	50,000
Eskan Bank B.S.C. (c)	Performance supplement	95,288	98,090
Crestbridge Bahrain B.S.C (c)	Trustee & Custodian Fees	22,000	22,000

### 9.2 The following related parties owned units in the Group:

Related Party	Nature of Relationship	Units Held as at December 31, 2019	Units Held as at December 31, 2018
Eskan Bank B.S.C. (c)	Investment Manager of the Trust	63,618,044	63,618,044
SICO B.S.C. (c)	Sub-Investment Manager	9,900,000	9,900,000
SICO B.S.C. (c)	Market Maker	6,138,519	3,649,000
Bahrain Liquidity Fund	Operated by SICO	5,277,700	5,277,700

### 9.3 Amounts due to related parties as at December 31, 2019 consist of the following balances:

	2019	2018
	BHD	BHD
Eskan Bank B.S.C. (c) (Management fee payable)	8,333	4,167
Crestbridge Bahrain B.S.C (c) (Trustee and Custody fees payable)	4,500	4,500
	<b>12,833</b>	8,667

### 9.4 Key management compensation

The trust does not have any direct employees and uses the services of a Trustee, Investment Manager (who in turn has appointed a Sub-Investment Manager), a Property Manager, a Property Appraiser, an Administrator and a Custodian for the management, administration and custody functions. Accordingly there was no key management compensation for the year ended December 31, 2019 and December 31, 2018.

## 10. DIVIDENDS

The Board of Directors following ratification at the annual general meeting on April 30, 2019 declare a distribution at 3% of the unit's capital of the Trust for the period July 1, 2018 to December 31, 2018 after obtaining CBB approval amounting to BHD 594,000 (December 31, 2018: 1,188,000).

## 11. UNIT CAPITAL

The capital of the Trust consists of 198,000,000 units with a par value of BHD 0.100 per unit. The units represent beneficial interest in the Trust, divided into interest of one class only.

The units shall be entitled to the rights and subject to the limitations, restrictions and conditions set out in the prospectus and the Trust Instrument. The interest of each unitholder shall be determined by the number of units registered in the name of the unitholder.

The units shall be indivisible. However, two persons or more may jointly own one unit, provided that one person shall represent them towards the Trust.

Each unit shall represent a proportionate, undivided beneficial ownership interest in the Trust and shall confer the right to one vote at any meeting of the unitholders and to participate pro rata in any distribution by the Trust, whether of Net Distributable Income of the Trust or other amounts, and in the event of termination or winding-up of the Trust, in the net asset of the Trust remaining after satisfaction of all liabilities. No Unit shall have any preference or priority over any other. Units shall rank among themselves equally and ratably without discrimination, preference or priority.

Units shall be issued and held in dematerialized book entry form with the Central Depository in accordance with the applicable rules of the Module CSD of the CBB Rulebook, Volume 7.

No unitholder shall be entitled to pre-emption rights in any issue of units.

Weighted average number of units for the purposes of calculating earnings per unit for the year is 198,000,000 (2018: 198,000,000) units.

## 12. STATUTORY RESERVE

The Trust is regulated by the CBB Rulebook Volume 7 – Collective Investment Undertaking. However, its subsidiaries Segaya Plaza Company B.S.C. (c) and Danaat Al Madina Company B.S.C. (c) follow provisions of the Bahrain Commercial Companies Law, Decree Number 21 of 2001 (as amended), and are required to transfer an amount equivalent to 10% of the net profit before appropriations to a reserve account until such time as a minimum 50% of the share capital is set aside. Accordingly during this year, no transfer has been made to the statutory reserve by the subsidiaries as the statutory reserve has already reached 50% of the share capital (December 31, 2018: Nil).

## 13. REVENUE

	December 31, 2019			December 31, 2018		
	Rental income	Service fee income	Total	Rental income	Service fee income	Total
	BHD	BHD	BHD	BHD	BHD	BHD
Segaya Plaza	499,255	20,533	519,788	992,398	31,882	1,024,280
Danaat Al Madina	452,560	54,536	507,096	444,785	50,852	495,637
	951,815	75,069	1,026,884	1,437,183	82,734	1,519,917

## 14. PROPERTY OPERATING EXPENSES

	2019	2018
	BHD	BHD
Property management expenses	264,702	287,455
Property management fee	91,135	85,150
	355,837	372,605

## 15. OTHER INCOME

	2019	2018
	BHD	BHD
Performance supplement	95,288	98,090

Pursuant to the Investment Management Agreement, and whilst not a mandatory obligation on the Investment Manager, the Investment Manager intends to supplement the annualized Net Distributable Income of the Trust (the "Performance supplement") for any Interim Distribution Period or Distribution Period in which the annualized Net Distributable Income falls below 6 percent of the Offer Price. Accordingly, taking into consideration the Net Distributable Income for the year ended 31 December 2019, the Investment Manager has agreed to provide an amount of BHD 95,288 as performance supplement during the year.

## 16. BUSINESS AND GEOGRAPHIC SEGMENTS

The Directors are of the opinion that the Group is mainly engaged in a single segment of business, being investments in income generating real estate properties located in the Kingdom of Bahrain.

## 17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments consist of financial assets and financial liabilities.

Financial assets of the Group include cash and cash equivalents and trade receivables.

Financial liabilities of the Group include trade and other payables and due to related parties.

### Significant accounting policies

Significant accounting policies and methods adopted, including the criteria for recognition, basis of measurement, and the basis on which income and expenses are recognized in respect of each class of financial assets and financial liabilities are set out in Note 2.

## Categories of financial instruments

	2019	2018
	BHD	BHD
<b>Financial assets</b>		
Loans and receivables at amortized cost (excluding prepaid expense)	686,074	821,794
<b>Financial liabilities</b>		
Payables at amortized cost (excluding advances)	214,878	230,571

## Financial risk management objectives

The Investment Manager provides investment management services to the Group and monitors and manages the financial risks relating to the operations of the Group. These risks include credit risk, liquidity risk and market risk (foreign currency risk, equity price risk and profit rate risk).

The risk associated with financial instruments and the Group's approaches to managing such risks are:

### 17.1 Credit risk

The credit risk faced by the Group is the risk of a financial loss if (i) tenants fail to make rental payments or meet other obligations under their leases or (ii) a counterparty to a financial instrument or other financial arrangement fails to meet its obligations under that instrument or arrangement.

#### i. Tenants

The Group maintains the property portfolio under continual review through the appointed property manager to minimize tenant credit risk. Tenants occupying under existing leases at the time of the acquisition of an interest in a property are actively monitored for timely payment of rent and other obligations following the acquisition. New tenants that commence occupation subsequent to the acquisition of an interest in a property are assessed at the time of entering a lease.

The Group engages external property management agents to manage the payment of rents by tenants. The Group through the Investment Manager remains actively involved and undertakes regular consideration of tenant profiles, existing and anticipated voids, overdue rents and outstanding rent reviews. Rent deposits are held in respect of all new leases and may be withheld by the Group in part or in whole if receivables due from the tenant are not settled or in case of other breaches of contract.

20% of the property rental and service charge receivable are due from two tenants (2018: 75% from one tenant) as at the reporting date.

#### ii. Financial counterparties

The Group is not exposed to significant credit on liquid funds as it only maintains cash deposits with a bank, with high credit ratings, that is Shari'ah compliant and regulated by the CBB.

## Maximum exposure to credit risk

The management of the Group believes that the carrying amount of financial assets recorded in the consolidated financial statements at the reporting date represents the Group's maximum exposure to credit risk.

Recorded financial assets have not been provided as collateral for any facilities.

### 17.2 Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities, it arises because of the possibility (which may often be remote) that the entity could be required to pay its liabilities earlier than expected.

The Group manages liquidity risk by maintaining sufficient cash at banks or by obtaining credit facilities from the banks.

### 17.3 Market risk

Market risk is the risk that the fair value and/or future cash flows of financial instruments will be adversely affected by the movements in markets variables. The Group is not currently exposed to significant fluctuations with Currency Risk, Equity Price Risk, and Profit Rate Risk.

#### a. Currency risk

Currency risk is the risk that the value of the financial instruments will fluctuate due to changes in foreign exchange rates. The Group may hold assets denominated in currencies other than its functional currency of BHD. All of the assets of the Group are denominated in BHD and accordingly, the Group is not exposed to currency risk.

#### b. Equity price risk

Equity price risk is the sensitivity of the Group to movements in the value of its investments in equity. As the Group does not currently hold any such investments, it is not exposed to any equity price risk.

#### c. Profit rate risk

Profit rate risk is the risk that changes in profit rates will affect future cash flows or the fair value of financial instruments of the Group. Given that the Group does not have any profit rate bearing assets, it is not exposed to profit rate risk.

### 17.4 Concentration risk

All the real estate investment of the Group is located in the Kingdom of Bahrain. Decreased government revenue from reduced oil prices may have a negative effect on Bahrain economy and in turn on the Group's Properties. Emerging markets such as Bahrain are generally susceptible to greater risk than in more developed markets. Any unexpected changes in the political, social, economic or other conditions in Bahrain may have a material adverse effect on the investment in real estate of the Group.

## 18. FAIR VALUES

Fair value is the value representing an estimate of the amount of cash or cash equivalent that would be received for an asset sold or amount of cash or cash equivalent paid for a liability extinguished or transferred in an orderly transaction between a willing buyer and a willing seller at the measurement date. Consequently, differences may arise between the carrying values and the fair value estimates.

The Directors believe that the fair values of financial instruments recorded at amortised cost at the reporting date are not significantly different from the carrying values included in the consolidated financial statements.

### 18.1 Fair value measurements recognized in the consolidated statement of financial position

Fair value measurements subsequent to initial recognition at fair value are grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Investment in real estate carried at fair value are categorized within level 3 of the fair value hierarchy.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

## 19. NET ASSET VALUE PER UNIT

	Net Assets Value	Number of Units	Net Assets Value Per Unit
	BHD	in issue	BHD
As at December 31, 2019	12,212,535	198,000,000	0.0616
As at December 31, 2018	17,088,757	198,000,000	0.0863

The net asset value per unit is based on the net assets value and units outstanding as at December 31, 2019 and December 31, 2018.

## 20. EARNINGS PER UNIT

Loss per unit are calculated by dividing the loss for the year attributable to unitholders of the EBRIT by the weighted average number of units outstanding during the year.

	2019	2018
	BHD	BHD
Loss attributable to unitholders	<b>(4,282,222)</b>	(2,073,620)
	<b>Units</b>	Units
Weighted average number of units outstanding	<b>198,000,000</b>	198,000,000
	<b>BHD</b>	BHD
Loss per unit	<b>(0.02162)</b>	(0.01047)

As this is a closed-ended real estate investment trust, diluted loss per unit is not applicable.

## 21. NET DISTRIBUTABLE INCOME

“Net Distributable Income” is defined in Clause 9.5 (e) of the Trust Instrument and is arrived at as follows:

	Notes	2019	2018
		BHD	BHD
Opening Balance		<b>498,712</b>	547,377
Loss for the year		<b>(4,282,222)</b>	(2,073,620)
Add: Unrealized fair value loss pertaining to the Trust property	5	<b>4,863,416</b>	3,180,000
Add: Allowance for impairment on trade receivables	6	<b>52,636</b>	34,955
Less: capital expenditure reserve	2.7 (k)	<b>(2,000)</b>	(2,000)
		<b>1,130,542</b>	1,686,712
Dividend distributed		<b>(594,000)</b>	(1,188,000)
<b>Net distributable income available</b>		<b>536,542</b>	498,712

## Annexure A: Consolidated Statement Of Portfolio Investments, Receivables and Financing

As at December 31, 2019

	Notes	2019	
		BHD	% of portfolio
<b>Investments</b>			
Investment in real estate:			
Segaya Plaza	5	6,050,250	51.00%
Danaat Al Madina	5	5,735,810	48.34%
	5	11,786,060	99.34%
<b>Receivable</b>			
Rent and service charges receivable	6	77,838	0.66%
		11,863,898	100.00%
		2018	
		BHD	% of portfolio
<b>Investments</b>			
Investment in real estate:			
Segaya Plaza	5	11,000,000	64.83%
Danaat Al Madina	5	5,520,000	32.53%
	5	16,520,000	97.36%
<b>Receivable</b>			
Rent and service charges receivable	6	447,636	2.64%
		16,967,636	100.00%

## Annexure B: Consolidated Statement of Financial Highlights

Year ended December 31, 2019

Per Unit	2019	2018
	BHD	BHD
<b>Net asset value at the beginning of the year</b>	<b>0.0863</b>	0.1028
<b>Income from investments</b>		
Net income from investments	<b>0.003</b>	0.0055
Net unrealized losses from investment	<b>(0.0246)</b>	(0.016)
<b>Total income from investments</b>	<b>(0.02163)</b>	(0.0105)
<b>Distributions to unitholders</b>		
From net profit on investment	<b>(0.003)</b>	(0.006)
<b>Total distributions</b>	<b>(0.006)</b>	(0.006)
<b>Capital contributions</b>	-	-
<b>Net asset value at the end of the year</b>	<b>0.0616</b>	0.0863
<b>Financial Ratios / supplemental data</b>		
Total net assets at the end of the year	<b>12,212,535</b>	17,088,757
Weighted average net assets	<b>14,076,952</b>	20,074,688
Ratio of expenses to weighted average net assets	<b>0.0347:1</b>	0.0255:1
Turnover rate of portfolio investments	<b>N.A.</b>	N.A.
Annual rate of return	<b>(30.42%)</b>	(10.33%)

### Disclosure of the methods used to calculate the following:

#### a. Ratio of expenses to weighted average net assets

The ratio of expenses is computed taking the total expenses for the year divided by the weighted net assets of the group during the year.

#### b. Annual rate of return

The annual rate of return is computed by dividing the net loss for the year by the weighted average net assets of the group during the year.

## Annexure C: Additional Disclosure

Year ended December 31, 2019

### Additional Disclosures

The additional disclosures as required by “BRT-3.1 General Requirements” to the Rulebook on Collective Investment Undertakings (CIU) – Volume 7 on Capital Markets are as follows:

BRT-3.1.1- Jointly Controlled Entities - Not Applicable as EBRIT does not have any joint ownership in any investment.

BRT-3.1.2- Financing and Debt Position - Not Applicable as EBRIT does not have any Financing or Debt.

BRT-3.1.4- Portfolio Performances. (Predominantly extracted from valuation report provided by Savills):

Properties	Segaya Plaza	Danaat Al Madina
a) Address of the asset;	Segaya Plaza, Oman Ave, Manama, Kingdom of Bahrain	Danaat Al Madina, Isa Town, Kingdom of Bahrain
b) Acquisition date;	November 10, 2016	November 10, 2016
c) Type of property including the respective proportion allocated to office/retail/residential/parking;	Residential (80.62%), Retail (19.38%)	Offices (61.0%), Retail (39.0%)
d) Land area;	5,469 sq m	29,014 sq m*
e) Gross/lettable building space;	Net lettable area is 15,898 sq m	Net lettable area is 11,757 sq m
f) Current valuation;	BHD 6,050,435	BHD 5,735,810
g) Valuation discount rate;	The valuation utilized an 11.5% discount rate for projected cashflows and a 9.0% terminal capitalization rate	The valuation utilized an 11% discount rate for projected cashflows and a 8.5% terminal capitalization rate
h) Average passing rent per square meter;	BHD 29.634**	BHD 50.145**
i) Current level of leasing incentives for each asset;	3 To 6 months grace period to new tenants	3 To 6 months grace period to new tenants
j) Annualized net rent based on current rent roll;	BHD 519,788***	BHD 507,096***
k) Vacant space of a building and any large impending lease expiries;	- Retail: The combined space is approximately 7% vacant and 93% of occupancy rate are maintaining. - Residential: The combined space is approximately 68.6% vacant and 31.4% of occupancy rate are maintaining. - large impending lease expiries: Not Applicable	-Vacant Space: The combined space is approximately 13.6% vacant and 86.4% of occupancy rate are maintaining. -large impending lease expiries: Not Applicable
l) Operating profit (after property expenses);	Current net rental income stands at BHD 286,365 per annum – after operating costs	Current net rental income stands at BHD 384,682 per annum – after operating costs
m) Percentage of ownership (and commentary on control provisions);	100%	100%
n) Form of ownership (e.g. freehold or leasehold ownership);	Freehold	Freehold
o) Year of construction completion/major refurbishment; and	Construction completion date is 31 May 2014, the property went under refurbishment/ renovation in 2019 when the single tenant of the 105 apartments vacated in May 2019 prior to offering the apartments for letting.	Construction completion date is April 26, 2015 and no major refurbishments have been carried out since then.
p) Impending capital expenditure costs.	Circa BHD 35,137	None

\*Includes land area for certain freehold apartments situated on floors above the retail components which do not form part of the Trust Property.

\*\*the average rent per sqm is calculated based on the annualized rent divided by the total net lettable area.

\*\*\* The annualized figures are based on the figures reported in the consolidated statement of operations for the year January 1, 2019 to December 31, 2019.

## SUMMARY VALUATION REPORTS

The below is a summary of the main inputs and assumptions with regard to KFV551-2019 valuation (Fair Value) of Danaat Al Madinah and Segaya Plaza in Bahrain. It is not a fully Red Book compliant RICS valuation report. Please refer to Knight Frank's final valuation reports for more details.

### VALUATION SUMMARY – DANAAT AL MADINAH

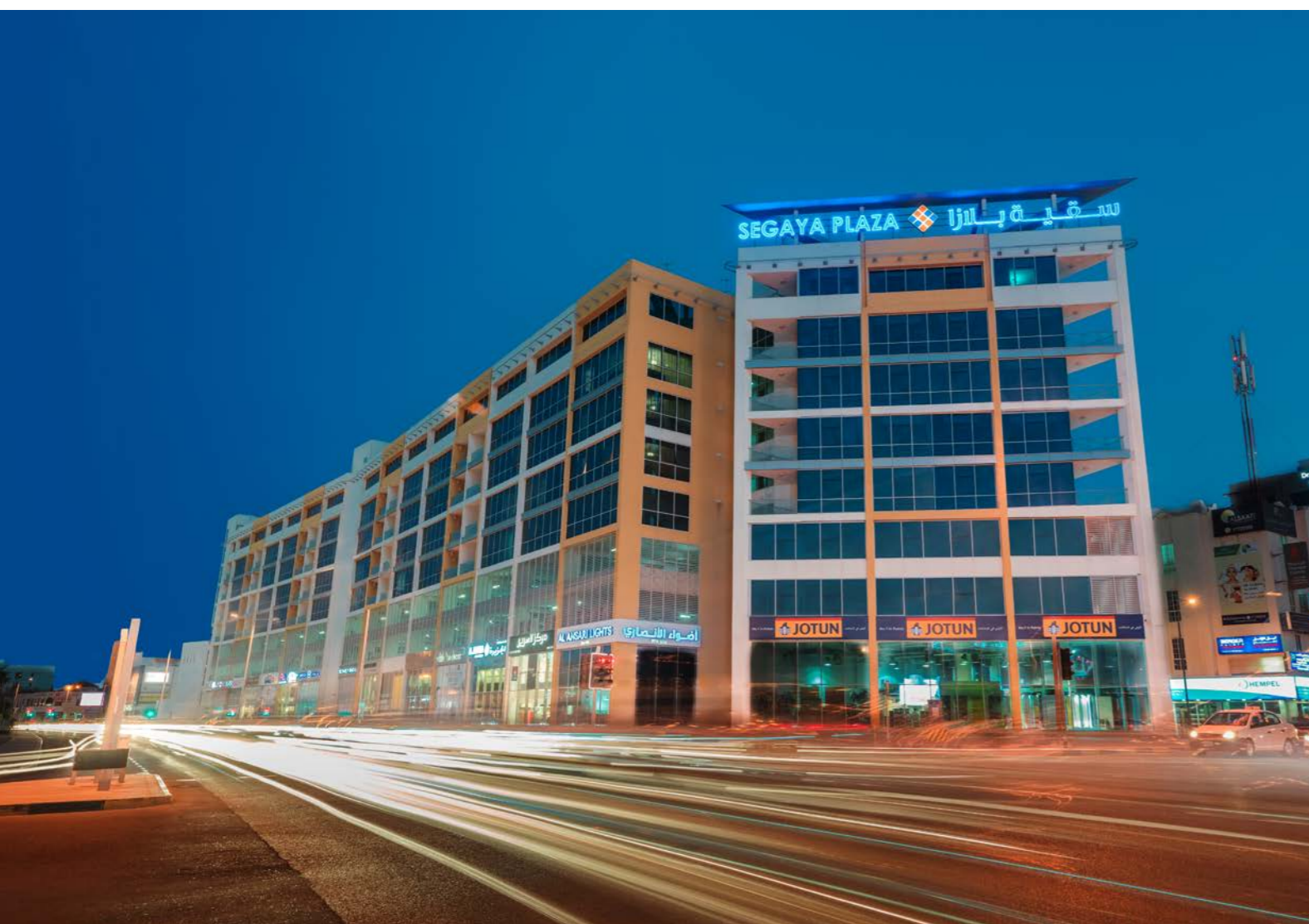
Location	At the intersection of Al Quds and Muscat Avenues in Isa Town, Bahrain .		
Use	Retail and office areas part of Danaat Al Madinah complex.		
Description	Danaat Al Madinah was built in 2015 and comprises 4,576 sq m of ancillary retail along with 7,181 sq m of office space across two buildings (Durra 1 and Durra 2).		
Full Site Details	<b>Title No.</b>	<b>Current Use</b>	<b>Area (sq m)</b>
	155898	Mixed use development	17,669
	155863	Mixed use development	10,230
	196807	Office development	1,115.20
		<b>Total</b>	<b>29,014.20</b>
Tenure	Assumed Freehold		
Occupancy	Durra 1: 95% (valuation date), Durra 2: 100% (valuation date), Retail: c. 73.5% / 86.4% (overall stabilised)		
Operating Costs	BHD 120,238 per annum		
Estimated Gross Rental Value	BHD 681,780 per annum at 100% occupancy		
Basis of Value	Fair Value		
Valuation Date	15 December 2019		
Valuation Methodology	Investment method		
	Exit Yield: 8.50%, Discount Rate: 11%		
<b>Fair Value</b>	<b>BHD 6,060,620</b> <b>(Six Million, Sixty Thousand, Six Hundred and Twenty Bahraini Dinars)</b>		



The below is a summary of the main inputs and assumptions with regard to KJV551-2019 valuation (Fair Value) of Dannaat Al Madinah and Segaya Plaza in Bahrain. It is not a fully Red Book compliant RICS valuation report. Please refer to Knight Frank's final valuation reports for more details.

## VALUATION SUMMARY – SEGAYA PLAZA

Location	In the north-eastern part of Bahrain, Segaya District, Manama, Bahrain.		
Use	Retail and residential apartments.		
Description	15 ground floor retail outlets and 105 fully furnished residential apartments.		
Full Site Details	<b>Title No.</b>	<b>Current Use</b>	<b>Area (sq m)</b>
	57505	Mixed use development	5,469
Tenure	Assumed Freehold		
Occupancy	Retail: 93% (valuation date) / stabilised: 93% Residential: 31.42% (valuation date) / stabilised: 85%		
Operating Costs	BHD 185,298 per annum		
Estimated Gross Rental Value	Retail: BHD 286,600 per annum at 100% occupancy Residential: BHD 621,000 per annum at 100% occupancy		
Basis of Value	Fair Value		
Valuation Date	15 December 2019		
Valuation Methodology	Investment Method / Discounted Cash Flow with a phased ramp up		
	Exit Yield: 9.00%, Discount Rate: 11.50%		
<b>Fair Value</b>	<b>BHD 6,480,500 (Six Million, Four Hundred and Eighty Thousand, Five Hundred Bahraini Dinars)</b>		



## CORPORATE GOVERNANCE

### Corporate Governance Philosophy

Corporate Governance practices are important to ensure appropriate disclosure and transparency to all the stakeholders. The Ekan Bank Realty Income Trust (EBRIT) Corporate Governance Policy provides the framework for the principles of Corporate Governance standards, which work towards adherence to the standards issued by the Ministry of Industry, Commerce and Tourism (MOICT). The Board of Directors (hereinafter referred to as the "Board") is committed to continually review and monitor its compliance.

EBRIT is a CBB-registered trust that holds two subsidiaries; Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c). Each of the trust, Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c) is overseen by a board.

### Unitholder Information

	Number of Units	0%
Outstanding Number of Units Issued	198,000,000	100%
Distribution of Holding by:	Resident	
	Institution	175,634,179 88.70%
	Individual	22,329,461 11.28%
	Non-Resident	
	Institution	0 0.00%
	Individual	36,360 0.02%

EBRIT's corporate governance framework includes the following:

### Board of Directors

The Board of Directors' overall responsibility is to unitholders of the trust and for governance oversight and strategic direction on investment policy. The Board reports to unitholders through various media, and directly through unitholders general assemblies, where EBRIT's audited financial statements and dividend distributions are also approved.

The Directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organization for Islamic Financial Institutions ("AAOIFI") and to operate in accordance with Islamic Shari'ah rules and principles. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.



EBRIT's Board is comprised of:

- Mr. Bashar Bazian (Chairman), Representing the Trustee
- Mr. Muhammad Saeed Butt (Deputy Chairman), Representing the Investment Manager
- Mr. Michael Pankhurst Director, Representing the Trustee

Each of Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c) boards are also comprised of the same individuals.

#### Remuneration

The Directors do not receive remuneration for their services to the Trust, Segaya Plaza Company B.S.C.(c) or Danaat Al Madina Company B.S.C.(c).

The Trust, Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c) do not have any employees.

#### Related Party Transactions & Conflict of Interest

The Directors make every practicable effort to avoid a conflict of interest with the Trust, Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c). The Directors disclose any interests (if any) whenever they arise, at board meetings and will also abstain from voting in the event of a related subject matter.

There are no transactions involving potential conflicts of interest which need to be brought to the unitholders' attention.

#### Board Meetings and Attendance

According to the Bahrain Commercial Companies Law and CBB rules and in line with the MOICT Corporate Governance Code, Board meetings should be conducted at least four times a year (on a quarterly basis).

During 2019, the following Board meetings were held in Bahrain and the tables below summarize the Directors' attendance:

##### Board of Directors of The Eskan Bank Realty Income Trust

Date of Meeting	Naser Obaid (resigned 10 July 2019)	Bashar Bazian (Appointed 10 July 2019)	Muhammad Saeed Butt	Michael Pankhurst
7 <sup>th</sup> February 2019	√		√	√
5 <sup>th</sup> March 2019			√	√
21 <sup>st</sup> March 2019			√	√
31 <sup>st</sup> March 2019	√		√	√
29 <sup>th</sup> April 2019	√		√	√
21 <sup>st</sup> May 2019	√		√	√
8 <sup>th</sup> July 2019			√	√
28 <sup>th</sup> August 2019		√	√	√
16 <sup>th</sup> October 2019		√	√	√
25 <sup>th</sup> November 2019		√	√	√

##### Board of Directors of Segaya Plaza Company B.S.C.(c)

Date of Meeting	Naser Obaid	Bashar Bazian	Muhammad Saeed Butt	Michael Pankhurst
7 <sup>th</sup> February 2019	√		√	√
5 <sup>th</sup> March 2019			√	√
21 <sup>st</sup> March 2019			√	√
2 <sup>nd</sup> April 2019	√			√
29 <sup>th</sup> April 2019	√		√	√
21 <sup>st</sup> May 2019	√		√	√
8 <sup>th</sup> July 2019			√	√
16 <sup>th</sup> October 2019		√	√	√
25 <sup>th</sup> November 2019		√	√	√

##### Board of Directors of Danaat Al Madina Company B.S.C.(c)

Date of Meeting	Naser Obaid	Bashar Bazian	Muhammad Saeed Butt	Michael Pankhurst
4 <sup>th</sup> February 2019	√		√	√
7 <sup>th</sup> February 2019	√		√	√
2 <sup>nd</sup> April 2019	√			√
29 <sup>th</sup> April 2019	√		√	√
21 <sup>st</sup> May 2019	√		√	√
16 <sup>th</sup> October 2019		√	√	√
25 <sup>th</sup> November 2019		√	√	√

#### Corporate Governance Officer

The Corporate Governance Officer is a role adopted by EBRIT's subsidiaries, each of Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c), in compliance with the MOICT's regulations on corporate governance. The role is responsible to ensure compliance with the MOICT's governance requirements.

Ms Rania Fikry, an employee of the Trustee, was appointed as Corporate Governance Officer for each of Segaya Plaza Company B.S.C.(c) and Danaat Al Madina Company B.S.C.(c) on 6th September 2018.

