



His Majesty King Hamad bin Isa Al Khalifa
The King of Bahrain



His Royal Highness
Prince Khalifa bin Salman Al Khalifa
The Prime Minister



His Royal Highness
Prince Salman bin Hamad Al Khalifa
The Crown Prince and
Deputy Supreme Commander
First Deputy Prime Minister

| | |
|----|---------------------------------|
| 03 | Mission Statement |
| 04 | The Board of Directors |
| 06 | Chairman's Report |
| 08 | Executive Management |
| 13 | The Company |
| 19 | Our Restaurants |
| 24 | Our Community Role |
| 26 | Our Awards |
| 28 | Additions & Renovations in 2018 |
| 30 | Our Events |
| 33 | Financial Report 2018 |

٥. تقرير رئيس مجلس الإدارة
٥. تقرير مدققي الحسابات المستقلين إلى السادة المساهمين



Our purpose is to provide first class facilities and services by delivering the best standards, offering warm, friendly hospitality and ensuring the highest levels of customer satisfaction with the aim of diversifying the group's activities and expanding its portfolio.

نهدف إلى تقديم أرقى الخدمات والتسهيلات
بالإعتماد على أفضل المعايير
التي تكفل حسن الضيافة
وضمان رضى الزبائن وكتسب ثقتهم
آخذين في الاعتبار تنوع أنشطة المجموعة
وتنمية مواردها.





جَمِيعَةِ فَنَادِيْلِ الْحَمَارِيْجِ
GULF HOTELS
GROUP



فاروق يوسف المؤيد
Farouk Yousuf Almoayyed

رئيس مجلس الإدارة
Chairman of the Board





فوزي أحمد كانو
**Fawzi Ahmed
Kanoo**
Vice Chairman



محمد حسين يتيم
**Mohamed Husain
Yateem**
Chairman
Board Executive Committee



خالد محمد كانو
**Khalid Mohamed
Kanoo**
Director



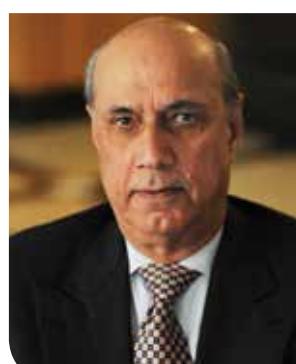
أحمد محمد جناحي
**Ahmed Mohamed
Janahi**
Director



عادل حسين المسقطي
**Adel Husain
Al-Maskati**
Director



خالد تقى
Khalid Taqi
Director



محمد جاسم بوزيزي
**Mohamed Jassim
Buzizi**
Director & Advisor to the
Chairman & Business
Development Consultant



بيتر كوك
Peter Cook
Director



جاسم حسن عبد العال
**Jassim Hasan
Abdulaal**
Chairman
Board Audit Committee



"On behalf of the Board of Directors, I have the pleasure in submitting the Annual Report and Financial Statements of Gulf Hotels Group BSC for the year ended 31st December 2018."



MARKET TREND AND COMPARATIVE PERFORMANCE

Trading conditions in the hospitality industry in Bahrain in 2018 continued to be a challenge. Whilst the published figures indicate a growth in the visitor numbers into Bahrain, the supply of rooms in the market has grown considerably, resulting in supply outstripping demand and a subsequent drop in occupancy, Average Room Rate (ADR), Revenue Per Available Room (REVPAR) and incremental F&B revenue. Profitability is further affected by increases in costs; however, the government has started to take positive steps to bolster tourism and has recently reduced Government Levy to 5% to compensate for the introduction of VAT.

The Bahrain retail sector remained sluggish as disposable incomes have been squeezed due to the increase in living costs, however import duties reduced to 2016 levels enabling pricing to be reduced.

Whilst the hospitality industry in Dubai continues to enjoy high demand, there is also an oversupply of bedrooms, which has a negative effect on the ADR.

Gulf Hotel (GH)

Despite increased competition, The Gulf Hotel sold 64,500 room nights in 2018, a drop of 4.8% on last year, although part of the drop can be attributed to occupancy loss from the Gulf Convention Centre (GCC) refurbishment.

The Hotel's F&B outlets, of which Al Waha, La Pergola and Sherlock Holmes were renovated during 2018, once again enjoyed numerous nominations and awards during the year. The Hotel's F&B operation served 388,769 covers during the year and successfully catered for the Gulf Air Formula 1 Grand Prix at Bahrain International Circuit.

A full renovation was carried out in the Gulf Convention Centre in Q2 and Q3, which has impacted on its revenues this year.

Gulf Spa and Salon operations has shown substantial improvement, exceeding last year by 68%

The year 2019 represents the 50th anniversary of the Gulf Hotel which will enjoy a year full of celebratory events.

Gulf Executive Residence (GER)

GER occupancy performed better than last year by 4.8% however, in line with market trends, the ADR declined due to oversupply.

Gulf Executive Offices (GEO)

The occupancy of GEO increased, significantly improving the profits over last year.

Gulf Brands International (GBI)

GHG's retail business saw a drop compared to last year.

Gulf Hotel Laundry Services (GHLS)

The commercial laundry acquired a number of new contracts in 2018 which resulted in better performance when compared to last year.

Gulf Court Hotel Business Bay – Dubai (GCHBB)

GCHBB soft opened its door for guests on 1st August 2018. The hotel has achieved good occupancy rate since opening offset by softer room rates.

GHG Colombo

The Group launched its beverage operation in Sri Lanka in September 2018.

Bahrain Tourism Company (BTC)

BTC reported improved performance from the Crowne Plaza hotel operations following completion of the renovation of the Hotel's north wing.

Bahrain Family Leisure Company (BFLC)

The Gulf Hotels Group holds a 28.06% stake in BFLC, who operate a number of restaurants in Bahrain. The results of BFLC were negatively impacted by impairment in value of Bahrain Cinema Company shares, in which BFLC has a 6.93% shareholding.

Ocean Paradise Resort, Zanzibar

GHG is both a shareholder and the operator of this 98 room, African themed resort on the North East Coast of Zanzibar.

The resort continued enjoying strong occupancies which reflected in the hotel's year on year growth for the past 3 years.



The K Hotel

The 237 bedroom, 4-star deluxe Hotel is owned by Mokan WLL and operated by Gulf Hotels Group.

After continuous growth over a numbers of years, this year saw a decline in occupancies and average rate due to intense competition and opening of new hotels in the very near vicinity.

Asdal Gulf Inn

The 89 bedroom, 4-star boutique property is located in the Seef district and is owned by the Asdal Group and operated by Gulf Hotels Group.

The hotel continues to improve its performance in a highly competitive market and is renowned for its spacious and comfortable rooms and sophisticated ambiance.

RESULTS

- Combined Gross Operating Revenue including BTC amounted to BD 35,111,278
- Combined Gross Operating Profit including BTC amounted to BD 12,722,847.
- Combined Net Profit including BTC amounted to BD 6,921,515.

The decrease in the net profit in comparison to last year resulted from the pre-opening expenses of the new Gulf Court Hotel Business Bay Dubai (BD 1.058 M) which opened in August 2018, interest costs pertaining to the Hotel's purchase (BD 420K) and additional depreciation for the same (BD 838K), together with the new beverage operation in Sri Lanka. It was also impacted by the closure of the Gulf Convention Centre and a number of outlets, which were under renovation till Q3. Development cost of the land in Dubai were also written down this year (BD 1.058 M). In addition, reduced profit from associates and share investments rose to BD 634K.

PROPOSED APPROPRIATIONS

Taking into account the results achieved by the company and keeping in mind the company's capital requirements for continued upgrading of the facilities, and future expansion to outside the country and current commitments at hand your Directors are pleased to recommend for the approval of shareholders the following appropriations:

- Dividend of 25 % (BD 5,648,465) equal to BD 0.025 per share;
- Remuneration BD 205,000;

FUTURE PROSPECTS

Construction of the 108-unit Gulf Executive Residence Juffair has been completed and the property has opened for business, which will make a positive contribution to Group incomes.

Gulf Hotels Group has already purchased a piece of land in Block 338 in Adliya Tourism Zone to develop a multi-unit restaurant complex.

The second phase of the renovation of the Group's Crowne Plaza Hotel will commence during 2019.

Steps are also underway to further expand operations in Saudi Arabia during 2019. The Group has signed an MOU with Redha Group in Saudi Arabia to explore operations of Hotels, Apartments, Restaurant and Laundry business.

Also, the Group won a tender with Tourism Department to operate F&B operations and chalets in Business Bay.

BOARD OF DIRECTORS

I would like to take this opportunity to thank Mr Maher Al Mussalam and Mr Reyad Al Mahmeed for their contributions towards the success of GHG during their tenure and welcome Mr Peter Cook and Mr Khalid Taqi as the nominee directors on the board of GHG.

ACKNOWLEDGEMENTS

On behalf of the shareholders of Gulf Hotels Group BSC, the Board of Directors would like to express our sincere gratitude and appreciation to H.M. King Hamad Bin Isa Al Khalifa, H.R.H. Prince Khalifa Bin Salman Al Khalifa, the Prime Minister, H.R.H. Prince Salman Bin Hamad Al Khalifa, the Crown Prince and Commander in Chief of the Bahrain Defence Force, the Ministers, Undersecretaries, Directors and Heads of Government Departments, for the immeasurable interest, guidance and encouragement accorded to Gulf Hotels Group BSC. The same sentiments are also extended to our clients, patrons and most of all, the people of Bahrain. We thank you for your continued support, trust and confidence as we strive for progress.

The success of the Company in a very challenging year would not have been possible without the hard work and dedication of the Company's management and staff. The Board of Directors join me in extending our appreciation to the entire Gulf Hotels Group Management Team under the guidance of Garfield Jones (Chief Executive Officer), Ron Peters (Deputy Chief Executive Officer), Suresh Surana (Chief Financial Officer) Nils Axing (Director of Operations) and the remainder of the Gulf Hotels Group team. We also thank the management and staff of the Gulf Hotel, Gulf Brands International, Gulf Hotels Laundry Services, Gulf Court Hotel Business Bay, GHG Colombo, the K Hotel, Asdal Gulf Inn and Ocean Paradise Resort together with everyone who has done their part in producing the best possible results in challenging conditions. We are privileged to have such a committed and capable team and are confident that this team will continue to produce the best possible results in future.

Farouk Yousuf Almoayyed

Chairman of the Board

SALIENT COMPANY INFORMATION

Registered Office

Building No. 11,
Street No. 3801
Area No. 338
P.O. Box 580 Manama
Kingdom of Bahrain
Telephone : (973) 1774 6446
Fax : (973) 1774 6731
E-Mail : info@gulfhotelsgroup.com

Authorised Capital

BD 30,000,000

Issued & Paid-up Capital

225,994,863 shares of BD 0.100 each

Affiliated Company

Bahrain Mumtalakat Holding Co. B.S.C (C)

Principal Bankers

National Bank of Bahrain
Bank of Bahrain & Kuwait
Ahli United Bank
National Bank of Kuwait
Al Baraka
Mashreq Bank

Auditors

KPMG (Statutory)
P.O. Box 710
Manama, Kingdom of Bahrain

BDO Jawad Habib (Internal)

P.O. Box 787
17th Floor, Diplomat Commercial
Office Tower
Manama, Kingdom of Bahrain

Share Registrars

Bahrain Bourse
P.O. Box 3203
Manama, Kingdom of Bahrain

KARVY

Office no. 74, Al Zamil Tower
Manama, Kingdom of Bahrain

Principal Lawyers

Essa Ebrahim Mohammed Law Office
P.O. Box 11021
Manama, Kingdom of Bahrain

Hassan Radhi & Associates

P.O. Box 5366
605 Diplomat Tower
Manama, Kingdom of Bahrain

Nearz Raees & Associates

P.O. Box 1380
Gulf Executive Offices, Gulf Hotel
Manama, Kingdom of Bahrain

Insurance Consultants

Marsh (Bahrain) Co.SPC.
P.O. Box 3237
1st Floor - Unitag House,
150 Government Avenue
Manama, Kingdom of Bahrain

Executive Management



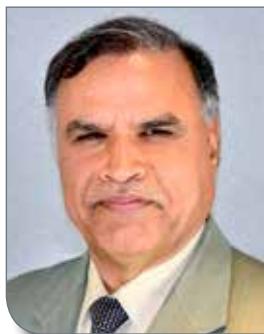
جَمِيعَةُ فَنَادِيرُ الْخَلِيجِ
GULF HOTELS
GROUP



جارفيلد جونز
Garfield Jones
Chief Executive Officer



رون بيترز
Ron Peters
Deputy Chief Executive Officer



سُورِيش سُورانَا
Suresh Surana
Chief Financial Officer



نِيلَز أَكْسِنْج
Nils Axing
Director of Operations



شَهِيد عَلِيُّوْيِي
Shahid Elaiwi
Director of Finance
and Board Secretary



روشيل كاستيليوس
Rochelle Castillejos
Director of Revenue,
Distribution and Optimization



شُوفِينْدُو بَكْشِي
Shuvendu Bakshi
Director of Projects



مُحَمَّد عَبْدُ الْمُنَمَّم
Mahmoud Abd El Monem
Director of Human Resources
and Development



روشان تيناكون
Roshan Tennakoon
Technical Services Director

1969 - 2019

50
Years of Excellence



فندق الخليج - البحرين
THE GULF HOTEL
BAHRAIN

CONVENTION & SPA



شربل Hanna
Charbel Hanna
Deputy General Manager



فارس يقطين
Fares Yactine
General Manager



أشraf Eid
Ashraf Eid
Director of Business Development
and Strategy



ديليپ ميتال
Dileep Mittal
Financial Controller



عفاف عوده
Afaf Auda
Rooms Division Manager



كارلو تشيزوني
Carlo Cirone
Executive Chef



مانوج كومار
Manoj Kumar
Chief Engineer



فادي جابر
Fadi Jaber
Chief Safety & Security

2019

Executive Management



GULF BRANDS
INTERNATIONAL



فل ویلیمز
Phil Williams
General Manager



رودنی دافید
Rodney Davies
Wine Manager



ایان سورد
Iain Sword
Retail Manager



بالا ملاتیری
Balakrishnan Malattiri
Financial Controller



جون پول فوکس
John Paul Fox
eMarketing and Insight Manager



راجان ماثیر
Rajan Mathur
Procurement Manager



جورج فالفونا
George Valvona
Category Manager



کارین فان ستادن
Karin Van Staden
Category Manager



ابیناف سازینا
Abhinav Saxena
Warehouse Manager



ASDAL
GULF INN
BOUTIQUE HOTEL



حمدید علی
Hameed Ali
General Manager



عبدالرحمن العباسی
A. Rahman Al Abbasi
Head of Sales & Marketing



معین الدین شیخ
Moinuddin Shaikh
Finance Manager



جودفری آمانا
Godfrey Amanna
Head of Front Office



آنتون رامینادن
Anton Ramenaden
Restaurant Manager



آمنہ عاشق
Amna Ashiq
Housekeeping Manager

1969 - 2019

Years of Excellence



عبدالحميد نور
Abdul Hameed Noor
Executive Assistant Manager



سيام كريشنا
Syam Krishnan
Financial Controller



جي米 ماثيو
Jimmy Mathew
Chief Engineer



حسين السماهiji
Hussain Al Samahiji
General Manager



نيتاي جاند
Nitai Chand
Executive Chef



محمد قايد عسڪر
Mohammed Qaed Askar
Chief Security



ياساس دي سيلفا
Yasas de Silva
Front Office Manager



دونا نافارو اسيستيو
Donna Navarro Asistio
Head of HR and Training & Development



شيفاناند بالان
Shivanand Balan
Director of Sales & Marketing



ساتيش شيدي
Satish Shetty
Information Systems Manager



فيجاي غراندي
Vijay Grandhi
Financial Controller



أنتوني دو بريز
Antonie Du Preez
Sales & Marketing Manager



هایاوي كيميزا
Hayawi Kimeza
Executive Housekeeper



ليونارد جون
Leonard John
Human Resources Manager



سيمون دسوزا
Simon D'Souza
Executive Chef



بيرند برانت
Bernd Brandt
General Manager



فينكات راو
Venkat Rao
Chief Engineer



الزيلا بوتس
Elzilea Botes
Front Office Manager



Executive Management



فولكر مندلowski
Volker Mandlowsky
General Manager



ميلفيل جراسيس
Melville Gracias
Director of S&M



ابراهيم عبدالله
Ibrahim Abdalla
Human Resources Manager



فيكرام راي
Vikram Rai
Financial Controller



ثوشارا باندارا
Thushara Bandara
Food & Beverage Manager



بيكو الابات
Picco Alapatt
Executive Chef



لودميلا مارياسوفا
Lyudmila Maryassova
Front Office Manager



سالي سيلفا
Saliya Silva
Executive Housekeeper



سوديش ناير
Sudhish Nair
Chief Engineer



أبيلاش رافيندراكوروب
Abhilash Raveendrakurup
Chief Security



جاري رودكين
Gary Rudkin
General Manager



راهول كاشياب
Rahul Kashyap
Business Development Director



رانديكا فرناندو
Randika Fernando
Financial Controller



باتريك جريجوري
Patrick Gregory
Director of Sales

الشركة

The Company





The Gulf Hotel Bahrain Convention & Spa

فندق الخليج البحرين للمؤتمرات والسبا - 50 عاماً من التميز والتطور حافظ فندق الخليج - أول فندق من فئة الخمس نجوم في البحرين - منذ إفتتاحه في عام 1969 على مكانة الرائدة بين فنادق الخمس نجوم بالمملكة و استمر في الحفاظ على كونه صاحب النسبة الأكبر بين فنادق الخمس نجوم من حيث إشغال الغرف ، كما حظى الفندق بشهرة واسعة وسمعة ممتازة لتقديمه أفضل وأرقى مستويات الخدمة ويعتبر الإختيار الأمثل لرجال الأعمال والسياح والعائلات على حد سواء. يضم فندق الخليج ٣٦١ غرفة فخمة مجهزة على أحدث طراز ومزودة بجميع وسائل الراحة والرفاهية الحديثة إلى جانب الإطلالة المميزة على خليج الفضيبيه ومدينة المنامة.

The Gulf Hotel, opened in 1969 as Bahrain's first five-star hotel, is renowned for being the pioneer in luxurious hospitality. The Gulf Hotel has maintained its position as the leading 5-star hotel in Bahrain, selling the highest number of rooms and restaurants in the 5-star market and has developed an exceptional reputation for providing excellent service while catering for both business & leisure travelers alike. The hotel consists of 16 restaurants, Spa and 361 beautifully furnished, spacious rooms and suites, with panoramic views of Bahrain's capital city, Manama.



Gulf Convention Centre

تم إفتتاحه في العام ١٩٩٧ ليوفر قاعات فسيحة تمت لمساحة إجمالية تبلغ ٤,٧٨٠ متر مربع. وفي ١ أكتوبر ٢٠١٨ ، وبعد قيام المجموعة بأعمال تجديد شاملة به خلال العام ٢٠١٨، تم إزاحة الستار عن مظهر جديد لجميع مراقبه و التي تم تطويرها و تجهيزها بأحدث وأرقى ماوصلت اليه التكنولوجيا في مجال المؤتمرات والمعارض.

يضم مركز الخليج للمؤتمرات ٥ شاشات رقمية عالية الجودة، بعرض ٤ أمتار وارتفاع ٣ أمتار حيث تعرض صور ومقاطع فيديو رائعة عالية الدقة ، بالإضافة إلى ثريات رائعة مجهزة لتغيير الألوان وفقاً لاختيار الزبائن!

The Gulf Convention Centre, located in the Gulf Hotel complex, is the largest and most impressive meetings and events facility on the island. Since construction in 1995, the 4,780 square meters Gulf Convention Centre has become the iconic venue for conferences, gala dinners, meetings and exhibitions in the Kingdom. With 29 venues all equipped with state-of-the-art technologies, the Convention Centre offers an extended range of options that can cater every events, from private parties, business meetings, conferences or exhibitions, ranging from 2,000 to 3,000 guests, indoor or outdoor

On 1st of October 2018, The Kingdom's largest iconic Gulf Convention Centre has once again marked history, unveiling a new look, to its state of the art facility that is taking guests to another fascinating level.

The new Gulf Convention Centre, features an all new facility in a stunning contemporary design equipped with advanced technology, featuring 5 digital H.D Screens 4-metre wide, 3 meter high and complimented by exquisite Chandeliers equipped with an innovative technology to change to a range of colours of your choice.



Gulf Executive Residence

تم إفتتاح مبني أجنحة الخليج الفاخرة في عام ٢٠٠٦ وهو يضم ٩٧ شقة فخمة وإجمالي ١٦٢ شقة. و ينتمي المقيمين في أجنحة الخليج الفاخرة بجميع الخدمات المتوفرة في فندق الخليج مما أدى إلى توسيع شريحة عملاء الفندق لتشمل هؤلاء المهتمين بالإقامة طويلة المدى مع الحصول على الخدمات الممتازة والمزايا المقدمة من فندق الخليج.

The Gulf Executive Residence opened in 2006, adding 97 premium luxury apartments and a total of 162 rooms to The Gulf Hotel's facilities. This led to the expansion of the Gulf Hotel's client base to include customers interested in long stay facilities whilst enjoying the distinctively excellent service and benefits provided by the Gulf Hotel.

يتوفر مبني مكاتب الخليج الفاخرة المجاور لفندق الخليج ٧٠٠٠ متر مربع من المساحات المكتبية بالإضافة إلى أكثر من ٦٠٠ موقف للسيارات. تمتاز مكاتب الخليج الفاخرة بموقعيها الفريد والمطلة على خليج القضيبية ومدينة المنامة، حيث يمكن الوصول إليها بسهولة بسبب موقعها القريب من الشارع العام.



Gulf Executive Offices



The Gulf Spa

يمتد «سبا الخليج» المنتجع الصحي بفندق الخليج على مساحة ٣١٠٠ متر مربع ويكون من ثلاثة طوابق مجهزة بأحدث الأجهزة والمرافق. ويعد «سبا الخليج» المكان الأمثل للراحة وتجديد النشاط إذ تم تصميمه ليمنحك عمالاتنا سبل الرفاهية ولضمان تقديم تجربة فريدة وسط واحة للإسترخاء في قلب المدينة. يقدم «سبا الخليج» مجموعة متنوعة من الخدمات المتميزة التي تتضمن جلسات العناية بالوجه والجسم بأحدث التقنيات بالإضافة إلى العلاجات العربية القديمة التي تتم جميعها على يد فريق من المعالجين المحترفين.

"The Gulf Spa" built over 3,100 square meters consists of three floors of ultimate luxury where each detail has been meticulously taken care of to guarantee a memorable and unique experience not found anywhere else. It is the perfect place for indulgence, relaxation, and rejuvenation. Offering a variety of unique services, from cutting edge facial and body treatments, to ancient Arabic healing therapies, performed by a team of professional therapists.

تم إفتتاح مبني «خدمات مغسلة فندق الخليج» في العام ٢٠١٤ ويكون من طابقين وقد شيد المبني على موقع ملابع التنس السابق بالفندق و حاليا تم إعادة إنشاءها في أعلى مبني المغسلة. وقد تم تجهيز المغسلة بأحدث الأجهزة والتقنيات المصيرية في هذا المجال. تقدم «خدمات مغسلة فندق الخليج» مستوى عالي من الخدمات لزيارات فندق الخليج وهذا بالإضافة إلى قدرة المغسلة على استيعاب حجم كبير من الأعمال في هذا المجال مما يمكنها من تقديم خدمة من فئة الخمس نجوم إلى زيارات الفندق من الأفراد والشركات في المملكة بأسعار في متناول الجميع مع الإهتمام بجميع التفاصيل واللمسات النهائية لتقديم خدمات مثالية لزيارات المغسلة.



Gulf Hotel Laundry Services

The Gulf Hotel Laundry Services opened in 2014, built on the location of the Hotel's tennis courts, which is now featured on the roof the new laundry. The new state-of-the-art laundry provides an enhanced level of service and accommodates greater volumes of business with a choice of laundry services for both domestic and business customers, thereby providing a five-star laundry service to many organizations in Bahrain with unrivaled prices. Our team pays careful attention to every detail and to the small but vital touches that make a big difference which all add up to an exceptional laundry service.



Crowne Plaza

استحوذت مجموعة فنادق الخليج في عام ٢٠١٦ على أسم شركه البحرين للسياحة ويندرج تحت مظلتها فندق كراون بلازا البحرين والذي يحتوي على غرفة فندقية، بالإضافة إلى مركز البحرين للمؤتمرات. يقع فندق كروون بلازا ذو الخمس نجوم، وسط مدينة المنامة ضمن منطقة الأعمال الدبلوماسية، وتديره مجموعة فنادق إنتركونتيننتال العالمية. يقدم الفندق لضيوفه الكثير من الخدمات والمرافق المصممة خصيصاً لراحتهم، ويتناز كل غرفة بتصاميم فاخرة مجهزة بمرافق كلاسيكية، ، و تم تجديده مؤخراً بطاراز عصري أنيق. ويشكل فندق كراون وجة متمالية لزوار المدينة سواء بغرض الأعمال أو الترفيه. يضم فندق كراون بلازا البحرين نخبة من المطاعم الراقية التي تقدم لضيوفها ما لذ و طاب من الأطباق المصرية تاهيل عن مرافق الترفيه الحديثة التي تضمن الراحة للضيوف. أما مركز البحرين للمؤتمرات الواقع بجوار الفندق فهو يمتاز بتجهيزات عصرية متقدمة تقنياً، وعلى جانب من الفخامة والروعة، و يعتز المكان الأمثل لإقامة مختلف أنواع الأنشطة والمؤتمرات والاجتماعات والمناسبات حيث يتسع لـ ٢٠٠٠ شخص ومزود بأفضل التجهيزات الإلكترونية الحديثة مما يجعله مكاناً مثالياً ل مختلف المناسبات والفعاليات.

In 2016, Gulf Hotels Group acquired Bahrain Tourism Company, which owns the 278 bedroom Crowne Plaza Hotel and Bahrain Conference Centre in Bahrain. The five star Crowne Plaza hotel, operated by the InterContinental Hotel Group, is perfectly placed in the heart of the diplomatic area. Crowne Plaza Bahrain offers 'best of both worlds' with rooms that are classic, elegant and timeless in nature and our recently renovated rooms that are smart and contemporary; making it one of the most flexible and unique destination in Bahrain for both business and leisure. An Array of upmarket dining options and entertainment venues await guests of the Hotel. The Bahrain Conference Centre is one of the largest venues in Bahrain for parties, seminars and exhibitions, catering to more than 2000 delegates.

هي بالإضافة الثانية لسلسلة الشقق الفاخرة التي تقدمها مجموعة فنادق الخليج وتقع في منطقة الجفير. تقام أجنبية الخليج الفاخرة ١٠٨ شقة فندقية فاخرة بتصميم عالي الجودة لتوفير أقصى سبل الراحة والرفاهية وتميز كل الوحدات بمساحة واسعة للمطبخ المجهز بالكامل. جميع الشقق تتمنع بالخصوصية الكاملة وتعتبر مكان مثالى للإقامة سواء للعمل أو للترفيه.

The Gulf Executive Residence Juffair is the second addition to the Gulf Residence chain of luxury living.

Located in Juffair district, home to buzzing city nightlife, The Gulf Executive Residence Juffair, offers 108 luxury-designed apartments to provide you with harmonious comfort and convenience.

Featuring expansive layout to the fully equipped kitchen, with a private space perfect for both business and leisure.



The Gulf Executive Residence



Gulf Court Hotel Business Bay Dubai

يعد «فندق جلف كورت- بزنس باي» في مدينة دبي احدث اضافات مجموعة فنادق الخليج لباقة فنادقها والذي تم افتتاحه في النصف الثاني من العام ٢٠١٨ . و بعد الفندق المرحلة الاولى من خطة التوسيع الاقليمي للمجموعة ويوفر الفندق خيارات إقامة راقية بأسعار معقولة و أعلى مستويات الخدمة المتميزة والضيافة و يحتوي على مجموعة متنوعة من الغرف والأجنحة يبلغ عددها ٢٧٠ ، مصنفة بين الغرف العادية والفاخرة، و الغرف الدبلوكس، و الغرف الدبلوكس الكبيرة، والأجنحة، والأجنحة الفاخرة، و جناحين بنتهاوس. كما يمكن للضيوف أيضاً الاستمتاع بيقاعة «كلوب لاونج» و خدمة مركز الأعمال والمسايف والنادي الرياضي، إضافة إلى ستة مطاعم مختلفة تشمل مقهى «Café Delice» و «مطعم الواجهة» و «The Canal Lounge» و «Naisa Oriental Restaurant» و «Sports On The Other Office» و «Sports On The Other Office» . كما يقدم الفندق لعملائه ذلك غرف الكاريوكى «» كما يقدم الفندق لعملائه من رجال الأعمال العديد من قاعات الاجتماعات المزودة بأحدث وسائل التكنولوجيا في مجال الاجتماعات وأجهزة العرض الصوتية و المرئية.

Bahrain's leading home-grown hospitality provider, announced the opening of the latest addition to the Group's hotel portfolio, the "Gulf Court Hotel Business Bay" in Dubai. The new hotel is the first part of GHG's regional expansion plan, which will include Saudi Arabia and other GCC countries.

The four-star deluxe features 270 room and is ideally situated within one of Dubai's grandest projects, the Dubai Water Canal and just 15 minutes away from the Dubai International Airport. The Gulf Court Hotel Business Bay offers a variety of room categories and suites all with views of the canal and boasts a number of restaurants and lounges, meeting rooms, health and recreational facilities including a swimming pool, kid's pool and fitness centre, a spa, nightclub, karaoke rooms and ample car parking.

The hotel will cater to both business and leisure travellers, being in close proximity to the central commercial district, as well as having easy access to Dubai Mall, with its array of international shops and Burj Khalifa, both of which are just 10 minutes away.

يقع الفندق المملوك من قبل شركة موكان ذ.م.م. والذي تقوم مجموعة فنادق الخليج بإدارته في منطقة الجفير الراقية وقد تم إفتتاحه في فبراير ٢٠١١ يحتوي الفندق على ٢٣٧ غرفة فاخرة ذات تصاميم عصرية والتي تضاهي مثيلاتها من الفنادق في فئة فنادق الخمس نجوم بما تقدمه من وسائل ترفيهية للزبائن وذلك بأسعار تنافسية تعادل أسعار فنادق الأربع نجوم. تمتاز غرف الفندق بابحتها على نظام تكييف منفرد التحكم ، خزانة لحفظ الأشياء الثمينة ، شاشة تلفزيون مسطحة كبيرة مع اختيارات واسعة من البرامج و القوات الفضائية العربية والأجنبية و وسائل راحة و خدمة غرف متميزة .

The K Hotel is a deluxe four-star hotel located in Juffair, one of the most dynamic areas in Bahrain. The hotel opened in February 2011, is owned by Mokan WLL and managed by the Gulf Hotels Group, offering the guests the same level and comfort of a five-star hotel but at competitive four-star prices. The K Hotel features 237 luxurious, contemporarily furnished rooms and suites, complete with all modern amenities.



The K Hotel



Asdal Gulf Inn - Boutique Hotel

يقع فندق أسدال جلف إن بوتيك في منطقة السيف بالمنامة على مسافة قريبة من مراكز التسوق الكبرى، يوفر الفندق ٨٩ غرفة وجناح مصممة على أحدث طراز لإرضاء أنواع المسافرين المتميزين. و تتميز غرف الفندق بمساحات واسعة و تصميم داخلي أنيق و أعمال فنية. فندق أسدال جلف إن بوتيك يعيد تعريف عالم الإقامة الفاخرة المقترب بخدمة مهنية عالية. أشعر بلمسة دفقة و مرحة لحظة دخولك فندق أسدال جلف إن بوتيك.

Asdal Gulf Inn Boutique Hotel, situated in the Seef district of Manama and just walking distance to major shopping malls, features 89 beautifully appointed rooms and suites. The rooms are designed to satisfy the most discerning traveler and are maximized on space with stylish fixtures and artworks. Asdal Gulf Inn Boutique Hotel redefines the world of luxury accommodation with service that's professional yet warm and instantly welcoming. Feel the touch of Asdal Gulf Inn Boutique Hotel the moment you enter the hotel.

تمكن منتجع أوشن بارادايس منذ إفتتاحه في العام ٢٠٠٤ وبالرغم من ازدياد المنافسة مع سلاسل الفنادق العالمية في المنطقة من تثبيت اقدامه كأحد الرواد البارزين في صناعة السياحة في زنجبار، يقع المنتجع على مساحة ٦٥ ألف متر مربع في شمال شرق جزيرة زنجبار ويبعد حوالي ٦٠ كيلومتراً عن الساحل الشرقي لتنزانيا وسط منطقة رائعة الجمال ذات مناظر خلابة، حيث الحدائق الغناء وأشجار حوز الهند اليانعة وشواطئ الرمال اللؤلؤية البيضاء مطلأً على المحيط الهندي ذو المياه الفيروزية.

Opened in 2004, Ocean Paradise Resort has established itself as one of the leading resorts in Zanzibar. Located on the picturesque northeast coast of Zanzibar Island, around 60 kilometers off the eastern coast of Tanzania, the resort is set within 65,000 square meters of beautifully landscaped gardens, with statuesque palm trees, a sandy white beach and looking out towards the stunning turquoise water of the Indian Ocean.



Ocean Paradise Resort and Spa - Zanzibar

لِوْلَه

Our Restaurants





من أشهر المطاعم اليابانية في المملكة حيث يحتوي المطعم على ثلاثة غرف تينيaki وثلاث غرف Tatami و 47 مقعداً لتقديم السوشي بالإضافة إلى صالة التقديم الرئيسية المصممة على الطريقة التقليدية للمنازل والحدائق اليابانية وحيث يستقبلك موظفه بالترحاب على الطريقة اليابانية.

Famous for delivering the absolute best in Japanese cuisine, the restaurant boasts three teppanyaki rooms; three tatami rooms; and a 47 seat Sushi bar, in addition to the main dining area. Designed around the theme of a Japanese house and garden, the traditionally dressed staff add to a truly memorable dining experience.



يوفّر المطعم الصيني خيارات واسعة من المأكولات الصينية الحديثة تقدّم من قبل طهاة صينيون مهرة يستمتع بها الزبائن على أنغام الموسيقى الصينية المميزة. ويطل المطعم على منطقة بركة السباحة والبرك المائية الخلابة بالفندق.

Designed in contemporary Chinese style, with warm peach and melon tones, China Garden restaurant offers a wide selection of Szechuan, Cantonese and Peking specialties. Traditional Chinese Dim Sum, Peking Duck and other oriental specialties are authentically prepared by a team of Chinese chefs to bring Asian delicacies to your plate.



أعيد إفتتاح مطعم لا برجولا بعد أعمال التجديد وإعادة التصميم تحت مسمى "لا برجولا باي بيريليني" من قبل شيف جيانكارلو بيريليني الشهير الحائز على نجمتي ميشلان ، والذي وضع معايير جديدة للمطعم الفاخرة في البحرين ، ويوفر تجربة تعرّض فسلفات الطعام المميزة المعروفة بها فندق الخليج والذي يواصل مسيرته في تقديم المطاعم التي يديرها الطهاة الحاصلون على نجمة ميشلان ".

La Pergola presents an all-new Michelin Star La Pergola by Perbellini! Redesigned and refurbished, experience, Perbellini's composition of Italian dishes, combined with Innovation and tradition, complimenting the restaurants refurbished elegance.

1969 - 2019



يطل مطعم «رويال تاي» على حدائق بنيت على الطراز الإستواني تتاغم مع جو المطعم حيث الشعور بالتقاليد التايلاندية يرافقها أشهر أطباق الأكلات التايلاندية والمأكولات البحرية وكذلك عرضًا لصيد اليوم من الأسماك الطازجة التي يمكنكم الإختيار منها لتد على أيدي أشهر الطهاة التايلانديين.

The twin roof peaks of this sumptuous Thai palace overlook the vast tropical gardens and extensive water features welcome you into the teak interior of this exquisite eatery. Guests can indulge in the very best of authentic spicy, tantalizing Thai cuisine prepared by our Master chef.



يقع مطعم فيوشنز، بما يتميز به من أجواء شاعرية وموسيقية حالمه، في الطابق السادس من الفندق، مطلًا على بركة السباحة من جهة ومن جهة أخرى على مدينة المنامة وعلى مسجد الفاتح الكبير. إن مطعم فيوشنز هو المكان المثالي لأولئك الذين يطمحون إلى الترفيه عن أنفسهم بعد يوم عمل شاق. ويتخصص هذا المطعم في تقديم الأطباق العالمية حيث يمزج أطباق الشرق بالغرب تلك الأطباق الفريدة التي لا يمكن للمرء أن ينساها أبداً.

This rooftop restaurant is an upbeat and trendy modern-style restaurant offering a bird's-eye view of the city and the hotel's tropical poolside gardens below. The cuisine is an exciting mélange of world food – creative, modern and imaginative, where European, Middle Eastern and Asian styles fuse together in perfect harmony.



اكتسب مطعم زحلة اللبناني سمعة طيبة داخل وخارج البحرين لما يقدمه من المأكولات اللبنانية الشهيرة منذ افتتاحه في عام ١٩٩٠. وتحتوي قائمة الطعام على خيارات واسعة من المزات الساخنة والباردة والمشويات وكل الأطباق اللبنانية الشهية التي يستمتع بها الضيوف بالإضافة إلى وصلات فنية راقية.

This Lebanese restaurant has earned the reputation of serving the best Lebanese food in Bahrain since its inception in 1990. The menu carries an extensive selection of hot and cold mezze, grills and regional dishes. The restaurant is famous throughout the region, not only for the extraordinary cuisine, but also for the unmatched entertainment program featuring renowned Lebanese singers and traditional belly dancing.



يتميز هذا المطعم بديكوراته الجميلة المتمثلة في النقوش الحجرية والرخام المصقول والمساحات المائية والمرابا والجداريات التي تحبس سلالات حكم الفرس. يقدم المطعم أشهر الأطباق الإيرانية الأصيلة على أنغام الموسيقى الإيرانية الحالمه بمحاسبة المغني الإيراني.

Takht Jamsheed recreates ancient Persia with stunning visual artworks, replica sculptures and architecture. The restaurant serves inventive and exotic Persian cuisine specially prepared by a Master chef and a kitchen team from Iran. There is daily live entertainment provided by an Iranian singer.

Our Restaurants



من أحدث الإضافات إلى سلسلة المطاعم الراقية في فندق الخليج هو المطعم المكسيكي الذي يتسع لـ ٩٠ مقعداً وقد تم تزيينه باللوحات والزخارف اليدوية ليستمتع الزبائن بالجو المكسيكي الأصيل مع مراقبتهم للشيف وهو يطهو أطباق المأكولات المكسيكية التقليدية.

Margarita Mexicana, serves the most traditional Mexican cuisine in Bahrain. Decorated with hand-painted talavera tiles and Mexican harvest gods, diners can enjoy authentic Mexican dishes and sip on classic margarita cocktails, while watching the chef preparing guacamole at your table.



تم تجديد مطعم الواحة مؤخراً بأحدث التصاميم والأجهزة. يقدم المطعم مجموعة من الأطباق العالمية إلى جانب بوفيه حافل باشهى الأطباق لوجبات الإفطار والغداء والعشاء ويقدم خدماته على مدار الساعة.

The newly renovated Al Waha restaurant presents a new re-design all day fine-dining restaurant with a new look and feel to the interiors show kitchen and comfort rooms.

With the seating capacity increased by 40%, the newly renovated Al Waha restaurant features a new open-plan kitchen, equipped with Chinese woks, tandoori oven and charcoal grill, that will enable the resident chefs to prepare a variety of global dishes in front of guests' eyes. A spectacular buffet for breakfast, lunch and dinner, together with inventive theme nights, complete this 24-hour dining experience.



يعد مطعم راسوبي باي فينيت واحد من أفخم المطاعم الهندية في البحرين، يدير الشيف فينيت باهينا والحاائز على تصنيف ميشلان العالمي للمطاعم في ثلاثة مناسبات. واستكمالاً للمطبخ الهندي المبتكر، يتميز مطعم راسوبي باي فينيت بديكوراته الخلابة المستوحاه من نمط الحياة الهندية التقليدية بلمسات حديثة إضافة لأحتواه على نخبة من أفضل الطهاه الذين يعملون على إبتكار أجود المأكولات الهندية بلمسات من الأنقة والغخامة. يفتح مطعم راسوبي باي فينيت أبوابه لخدمة زواره خلال فترة الغداء والعشاء، حيث يتسع إلى ١٣٠ ضيفاً ويضم طاولة الشيف فينيت الخاصة لكتاب الشخصيات وغرفة كبار الزوار.

The first fine-dining restaurant in Bahrain operated by a Michelin starred chef. Renowned chef-restaurateur Vineet Bhatia, three times awarded a Michelin star, takes you on a delectable Michelin-style journey into the world of contemporary Indian cuisine. To complement the innovative cuisine, enjoy our equally imaginative décor offering a modern interpretation of traditional Indian style overlooked by a team of Indian chef's creating the finest Indian food from the show-kitchen. Rasoi By Vineet caters for 130 covers for lunch and dinner and features a private Chef's Table dining room.



من أحدث وأرقى الأماكن متعة للإسترخاء والتمنتع بشرابك المفضل بعد يوم عناه طويل مع الأصدقاء حيث الحدائق المبنية على الطرق الإستوائية لتضفي مزيداً من المتعة على جو الإسترخاء وأنت تستمع للموسيقى اللاتينية.

The newest 'hot-spot' for Bahrain's sophisticated and trendy elite, Typhoon nestles amongst cool waterfalls in the lush tropical greenery of the hotel's spectacular gardens. Guests can enjoy cocktails together with a select menu of Thai finger food. There is also live entertainment six days a week.



SHERLOCK OLMES



انه المكان الذي يشعرك وكأنك في إنجلترا بالفعل وذلك بفضل تصميمه الإنجليزي التقليدي الفريد وأجوائه الودية الدافئة، ويضم منطقة لتناول الطعام، وغرفة البليارド ، والألعاب السهم، وشرفة خارجية، وبرامج ترفيه ليلية وبيث مباشر للمباريات والمسابقات الرياضية المحلية والعالمية من خلال شاشات العرض الضخمة الموجودة بالمكان.

Presenting, Bahrain's best pub, with all new upgrade!

Retaining the honored Old-English feel, the all-new Sherlock Holmes presents a revitalized and cozy booth seating, with new flooring and lighting. Reputed as one of the best place on the island to watch all kind of sport events, Sherlock Holmes features additional screens at every angle with ample tables conveniently aligned with modern finishes for a comfortable and cozy experience. Enjoy traditional English fare while enjoying your favorite match or shoot pool.

CAFÉ DÉLICES



يقع كافيه ديليس في مركز التسوق في الطابق الأرضي من مبني أجنحة الخليج الفاخرة، ويعتبر ملاذاً مريحاً، يقدم قائمة من الحلويات، والشوكولاته محلية الصنع، إلى جانب الوجبات الخفيفة والسلطات التي يمكن الاستمتاع بها في أي وقت من اليوم، كما يقدم مجموعة من أنواع الشاي والقهوة المتخصصة التي تجعل الكعك والمعجنات اللذة أكثر مثالية.

Indulge in delicious pastries, freshly baked cookies, exquisite macarons and homemade chocolates at Café Délices. Re-charge with a cup of freshly brewed coffee and enjoy a sumptuous and healthy light lunch, or order one of our specialty cakes custom-made exclusively for you. Located at the Shopping Arcade on the ground floor of the Gulf Executive Residence, and is the perfect place to enjoy a quick coffee break.

The Oak LOUNGE



تقع الأوك لونج على بعد خطوات من منطقة الاستقبال، وهو المكان الأمثل لللقاء والاسترخاء بينما تستمتع بنكهة سيجارك المفضل.

Conveniently located a few steps away from the lobby, and are the perfect location for an informal business meeting, while enjoying your favourite cigar.

قاعة الأندلس Al Andalus LOUNGE



تقع قاعة القصر بالطرف الشمالي من بهو الفندق بطلالة مميزة على حدائق قصر القصبة، وهو المكان الأمثل لعقد الاجتماعات الرسمية، في حين يمكن الاستمتاع بقائمة اختيارية من الحلويات والقطاير الطازجة محلية الصنع لتناسب مع كافة الأذواق والتي ستأسر حواسكم.

The Palace Lounge and Al Andalus Lounge are both conveniently located a few steps away from the lobby, and are the perfect location for an informal business meeting, or to relax and enjoy a selection of savories and pastries from our a la carte menu.

Palace LOUNGE



شراكتنا المجتمعية

Our Community Role





Bahrain Philanthropic Society

تهتم مجموعة فنادق الخليج بالقيام بدور ايجابي في المجتمع و تحرص على المساهمة في النشاطات الاجتماعية ودعم الجهات الخيرية المختلفة ودورها الفعال وذلك عبر خطة المجموعة التي تهدف إلى المشاركة الإيجابية في المجتمع.

و تواصل مجموعة فنادق الخليج تقديم الدعم المادي و التبرعات بشكل سنوي في سبيل دعم مختلف اوجه الأنشطة المجتمعية.

Committing to the idea that supporting of charitable communities through giving is a cornerstone of any business and a belief to go by.

Gulf Hotels Group makes annual donations as part of its ongoing initiative to support organizations that provide valuable services to the community in various fields

To list a few:

Injaz Bahrain
Muharraq Social Welfare Centre
Bahrain Philanthropic Society
Bahrain Association for Intellectual Disability & Autism
Migrant Workers' Protection Society
Bahraini Society For Child Development
Bahrain Society for SCD Patients Care Donation
Future Society for Youth – Smile of Bahrain Initiative
Public Comm for Protection of Marine Resources,
Environment & Wildlife
The Friendship Society for the Blind
Child Care Home
Bahrain Friendship Society
Bahrain Down Syndrome Society

Bahrain Historical & Archaeology Society
Isa Town Club
Bahrain Parents Care Society
Bahrain Deaf Society
Bahrain Diabetic Society
Bahrain Association for Parents & Friends
of the Disabled
Bahrain ADHD Society
Al Eker Charitable Society
Al Hekma Society For Retired
Bahrain Disabled Sports Federation
Al Sanabil Orphan Care



جوائزنا

Our Awards





سعينا جاهدين للمشاركة في المسابقات المحلية والعالمية من أجل الحصول على جوائز التميز، إذ تعد هذه المسابقات وسيلة موثوقة لقياس أدائنا وجودة الخدمات المقدمة وأيضاً لتطوير مستوى ونوعية الخدمات المقدمة.

تهدف المجموعة إلى تحقيق صورة متكاملة للضيافة الأصلية، بالإضافة إلى حرصها الدائم على تقديم خدمات ضيافة فائقة الجودة، وخلق تجربة استثنائية لا تنسى لنزلاء الفندق. أنها روح العمل الجماعي الذي ساهم إلى حد كبير في الإستحواز على مجموعة كبيرة من الجوائز وذلك على الصعيد المحلي والأقليمي، فنحن فخورون بحصولنا على هذه الجوائز والتي جانت تنويعاً للجهود المبذولة نحو صناعة التميز والجودة.

Participating in awards and indices is a good way for us to benchmark our performance and gain valuable feedback from third parties so that we can continue to improve.

We deliver exceptional guest experience, high standard of hospitable service and value that are the backbone of the Gulf Hotels Group. We're very proud that throughout the past year we've received awards and recognition for the work that we've been doing which reflect these priorities.

The Gulf Hotel Bahrain Conventio & Spa

Electricity & Water Authority Award

Winner of Best Energy Saving Hotel 2016 - 2017

The Gulf spa

Oh Lala Spa & Wellness Award

Best New Spa in Bahrain 2017 / Favourite Hammam Treatment in Bahrain

Fusion

Citi Fact Awards, Fusions Restaurant – 2017

Family Brunch

Citi Fact Awards, Family Brunch - 2017

Royal Thai

Timeout Awards, Highly Commended Southeast Asian Award - 2010, 2011, 2012

Citi Fact Awards, Favourite Southeast Asian Restaurant - 2009

Food and Travel Awards, Best Thai Restaurant – 2015, 2016

Arabian Food & Travel Awards, Best Thai Cuisine - 2017

Thai Select Award (Ministry of Commerce Thailand) – 2017 (valid until 2020)

China Garden

Citi Fact Awards, Favourite Chinese restaurant -2010, 2011, 2018

Citi Fact Awards, Best Chinese restaurant - 2013, 2014, 2015, 2016, 2017

Timeout Awards, Highly Commended Chinese restaurant - 2011

Timeout Awards, Best Chinese restaurant - 2012, 2013

Zahle

Timeout Awards, Best MENA restaurant - 2013

Citi Fact Awards, Best MENA restaurant - 2014, 2015, 2016, 2017

Citi Fact Awards, Favourite Lebanese Restaurant - 2018

Takht Jamshed

Timeout Awards, Best MENA restaurant - 2014, 2015

Citi Fact Awards, Favourite Persian restaurant - 2015, 2016, 2017

Food & Travel Awards, Best Middle Eastern Restaurant – 2016

Citi Fact Awards, Favourite Iranian Restaurant - 2018

Sato

Timeout Awards, Best Japanese restaurant - 2013, 2015

Rasoi

Food and Travel Awards, Best Indian Restaurant – 2015, 2016

Food and Travel awards, Best Restaurant on the Island – 2016

Arabian Food & Travel Awards, Best Contemporary Indian Cuisine - 2017

Timeout Awards, Best Indian restaurant - 2015

Timeout Awards, Highly commended best business lunch - 2015

Citi fact Awards, Best Indian restaurant - 2015, 2016, 2017

Rasoi by Vineet is listed in "La Liste" 2017 - Top ONE in Bahrain among three restaurants listed in Bahrain from the 1000 Outstanding Restaurants in the world.

BBC Goodfood Middle East Awards

Best Fine Dining Restaurant Rasoi by Vineet – 2018

Citi Fact Awards, Best Fine Dining Indian Restaurant - 2018

Margarita Mexicana

Timeout Awards, Best Latin American restaurant - 2014, 2015

Citi Fact Awards, Best Latin American restaurant - 2014, 2015

Banquet

Food & Travel Awards, Best Banqueting and Events – 2016

La Pergola by Perbellini

Citi Fact Awards, Favourite Italian restaurant – 2018

Sherlock Holmes

Citi Fact Awards, Best Pub - 2018

Ramadan – Khaimat Al Khaleej

Citi Fact Awards, Best Ramadan Iftar Experience - 2018



الإضافات والتجديفات
في عام ٢٠١٨

Addition & Renovations
in 2018



Additions



Gulf Court Hotel Business Bay Dubai



Gulf Executive Residence Juffair

Renovations



New Gulf Convention Centre



New Sherlock Holmes Restaurant



New La Pergola by Perbellini Italian Restaurant



New Al Waha International Restaurant

Elsewhere

Block 338 site development,
Phase 2 renovation at Crowne Plaza,
K Hotel refurbishment



الفعاليات

Our Events



يعتبر فندق الخليج البحرين للمؤتمرات و السبا أسطورياً عندما يتعلق الأمر بالأحداث و إستضافة معظم المناسبات و الإحتفالات الأكثر رفاهية و إقامة حفلات العشاء في مطاعم الفندق و في القاعات المتعددة بمركز الخليج للمؤتمرات.

و فيما يلى نعرض بعض المناسبات التي تمت هذا العام

The Gulf Hotel Bahrain is legendary when it comes to events, hosting some of the most extravagance parties and gala dinners in our restaurants, Spa's and the Gulf Convention Centre!

Here are some of the events you may missed this year!



Oktoberfest held at the Gulf Convention Center

Annual Staff Party

Sawasdee Thailand

UB40 at Sherlock

The Secret Police Tribute Band at Sherlock

The Gulf Night Out on 2 Seasons

Sawasdee Thailand - Amazing Thailand

The Ramadan Tent

Rolling Clones Tribute Band at Sherlock Holmes

Chaine Des Rottisseurs 2018

at La Pergola by Giancarlo Perbellini

Madness Tribute Concert at Sherlock

Lighting of the Christmas Tree

Festive Brunch at GCC

New Year's Party at GCC

featuring the Las Vegas performers



بالإضافة إلى تقديم مستوى خدمات إستثنائية في مجال الضيافة، يضم فندق الخليج البحرين أكثر من 29 قاعة بمساحة تبلغ أكثر من 4,780 مترًا مربعاً. عمل فندق الخليج البحرين على إحتضان عدد من الأمسيات المهمة، بالإضافة إلى تنظيم مجموعة من الفعاليات الرائعة التي تركت بصمة جميلة ومؤثرة في نفوس مرتداتها.

In addition to our exceptional hospitality services, The Gulf Hotel Bahrain with more than 29 venues and over 4,780 square meters of meeting space is constantly in demand for high profile events.



Ibn Khuldoon National School Graduation

To name a few:

Ibn Khuldoon National School Graduation
 AMA University Graduation
 Applied Science University graduation
 Abbott Laboratories
 Wedding Receptions
 Charity Technology Innovation
 FinMark Communications
 Ahlia University Graduation
 Supreme Council for Women Conference
 Bahrain Royal Equestrian & Endurance
 Embassy of Lebanon

Embassy of Palestine
 Bahrain Society of Engineers Conference
 Global Access
 Naval Support Activity Christmas Ball
 Bahrain Business Women Society
 APM Terminals
 Bahrain National Gas
 National Motor Company
 Bahrain Institute for Political Development



التقرير المالي ٢٠١٨

Financial Report 2018



Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Gulf Hotels Group BSC (the "Company") and its subsidiaries (together the "Group"), which comprise the consolidated statement of financial position as at 31 December 2018, the consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2018, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended 31 December 2018. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Impairment of property and equipment

(refer to notes 2d and 4 in the consolidated financial statements)

Description:

We focused on this area because:

- of the significance of property and equipment (representing 72% of total assets); and
- Assessment of indicators of impairment and estimation of recoverable amount by the Group involves judgement and estimation uncertainty.

How the matter was addressed in our audit

Our audit procedures included:

- Understanding the Group's process of identifying possible indicators (both internal and external) of impairment of the property and equipment;

- Assessing the parameters used by the Group to identify indicators of impairment to ensure that these are reasonable;
- Where indicators of impairment have been identified and an impairment assessment of the property has been performed by management, involving our own specialists to assist us in performing the following procedures:
 - assessing the appropriateness of the methodology used in compliance with the requirements of the relevant accounting standards;
 - challenging the key assumptions used in estimating the recoverable amount of the property; and
 - agreeing the data used in the impairment assessment calculations to the underlying source documents.
- evaluating the adequacy of the Group's disclosures related to impairment of property and equipment in the consolidated financial statements by reference to the requirements of the relevant accounting standards.

Other Matter

The consolidated financial statements of the Group as at and for the year ended 31 December 2018 were audited by another auditor who expressed an unmodified opinion on those statements on 18 February 2018.

Other information

The board of directors is responsible for the other information. The other information comprises the annual report but does not include the consolidated financial statements and our auditors' report thereon. Prior to the date of this auditors' report, we obtained the Chairman's report which forms part of the annual report, and the remaining sections of the annual report are expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Responsibilities of the board of directors for the consolidated financial statements

The board of directors is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as the

board of directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the board of directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the board of directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditors' responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors.
- Conclude on the appropriateness of the board of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the

Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the board of directors with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the board of directors, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended 31 December 2018 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other regulatory requirements

As required by the Commercial Companies Law, we report that:

- a) the Company has maintained proper accounting records and the consolidated financial statements are in agreement therewith;
- b) the financial information contained in the chairman's report is consistent with the consolidated financial statements;
- c) we are not aware of any violations during the year of the Commercial Companies Law or the terms of the Company's memorandum and articles of association that would have had a material adverse effect on the business of the Company or on its financial position; and
- d) satisfactory explanations and information have been provided to us by management in response to all our requests.

The engagement partner on the audit resulting in this independent auditors' report is Jaafar Al Qubaiti.

KPMG Fakhro

Partner registration number 83
13 February 2019

Consolidated Statement of Financial Position

For the Year Ended 31 December 2018

| | Note | 31st Dec 2018 BD | 31st Dec 2017 BD |
|--|------|------------------------|------------------------|
| ASSETS | | | |
| Property and equipment | 4 | 102,538,484 | 56,862,035 |
| Investment properties | 5 | 797,676 | 846,282 |
| Investment in associates | 6 | 9,563,532 | 9,910,532 |
| Investment securities | 7 | 13,870,550 | 12,493,482 |
| Non-current assets | | 126,770,242 | <u>80,112,331</u> |
| Inventories | 8 | 3,439,004 | 3,531,672 |
| Trade receivables | 9 | 1,950,625 | 1,547,001 |
| Other assets and prepayments | 10 | 2,884,172 | 1,591,122 |
| Cash and bank balances | 11 | 6,600,498 | 34,185,869 |
| Current assets | | 14,874,299 | <u>40,855,664</u> |
| Total assets | | 141,644,541 | <u>120,967,995</u> |
| EQUITY | | | |
| Share capital | 12 | 22,599,487 | 22,599,487 |
| Share premium | 12 | 17,514,442 | 17,514,442 |
| Treasury shares | 12 | (33,248) | (33,248) |
| Other reserves | 13 | 23,437,131 | 28,441,823 |
| Retained earnings | | 50,166,694 | 43,246,229 |
| Total equity | | 113,684,506 | <u>111,768,733</u> |
| LIABILITIES | | | |
| Employees' end of service benefits | 14 | 2,137,984 | 2,064,155 |
| Non-current portion of bank loan | 15 | 14,000,000 | - |
| Non-current liabilities | | 16,137,984 | <u>2,064,155</u> |
| Trade payables | 16 | 2,063,973 | 2,031,330 |
| Accrued expenses and other liabilities | 16 | 5,758,078 | 5,103,777 |
| Current portion of bank loan | 15 | 4,000,000 | - |
| Current liabilities | | 11,822,051 | <u>7,135,107</u> |
| Total liabilities | | 27,960,035 | <u>9,199,262</u> |
| TOTAL EQUITY AND LIABILITIES | | 141,644,541 | <u>120,967,995</u> |

Farouk Yousuf Almoayyed
Chairman

Mohamed Husain Yateem
Director
& Chairman, Executive Committee

Garfield Jones
Chief Executive Officer

Suresh Surana
Chief Financial Officer

The accompanying notes 1 to 29 are an integral part of these consolidated financial statements.

GULF HOTELS GROUP B.S.C.

Consolidated Statement of Profit or Loss

For the Year Ended 31 December 2018

| | Note | 2018 BD | 2017 BD |
|---|------|---------------------|--------------|
| Revenue | 17 | 35,111,278 | 37,261,496 |
| Direct operating costs | 18 | (22,388,431) | (23,905,875) |
| Gross profit from hotel operations | | 12,722,847 | 13,355,621 |
| Dividend income | | 835,664 | 856,283 |
| Share of profit from associates | 6 | 1,316,919 | 1,951,332 |
| Interest income | | 355,726 | 703,518 |
| Loss on sale of investment securities | | - | (22,036) |
| Impairment loss on investment securities | 7 | - | (131,304) |
| Management fee and other income | 19 | 3,422,953 | 1,022,422 |
| Total investment and other income | | 5,931,262 | 4,380,215 |
| Depreciation | 4,5 | (5,690,528) | (4,624,272) |
| Interest expense | 15 | (419,837) | - |
| Pre-operating project expenses | 21 | (1,057,899) | - |
| Impairment allowance on trade receivables | 9 | (39,480) | (12,132) |
| Impairment of property and equipment | 4 | (1,058,519) | - |
| General and administration expenses | 20 | (3,466,331) | (2,063,417) |
| Total expenses | | (11,732,594) | (6,699,821) |
| Profit for the year | | 6,921,515 | 11,036,015 |
| Basic and diluted earnings per share (fils) | 12 | 31 | 49 |

The accompanying notes 1 to 29 are an integral part of these consolidated financial statements.

Consolidated Statement of Comprehensive Income

For the Year Ended 31 December 2018

| | Note | 2018 BD | 2017 BD |
|---|------|------------------|------------|
| Profit for the year | | 6,921,515 | 11,036,015 |
| Other comprehensive income | | | |
| Items that will not be classified to profit or loss: | | | |
| Investment securities at FVOCI – net change in fair value | 7 | 472,998 | - |
| | | 472,998 | - |
| Items that are or may be reclassified subsequently to profit or loss: | | | |
| Available for sale financial assets – Net change in fair value | | - | (375,444) |
| Share of fair value reserve of associate | 6 | 37,081 | (24,991) |
| Other comprehensive income for the year | | 510,079 | (400,435) |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | 7,431,594 | 10,635,580 |

The accompanying notes 1 to 29 are an integral part of these consolidated financial statements.

Consolidated Statement Changes in Equity

For the Year Ended 31 December 2018

| 2018 | Share Capital | Share Premium | Treasury Shares | Statutory Reserve |
|---|-------------------|-------------------|-----------------|-------------------|
| As at 31 December 2017 | 22,599,487 | 17,514,442 | (33,248) | 11,299,744 |
| Impact of adopting IFRS 9 as at 1 January 2018 (note 2f) | - | - | - | - |
| Share of impact of adopting IFRS 9 of associated companies as at 1 January 2018 | - | - | - | - |
| Restated balances as at 1 January 2018 | 22,599,487 | 17,514,442 | (33,248) | 11,299,744 |
| Comprehensive income for the year: | | | | |
| Profit for the year | - | - | - | - |
| Other comprehensive income for the year | - | - | - | - |
| Total comprehensive income for the year | - | - | - | - |
| - Realised profit on sale of investments | - | - | - | - |
| - Dividends declared for 2017 | - | - | - | - |
| At 31 December 2018 | 22,599,487 | 17,514,442 | (33,248) | 11,299,744 |

| 2017 | Share Capital | Share Premium | Treasury Shares | Statutory Reserve |
|--|-------------------|-------------------|-----------------|-------------------|
| As at 1 January as previously stated | 20,544,988 | 17,514,442 | (33,248) | 10,272,494 |
| Reclassification (note 27) | - | - | - | - |
| Comprehensive income for the period | 20,544,988 | 17,514,442 | (33,248) | 10,272,494 |
| Profit for the period | - | - | - | - |
| Other comprehensive income for the period | - | - | - | - |
| Total comprehensive income for the period | - | - | - | - |
| Transfer to statutory reserve | - | - | - | 1,027,250 |
| Transactions with shareholders of the Group: | | | | |
| - Bonus shares issued | 2,054,499 | - | - | - |
| - Cash dividends | - | - | - | - |
| - Proposed cash dividends | - | - | - | - |
| - Adjustment during the period | - | - | - | - |
| Total transactions with owners of Group | 2,054,499 | - | - | - |
| At 31 December 2017 | 22,599,487 | 17,514,442 | (33,248) | 11,299,744 |

The accompanying notes 1 to 29 are an integral part of these consolidated financial statements.

| Other Reserves | | | | | |
|------------------------|------------------------|---------------------------|--------------------------|--------------------------|---------------------|
| General Reserve | Charity Reserve | Fair Value Reserve | Proposed Dividend | Retained Earnings | Total Equity |
| 5,000,000 | 2,238,098 | 3,127,358 | 6,776,623 | 43,246,229 | 111,768,733 |
| - | - | 1,260,802 | - | - | 1,260,802 |
| - | - | 42,843 | - | (42,843) | - |
| 5,000,000 | 2,238,098 | 4,431,003 | 6,776,623 | 43,203,386 | 113,029,535 |
| - | - | - | - | 6,921,515 | 6,921,515 |
| - | - | 510,079 | - | - | 510,079 |
| - | - | 510,079 | - | 6,921,515 | 7,431,594 |
| - | - | (41,793) | - | 41,793 | - |
| - | - | - | (6,776,623) | - | (6,776,623) |
| 5,000,000 | 2,238,098 | 4,899,289 | - | 50,166,694 | 113,684,506 |

| Other Reserves | | | | | |
|------------------------|------------------------|---------------------------|--------------------------|--------------------------|---------------------|
| General Reserve | Charity Reserve | Fair Value Reserve | Proposed Dividend | Retained Earnings | Total Equity |
| 5,000,000 | - | 3,527,793 | 5,134,968 | 42,068,586 | 104,030,023 |
| - | 2,062,630 | - | - | - | 2,062,630 |
| 5,000,000 | 2,062,630 | 3,527,793 | 5,134,968 | 42,068,586 | 106,092,653 |
| - | - | - | - | 11,036,015 | 11,036,015 |
| - | - | (400,435) | - | - | (400,435) |
| - | - | (400,435) | - | 11,036,015 | 10,635,580 |
| - | - | - | - | (1,027,250) | - |
| - | - | - | - | (2,054,499) | - |
| - | - | - | (5,134,968) | - | (5,134,968) |
| - | - | - | 6,776,623 | (6,776,623) | - |
| - | 175,468 | - | - | - | 175,468 |
| - | 175,468 | - | 1,641,655 | (8,831,122) | (4,959,500) |
| 5,000,000 | 2,238,098 | 3,127,358 | 6,776,623 | 43,246,229 | 111,768,733 |

Consolidated Statement of Cash Flows

For the Year Ended 31 December 2018

CASH FLOW FROM OPERATING ACTIVITIES

Profit for the year
Adjustments for:
Depreciation
Loss on property and equipment write-off
Share of profit of associates
Dividend income
Interest income
Interest expense
Loss on sale of investments
Impairment loss of investment security
Provision for allowance for doubtful debts
Provision for allowance for slow moving inventories
Provision for employees' end of service benefits

Profit for the year after adjustments

Change in operating assets and liabilities:

Inventories
Trade and other receivables
Trade and other liabilities
Directors' remuneration paid
Donations paid
Employees' end of service benefits paid

Net cash from operating activities

Cash flow from investing activities
Purchase of property and equipment
Purchase of investment securities
Disposal of investment securities
Return of capital
Interest received
Dividend received from an associate
Dividend received from investments
Maturity of deposits over 90 days

Net cash (used in)/from investing activities

Cash flow from financing activities

Dividends paid
Interest paid
Proceeds from bank loan

Net cash from/(used in) financing activities

Net (decrease)/increase in cash and cash equivalents

Cash and cash equivalents at 1 January

Cash and cash equivalents as at 31 December

The accompanying notes 1 to 29 are an integral part of these consolidated financial statements.

Note

| | 2018 | 2017 |
|----|---------------------|-------------|
| | BD | BD |
| | 6,921,515 | 11,036,015 |
| | 5,690,528 | 4,624,272 |
| | - | 23,682 |
| 6 | (1,316,919) | (1,951,332) |
| | (835,664) | (856,283) |
| | (355,726) | (703,518) |
| | 419,837 | - |
| | - | 22,036 |
| | - | 131,304 |
| | (134,624) | 12,132 |
| | (21,645) | 11,621 |
| | 288,731 | 235,217 |
| | 10,656,033 | 12,585,146 |
| | 114,314 | (18,853) |
| | (1,563,100) | 34,337 |
| | 1,770,776 | (8,147) |
| | (314,750) | (243,700) |
| | - | (48,310) |
| | (214,902) | (541,065) |
| | 10,448,371 | 11,759,408 |
| | (52,376,891) | (7,887,719) |
| | - | (126,894) |
| 6 | 356,732 | 382,456 |
| | - | 61,795 |
| | 355,726 | 725,852 |
| | 1,701,000 | 1,575,750 |
| | 835,663 | 856,283 |
| | 14,643,455 | 12,520,804 |
| | (34,484,315) | 8,108,327 |
| | (6,654,906) | (5,134,968) |
| 15 | (251,067) | - |
| | 18,000,000 | - |
| | 11,094,027 | (5,134,968) |
| | (12,941,917) | 14,732,767 |
| | 18,966,466 | 4,233,699 |
| 11 | 6,024,549 | 18,966,466 |

Notes to the Consolidated Financial Statements

At 31 December 2018

1 Reporting Entity

Gulf Hotels Group B.S.C. ("the Company") is a public joint stock company incorporated in the Kingdom of Bahrain and registered with the Ministry of Industry, Commerce and Tourism under commercial registration (CR) number 950. The postal address of the Company's registered head office is P.O Box 580, Manama, Kingdom of Bahrain.

These consolidated financial statements as at and for the year ended 31 December 2018 comprise the results of the Company and its subsidiaries (together referred to as the "Group"). The Group is primarily involved in hospitality activities.

The Group owns and operates the Gulf Hotel, Gulf Executive Residence Adliya and Juffair, the Gulf Convention Centre, Gulf Executive Offices, Gulf Court Hotel Business Bay in Dubai, GHG Colombo (retail) in Sri Lanka, Bahrain Tourism Company – Crowne Plaza Bahrain S.P.C. ("BTC") and Gulf Brands International in the Kingdom of Bahrain and provides other catering facilities. It also provides management services to The K Hotel and Asdal Gulf-inn Seef, Kingdom of Bahrain, and is a shareholder and operator of Ocean Paradise Resort, Zanzibar, Republic of Tanzania. Following are Group entities:

| Name of the subsidiary/associate | Ownership interest | Date of incorporation | Activities |
|---|--------------------|-----------------------|--|
| Gulf Hotels Management Company S.P.C. | 100% | 4 December 2002 | Managing hotels and restaurants and providing catering services for aircraft, ships, government organizations and companies. |
| Hospitality Resources S.P.C. | 100% | 12 August 2010 | Import, export and sales of commercial and household kitchen equipment and interior designing contracts. |
| Gulf Hotel Laundry Services S.P.C. | 100% | 1 February 2014 | Provision of automatic laundry services. |
| Bahrain Tourism Company – Crowne Plaza S.P.C | 100% | 31 May 2016 | Building and investing in hotels and other tourism projects. |
| Gulf Court Hotel Business Bay LLC | 100% | 07-Mar-2018 | Hotel operations and catering services |
| GHG Investments LLC | 100% | 21-Mar-2018 | Dormant entity |
| Gulf Hotels Group BSC | 100% | 01-Jan-1968 | Representative office. |
| GHG Colombo (Private) Limited | 100% | 19-Jul-2018 | Distribution and sale of beverages. |
| GH Gulf Investments Limited FZE. | 100% | 30 May 2016 | Commercial enterprises investment, institution, investment and establishing commercial, industrial and agricultural projects and development of projects, general trading activities and any other activities. |
| Bahrain Family Leisure Company B.S.C. (BFLC)- associate | 28.06% | 13 July 1994 | Primarily involved in operating restaurants, providing services related to family entertainment, supply of amusement related equipment and investing in businesses with similar objectives to those of BFLC. |
| African and Eastern (Bahrain) W.L.L. (A&E)- associate | 33.33% | 15 March 1978 | Investment in bonds and shares as well as importing and selling consumer products. |

2 Basis of Preparation

a) Statement of Compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and in conformity with the Commercial Companies Law.

b) Basis of measurement

The consolidated financial statements are prepared under the historical cost basis, except for investment securities which are stated at fair value.

c) Functional and presentation currency

These consolidated financial statements are presented in Bahrain Dinar, which is the Group's functional and presentation currency. Unless otherwise stated, all financial information presented has been rounded off to the nearest Dinar.

d) Use of judgments and estimates

The preparation of these consolidated financial statements in conformity with IFRS requires management to make estimates and judgements that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. The estimates and underlying assumptions are reviewed on an ongoing basis based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised, if the revision affects only that period or in the period of the revision and any future period, if the revision affects both current and future periods.

Judgments

In the process of applying the Group's accounting policies management has made certain estimates and judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements. Actual results may differ from these estimates.

Investment in associates

The Board of Directors of the Group makes an assessment of whether the Group has significant influence over an investee.

Useful lives of property and equipment

The Group determines the estimated useful lives of the Group's property and equipment for calculating depreciation. This estimate is determined after considering the expected usage of the asset, physical wear and tear, technical or commercial obsolescence. The management reviews the useful lives of property and equipment at each reporting date to determine whether any adjustment to the useful lives is required.

Impairment of property and equipment

The carrying amount of the Group's property and equipment is reviewed at every reporting date to determine if there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. Impairment loss is recognised whenever the carrying value of the asset exceeds its estimated recoverable amount.

Impairment of Investment properties

The Company conducts impairment assessment of investment property on an annual basis using external independent property valuers to value the property. The fair value is determined based on the market value of the property by sales comparison approach and/or income capitalization method to assess the market value considering its current physical condition.

Impairment of trade receivables

Measurement of Expected Credit Losses ("ECL") allowance for receivables; key assumptions in determining the weighted-average loss rates. The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base.

Classification of financial assets

Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Impairment of inventories

The Group reviews the carrying amounts of inventory at each reporting date to determine whether the inventories have been impaired. The Group identifies the inventories which have been impaired based on the age of the inventory and their estimate of the future demand for the inventory. If any impairment indication exists, the inventories recoverable amount is estimated based on past experience relating to disposal of such inventory.

e) Changes in significant accounting policies

Adoption of IFRS 9 and IFRS 15

The Group initially applied IFRS 15 and IFRS 9 from 1 January 2018. A number of other new standards are also effective from 1 January 2018, but they did not have a material effect on the Group's consolidated financial statements.

Due to the transition methods chosen by the Group in applying these standards, comparative information throughout these consolidated financial statements has not been restated to reflect the requirements of the new standards. Any adjustments arising from adoption of these standards has been reflected in the opening balances of retained earnings and reserves as of 1 January 2018. Accordingly, the information presented for 2017 does not generally reflect the requirements of IFRS 9, but rather those of IAS 39.

f) New standards, amendments and interpretations effective from 1 January 2018

The following standards, amendments and interpretations, which became effective as of 1 January 2018, are relevant to the Group:

Notes to the Consolidated Financial Statements (continued)

i) IFRS 9 Financial Instruments

IFRS 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces IAS 39 Financial Instruments: Recognition and Measurement.

The Group has initially applied IFRS 9 from 1 January 2018. Due to the transition options chosen by the Group in applying this standard, comparative information throughout these consolidated financial statements has not been restated to reflect the requirements of the new standards. Any adjustments to the carrying amounts of the financial assets and liabilities at the date of transition were recognised in the opening retained earnings of the current year.

The adoption of IFRS 9 has resulted in changes in the accounting policies for impairment of financial assets. IFRS 9 also significantly amends other standards dealing with financial instruments such as IFRS 7 'Financial Instruments: Disclosures'. The consequential amendments to IFRS 7 Financial Instruments: Disclosures that are applied to disclosures about 2018 but have not been generally applied to comparative information.

The following table summarises the impact of adoption of IFRS 9 as at 1 January 2018:

| | Retained earnings | Other reserves |
|--|-------------------|------------------|
| Closing balance under IAS 39 (31 December 2017) | 43,246,229 | 3,127,358 |
| <u>Impact on reclassification and remeasurements:</u> | | |
| Investment securities from available-for-sale to those measured at fair value through other comprehensive income | - | 1,260,802 |
| | 43,246,229 | 4,388,160 |
| Impact of adopting IFRS 9 of associate company | (42,843) | 42,843 |
| Opening balance under IFRS 9 on date of initial application of 1 January 2018 | 43,203,386 | 4,431,003 |

Classification and measurement of financial assets and financial liabilities

IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, FVOCI and FVTPL. The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and on its contractual cash flow characteristics. IFRS 9 eliminates the previous IAS 39 categories of held to maturity, loans and receivables and available for sale. Under IFRS 9, derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities.

The adoption of IFRS 9 has not had a significant effect on the Group's accounting policies related to financial liabilities.

The Group performed a detailed analysis of its business models for managing financial assets as well as analysing their cash flow characteristics. The below table reconciles the original measurement categories and carrying amounts of financial assets in accordance with IAS 39 and the new measurement categories under IFRS 9 as at 1 January 2018.

| | Original classification under IAS 39 | New classification under IFRS 9 | Original carrying amount | Impact of IFRS 9 | | BD New carrying amount |
|------------------------------------|--------------------------------------|---------------------------------|--------------------------|------------------|------------------|---------------------------|
| | | | | Re-measurement | Reclassification | |
| Cash and bank balances | Loans and receivables | Amortised cost | 34,185,869 | - | - | 34,185,869 |
| Trade receivables and other assets | Loans and receivables | Amortised cost | 3,138,123 | - | - | 3,138,123 |
| Investment securities | | | | | | |
| Debt securities | Available-for-sale | FVOCI | 364,107 | - | - | 364,107 |
| Equity securities (Quoted) | Available-for-sale | FVOCI | 11,279,690 | - | - | 11,279,690 |

| | Original classification under IAS 39 | New classification under IFRS 9 | Original carrying amount | Impact of IFRS 9 | | BD New carrying amount |
|------------------------------|--------------------------------------|---------------------------------|--------------------------|------------------|------------------|---------------------------|
| | | | | Re-measurement | Reclassification | |
| Equity securities (Unquoted) | Available-for-sale | FVOCI | 710,071 | 1,260,802 | - | 1,970,873 |
| Managed funds | Available-for-sale | FVOCI | 139,614 | - | - | 139,614 |
| | | | 49,817,474 | 1,260,802 | - | 51,078,276 |

Impairment of financial assets

IFRS 9 replaces the 'incurred loss' model in IAS 39 with an 'expected credit loss' (ECL) model. The new impairment model applies to financial assets measured at amortised cost, contract assets and debt instruments at FVOCI, but not equity instruments. Under IFRS 9, credit losses are recognised earlier than under IAS 39.

Transition

Changes in accounting policies resulting from the adoption of IFRS 9 have been applied retrospectively, except as described below.

- The Group has used an exemption not to restate comparative information for prior periods with respect to classification and measurement (including impairment) requirements. Differences in the carrying amounts of financial assets and financial liabilities resulting from the adoption of IFRS 9 are recognised in retained earnings and reserves as at 1 January 2018. Accordingly, the information presented for 2017 does not generally reflect the requirements of IFRS 9, but rather those of IAS 39.

The following assessments have been made on the basis of the facts and circumstances that existed at the date of initial application:

- The determination of the business model within which a financial asset is held.
- The designation and revocation of previous designations of certain financial assets and financial liabilities as measured at FVTPL.
- The designation of certain investments in equity instruments not held for trading as at FVOCI.

If an investment in a debt security had low credit risk at the date of initial application of IFRS 9, then the Group has assumed that the credit risk on the asset had not increased significantly since its initial recognition.

The adoption of IFRS 9 had no significant impact on the Group's allowance for trade receivables and other financial assets measured at amortized cost.

(ii) IFRS 15 Revenue from Contracts with Customers

IFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaced IAS 18 Revenue, IAS 11 Construction Contracts and related interpretations. Under IFRS 15, revenue is recognised when a customer obtains control of the goods or services. Determining the timing of the transfer of control – at a point in time or over time – requires judgement.

The adoption of this standard had did not have a significant impact on the Group's consolidated financial statements.

(iii) Other standards

The following other new standards are also effective from 1 January 2018 but they do not have a material effect on the Group's consolidated financial statements:

- Transfers of Investment Property (Amendments to IAS 40)
- IFRIC 22 Foreign Currency Transactions and Advance Consideration

Notes to the Consolidated Financial Statements (continued)

(iv) Annual Improvements to IFRSs 2014–2016 Cycle – various standards

The annual improvements to IFRSs 2014–2016 cycles include certain amendments to various IFRSs. Earlier application is permitted (along with the special transitional requirement in each case), in which case the related consequential amendments to other IFRSs would also apply.

The following are the key amendments in brief:

- **IFRS 1 First-time Adoption of IFRS** – Outdated exemptions for first-time adopters of IFRS are removed. Effective for annual periods beginning on or after 1 January 2018.
- **IFRS 12 Disclosure of Interests in Other Entities** – The disclosure requirements for interests in other entities also apply to interests that are classified as held for sale or distribution. Effective retrospectively for annual periods beginning on or after 1 January 2017.
- **IAS 28 Investments in Associates and Joint Ventures** – A venture capital organisation, or other qualifying entity, may elect to measure its investments in an associate or joint venture at fair value through profit or loss. This election can be made on an investment-by-investment basis.

A non-investment entity investor may elect to retain the fair value accounting applied by an investment entity associate or investment entity joint venture to its subsidiaries. This election can be made separately for each investment entity associate or joint venture. Effective retrospectively for annual periods beginning on or after 1 January 2018; early application is permitted.

The adoption of these amendments had no significant impact on the consolidated financial statements.

g) New standards, amendments and interpretations issued by not yet effective

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2018 and earlier application is permitted; however; the Group has not early applied the following new or amended standards in preparing these consolidated financial statements.

(i) IFRS 16 Leases

IFRS 16 introduces a single, on-balance sheet accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are optional exemptions for short-term leases and leases of low value items. Lessor accounting remains similar to the current standard- i.e. lessors continue to classify leases as finance or operating leases.

IFRS 16 replaces existing leases guidance including IAS 17 Leases, IFRIC 4 Determining whether an Arrangement contains a Lease, SIC-15 Operating Leases-Incentives and SIC-27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.

The standard is effective for annual periods beginning on or after 1 January 2019. Early adoption is permitted for entities that apply IFRS 15 Revenue from Contracts with Customers at or before the date of initial application of IFRS 16.

The Group does not expect to have a significant impact on its consolidated financial statements from adoption of this standard.

(ii) Other standards

The following amended standards are not expected to have a significant impact on the Group's consolidated financial statements:

- *Long term interests in associates and joint venture (Amendments to IAS 28)*
- *Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)*
- *Annual Improvements to IFRS Standards 2015–2017 Cycle – various standard*
 - *IFRS 3 Business Combinations and IFRS 11 Joint Arrangements*
 - *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)*
 - *IAS 23 Borrowing costs*

3 Significant accounting policies

The significant accounting policies applied in the preparation of these consolidated financial statements are set out below. These accounting policies have been consistently applied by the Group and are consistent with those used in the previous year except for changes arising from adoption of IFRS 9 and IFRS 15.

a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Group. The Group 'controls' an entity if it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date when control ceases.

(ii) Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in the statement of profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(iii) Non-controlling interests (NCI)

Non-controlling interests represents their proportionate share of the acquiree's identifiable net assets at the date of acquisition. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as an equity transaction.

(iv) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised losses are also eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee.

(v) Interest in associates

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and Other comprehensive income of equity accounted investees, until the date on which significant influence or joint control ceases.

When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate. Dividend received from associates is recognised as a reduction in the carrying amount of the investment.

(vi) Business combination

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognized in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of financial instrument is classified as equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, other contingent consideration is re-measured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognized in profit or loss.

(a) Foreign currency

Foreign currency transactions

Foreign currency transactions are translated into the functional currency of the Group using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into functional currency at the exchange rate at the reporting date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year and the amortised cost in foreign currency translated at the exchange rate at the end of the year. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognized in profit or loss.

(b) Revenue

The Group has initially applied IFRS 15 from 1 January 2018. Due to the transition options chosen by the Group in applying these standards, comparative information throughout these consolidated financial statements has not been restated to reflect the

Notes to the Consolidated Financial Statements (continued)

requirements of the new standards. The effect of initially applying IFRS 15 on the Group's revenue from contracts with customers is described in note 2f.

Policy applicable from 1 January 2018

Rendering of services

Revenue is measured at the fair value of the consideration received or receivable. Revenue comprises revenue from rooms, and other services relating to hotel operations. Revenue is recognised over time as the services are rendered, provided pervasive evidence of an arrangement exists, tariff / rates are fixed or are determinable and collectability is reasonably certain.

Revenue is recognised net of indirect taxes, returns and discounts.

Sale of goods

Revenue from sale of goods is recognised at a point in time when the control of the goods is transferred to the customer, ie when the goods have been delivered to and accepted by the customer.

Management fees

Management fees are recognised when the services are rendered as determined by the management agreement. The variable consideration related to the fees is estimated as per the agreement and constrained until it is highly probable that there is no significant uncertainty regarding the amount of consideration.

Rental income

Revenue from property leased out under an operating lease are recognised over the tenure of the lease / service agreement on a straight line basis over the term of the lease, except where the rentals are structured to increase in line with expected general inflation, and except where there is uncertainty of ultimate collection.

Interest income

Interest income is recorded using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset or liability.

Dividend income

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

Policy applicable before 1 January 2018

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group 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 assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or an agent. The Group has concluded that it is acting as a principal in all of its revenue arrangements since it is the primary obligor in all the revenue arrangements, has pricing latitude and is also exposed to inventory and credit risks.

The following specific recognition criteria must also be met before revenue is recognised:

Rendering of services

Revenue from the rendering of services is recognised when services are performed, provided that the amount can be measured reliably.

Sale of goods

Revenue from the sale of goods is recognised on the transfer of significant risks and rewards of ownership, which generally coincides with the time when the goods are delivered to customers and title has passed.

Management fees

Management fees are recognised when earned as determined by the management agreement.

Rental income

The Group operates executive offices which are leased on a commercial basis. Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and included in other income as rental income.

Interest income

Interest income is recorded using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset or liability.

Dividend income

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

(c) Employee Benefits

Bahraini employees

Pensions and other social benefits for Bahraini employees are covered by the Social Insurance Organisation, which is a "defined contribution scheme" in nature under IAS 19 'Employee Benefits', and to which employees and employers contribute monthly on a fixed-percentage-of-salaries basis.

Expatriate employees

Expatriate employees on fixed contracts are entitled to leaving indemnities payable under the Bahraini Labour Law for the Private Sector of 2012, based on length of service and final remuneration. Provision for this unfunded commitment, , which is a "defined benefit scheme" in nature under IAS 19, has been made by calculating the notional liability had all employees left at the reporting date.

(d) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on weighted average cost. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost includes expenditure incurred on acquiring the inventories and bringing them in their existing location and condition.

(e) Property and equipment

i. Recognition and measurement

Items of property and equipment held for use in the provision of service or for administrative purposes on a continuing basis and not intended for sale in the ordinary course of business are carried at cost less accumulated depreciation and impairment losses, if any.

If significant parts of an item of property and equipment have different useful lives, then they are accounted for as a separate items (major components) of property and equipment.

ii. Subsequent measurement

Subsequent costs are included in the assets carrying amount or are recognized as a separate asset as appropriate only when it is probable that future economic benefits associated with the component will flow to the Company and the cost of the component can be measured reliably. All other repairs and maintenance are charged to the profit or loss during the financial period in which they are incurred.

iii. Depreciation

Depreciation is calculated to write-off the cost of items of property, plant and equipment less their estimated residual values using straight-line method over their estimated useful lives, and is generally recognized in profit or loss. Lands are not depreciated.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

| | |
|--|---|
| Buildings on freehold land | 40 years |
| • original structure | Over the remaining life of the buildings they relate to, or earlier, as appropriate |
| • subsequent improvements | |
| Furniture, fittings and office equipment | 2 to 7 years |
| Plant, equipment and motor vehicles | 2 to 10 years |

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of income when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date.

(f) Investment properties

Investment properties, which are held to earn rentals or for capital appreciation, are measured at cost, including transaction costs, less accumulated depreciation and accumulated impairment, if any. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day to day servicing of an investment property.

The depreciation charge on investment properties is calculated on a straight line method over the estimated useful lives.

Investment properties are derecognised when either they have been disposed off or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal

Notes to the Consolidated Financial Statements (continued)

proceeds and the carrying amount of the asset is recognised in the consolidated statement of comprehensive income in the period of derecognition.

(g) Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at transaction price.

ii. Classification and subsequent measurement

Financial assets – Policy applicable from 1 January 2018

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt security; FVOCI – equity security; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt security is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity security that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on a security-by-security basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Business model assessment: Policy applicable from 1 January 2018

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest: Policy applicable from 1 January 2018

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features; prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses: Policy applicable from 1 January 2018

| | |
|---|--|
| Financial assets at FVTPL | These assets are subsequently measured at fair value. Net gains and losses arising from changes in fair value including any interest or dividend income, are recognised in profit or loss. |
| Financial assets at amortised cost | These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. |
| Debt securities at FVOCI | These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss. |
| Equity securities at FVOCI | These assets are subsequently measured at fair value. Gains and losses are recognised in OCI and are never reclassified to profit or loss. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. |

Financial assets – Policy applicable before 1 January 2018

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments as defined by IAS 39. The Group has not designated any financial assets at fair value through profit or loss. Financial assets at fair value through profit and loss are carried in the consolidated statement of financial position at fair value with gains or losses recognised in the consolidated statement of income.

Loans and receivables

This category is the most relevant to the Group. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. Gains and losses are recognised in the consolidated statement of income when the loans and receivables are derecognised or impaired, as well as through the amortisation process. Bad debts are written off in the consolidated financial statements when identified. This category generally applies to trade and other receivables.

Available-for-sale (AFS) investments

AFS financial investments include equity investments and debt securities. Equity investments classified as AFS are those that are neither classified as held for trading nor designated at fair value through profit or loss. Debt securities in this category are those that are intended to be held for an indefinite period of time and that may be sold in response to needs for liquidity or in response to changes in the market conditions. The Group's AFS investments only includes equity investments.

Notes to the Consolidated Financial Statements (continued)

After initial measurement, available-for-sale financial investments are subsequently measured at fair value with unrealised gains or losses recognised as other comprehensive income in the available-for-sale reserve until the investment is derecognised, at which time the cumulative gain or loss is recognised in other operating income, or determined to be impaired, at which time the cumulative loss is reclassified to the consolidated statement of income and removed from the available-for-sale reserve.

Cash and cash equivalents

Cash and bank balances in the consolidated statement of financial position comprise cash at banks and on hand and term deposits. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits with original maturity of three months or less, net of restricted cash, if any.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the (Group / Company/ Bank) neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

v. Impairment

Policy applicable from 1 January 2018

Financial instruments

The Group recognises loss allowances for expected credit losses (ECLs) on:

- financial assets measured at amortised cost; and
- debt securities measured at FVOCI.

The Group measures loss allowances for trade and receivables based on simplified approach i.e. an amount equal to lifetime ECLs, however for cash and bank balances, measurement of loss allowances is based on 12 month ECL

When determining whether the credit risk of a financial asset has increased significantly since initial recognition when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

Measurement of ECLs

Trade and other receivables - (Simplified approach)

The Group uses an allowance matrix to measure the ECLs of trade and other receivables from individual customers, which comprise a very large number of small balances.

Loss rates are calculated using a 'roll rate (Net-flow)' method based on the probability of a receivable progressing through successive stages of delinquency to the loss bucket. Recovery from the loss bucket is also considered for computing the historical loss rates. Loss rates are based on actual credit loss experience. These rates are adjusted to reflect differences between economic conditions during the period over which the historical data has been collected, current conditions and group view of economic conditions over the expected lives of the receivables. The forward looking adjustment of the loss rates is based on a qualitative score card which factors the management's view on the future economic and business conditions

Cash and Bank balances – (General approach)

Impairment on cash and cash equivalents has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 90 days past due;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. Financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

Policy applicable before 1 January 2018

Impairment and uncollectibility of financial assets

The Group assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. An assessment is made at each reporting date to determine whether there is objective evidence that a specific financial asset may be impaired. If such evidence exists, any impairment loss is recognised in the consolidated statement of income. Impairment is determined as follows:

- a) For assets carried at fair value, impairment is the difference between cost and fair value, less any impairment loss previously recognised in the consolidated statement of income;
- b) For assets carried at cost, impairment is the difference between carrying value and the present value of future cash flows discounted at the current market rate of return for a similar financial asset; and
- c) For assets carried at amortised cost, impairment is the difference between carrying amount and the present value of future cash flows discounted at the original effective interest rate.

(h) Share Capital

Equity shares are classified as equity. Incremental costs directly attributable to the issue of the ordinary shares and share options are recognized as a deduction from equity.

(i) Treasury shares

When shares recognized as equity are repurchased, the amount of the consideration paid, including any attributable costs, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the equity. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

(j) Dividends

Dividends and other proposed appropriations are recognised as a liability in the period in which they are approved by the shareholders.

(k) Directors' remunerations

Directors' remunerations are charged to the statement of profit or loss in the year in which they are incurred.

(l) Segment reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments.

Notes to the Consolidated Financial Statements (continued)

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' operating results are reviewed regularly by the Board of Directors and Group's Investment and Executive Committee to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

Segment results that are reported to the Board of Directors and Executive Committee include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

(m) Provisions

A provision is recognised in the statement of financial position when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

(n) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability; or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Fair value hierarchy:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Valuation techniques based on observable inputs, either directly (i.e. ask prices) or indirectly (i.e. derived from prices). This category includes instruments valued using quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly observable from market data.
- Level 3: Valuation techniques using significant unobservable inputs. This category includes instruments where the valuation technique includes inputs not based on market observable data.

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

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy as explained above.

(o) Impairment of non-financial assets

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

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated.

(p) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset is capitalised. Other borrowing cost is recognised in the profit or loss in the year in which it arises.

(q) Interest expense

Interest expense pertains to borrowings from bank and is recognized using effective interest rate method. The effective interest rate method is a method of calculating the amortized cost of financial asset or liability and of allocating interest income or expense over the expected life of the asset or the liability. The application of interest rate method has effect of recognizing the interest expense evenly in proportion to the amount outstanding over the period to maturity or repayment.

(r) Governmental levy

The Group pays a Government levy calculated at a fixed percent of the Hotels' total revenue (net of foreign exchange gains) and is payable quarterly in arrears to the Government.

(s) Charity reserve

Based on the recommendations of the Board of Directors, an amount is transferred from the profit for the year to this reserve. The reserve represents the uncommitted amount of the donations and charities approved by the Shareholders.

(t) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment.

(u) Trade payables

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost.

4. Property and equipment

| | Freehold land | Buildings on freehold land | Furniture, fittings and office equipment | Plant, equipment and motor vehicles | Capital work-in-progress | Total |
|--------------------------------------|----------------------|-----------------------------------|---|--|---------------------------------|--------------------|
| Cost: | | | | | | |
| At 1 January 2018 | 13,643,881 | 66,168,696 | 16,395,544 | 9,385,342 | 9,707,089 | 115,300,552 |
| Additions | 7,196,000 | 20,128,088 | 7,453,551 | 10,875,411 | 6,772,447 | 52,425,497 |
| Transfers | - | 3,467,607 | 862,379 | 523,538 | (4,853,524) | - |
| Impairment | (1,058,519) | - | - | - | - | (1,058,519) |
| Disposals and write offs | - | (280,153) | (1,490,666) | (277,917) | - | (2,048,736) |
| At 31 December 2018 | 19,781,362 | 89,484,238 | 23,220,808 | 20,506,374 | 11,626,012 | 164,618,794 |
| Depreciation: | | | | | | |
| At 1 January 2018 | - | 35,226,048 | 14,480,504 | 8,731,965 | - | 58,438,517 |
| Charge for the year | - | 2,147,351 | 1,759,019 | 1,784,158 | - | 5,690,528 |
| Relating to disposals and write offs | - | (280,153) | (1,490,666) | (277,916) | - | (2,048,735) |
| At 31 December 2018 | - | 37,093,246 | 14,748,857 | 10,238,207 | - | 62,080,310 |
| Net carrying amount: | | | | | | |
| At 31 December 2018 | 19,781,362 | 52,390,992 | 8,471,951 | 10,268,167 | 11,626,012 | 102,538,484 |

Gulf hotel and Crown Plaza hotel buildings (freehold) is situated at Adliya and Diplomatic area respectively and are used for hotel operations. The buildings are 50 and 43 years old. The conference centre buildings (freehold) are used to host corporate seminars and conferences, the building is 24 years old.

During the year impairment of BD 1,058,519 was recognized related to additional development costs of land in Dubai.

Notes to the Consolidated Financial Statements (continued)

4 Property and equipment (continued)

| | Freehold land | Buildings on freehold | Furniture, fittings and | Plant, equipment | Capital work-in-prog- | Total |
|--------------------------------------|-------------------|-----------------------|-------------------------|------------------|-----------------------|-------------------|
| Cost: | | | | | | |
| At 1 January 2017 | 13,632,098 | 61,056,829 | 17,166,854 | 9,315,875 | 8,884,092 | 110,055,748 |
| Additions | 11,783 | - | 151,984 | 100,584 | 7,113,216 | 7,377,567 |
| Transfers | - | 6,097,760 | 192,459 | - | (6,290,219) | - |
| Disposals and write offs | - | (985,893) | (1,115,753) | (31,117) | - | (2,132,763) |
| At 31 December 2017 | 13,643,881 | 66,168,696 | 16,395,544 | 9,385,342 | 9,707,089 | 115,300,552 |
| Depreciation: | | | | | | |
| At 1 January 2017 | - | 32,800,604 | 14,895,858 | 8,278,705 | - | 55,975,167 |
| Charge for the year | - | 3,411,337 | 678,826 | 482,268 | - | 4,572,431 |
| Relating to disposals and write offs | - | (985,893) | (1,094,180) | (29,008) | - | (2,109,081) |
| At 31 December 2017 | - | 35,226,048 | 14,480,504 | 8,731,965 | - | 58,438,517 |
| Net carrying amount: | | | | | | |
| At 31 December 2017 | 13,643,881 | 30,942,648 | 1,915,040 | 653,377 | 9,707,089 | 56,862,035 |

5. Investment properties

| 2018 | Land | Buildings | Total |
|---|----------------|------------------|------------------|
| Cost | | | |
| At 1 January 2018 | 494,515 | 1,818,110 | 2,312,625 |
| At 31 December 2018 | 494,515 | 1,818,110 | 2,312,625 |
| Accumulated depreciation | | | |
| At 1 January 2018 | - | 1,466,343 | 1,466,343 |
| Charge for the year | - | 48,606 | 48,606 |
| At 31 December 2018 | - | 1,514,949 | 1,514,949 |
| Net book value at 31 December 2018 | 494,515 | 303,161 | 797,676 |

The fair value of the investment property as at 31 December 2018 is BD 2,387,633 (2017: BD 2,387,633) based on the valuation performed by an independent property valuer (refer to note 26).

| 2017 | Land | Buildings | Total |
|---|----------------|------------------|------------------|
| Cost | | | |
| At 1 January 2017 | 494,515 | 1,818,110 | 2,312,625 |
| At 31 December 2017 | 494,515 | 1,818,110 | 2,312,625 |
| Accumulated depreciation | | | |
| At 1 January 2017 | - | 1,414,502 | 1,414,502 |
| Charge for the year | - | 51,841 | 51,841 |
| At 31 December 2017 | - | 1,466,343 | 1,466,343 |
| Net book value at 31 December 2017 | 494,515 | 351,767 | 846,282 |

Notes to the Consolidated Financial Statements (continued)

6. Investment in associates

Details of each of the Group's associates at the end of the reporting period are as follows:

| Name of the entity | Place of business / country | Percentage of ownership interest | | Nature of relationship | Principal activities |
|--|-----------------------------|----------------------------------|--------|------------------------|--|
| | | 2018 | 2017 | | |
| Bahrain Family Leisure Company B.S.C. (BFLC) | Kingdom of Bahrain | 28.06%* | 28.06% | Associate | Primarily involved in operating restaurants, providing services related to family entertainment, supply of amusement related equipment and investing in businesses with similar objectives to those of BFLC. |
| African and Eastern (Bahrain) W.L.L. (A&E) | Kingdom of Bahrain | 33.33% | 33.33% | Associate | Investment in bonds and shares as well as importing and selling consumer products. |

*% of ownership interest is calculated based on the investee's share capital net of treasury shares

a) The movements on the investment in associates are as follows:

| 2018 | BFLC | A&E | Total |
|-------------------------------------|------------------|------------------|------------------|
| Opening balance | 2,074,900 | 7,835,632 | 9,910,532 |
| Share of profit/(loss) for the year | (290,787) | 1,607,706 | 1,316,919 |
| Dividends received | (101,000) | (1,600,000) | (1,701,000) |
| Share of other comprehensive income | - | 37,081 | 37,081 |
| Closing balance | 1,683,113 | 7,880,419 | 9,563,532 |

| 2017 | BFLC | A&E | Total |
|-------------------------------------|------------------|------------------|------------------|
| Opening balance | 1,865,079 | 7,694,862 | 9,559,941 |
| Share of profit for the year | 285,571 | 1,665,761 | 1,951,332 |
| Dividends received | (75,750) | (1,500,000) | (1,575,750) |
| Share of other comprehensive income | - | (24,991) | (24,991) |
| Closing balance | 2,074,900 | 7,835,632 | 9,910,532 |

6 Investment in associate (continued)

b) The following table summarizes the financial position of the associates as included in its own financial statements for the Company's share:

African & Eastern (Bahrain) WLL

| | 2018 | 2017 |
|---|-------------------|-------------|
| Total current assets | 6,400,868 | 8,542,806 |
| Total non-current assets | 17,772,066 | 15,900,100 |
| Total current liabilities | (1,384,164) | (1,819,848) |
| Total non-current liabilities | (268,280) | (236,928) |
| Net Assets (100%) | 22,520,490 | 22,386,130 |
| | 33% | 33% |
| Company's share of net assets | 7,506,755 | 7,461,966 |
| Goodwill | 373,664 | 373,664 |
| Carrying amount of interest in associate | 7,880,418 | 7,835,632 |

| | 2018 | 2017 |
|-----------------------------------|------------------|------------|
| Revenue | 16,444,785 | 16,827,223 |
| Profit for the year | 4,823,164 | 4,997,332 |
| Other comprehensive income | 110,696 | (80,524) |
| Total comprehensive income | 4,933,860 | 4,916,808 |

| | | |
|--|-----------|-----------|
| Company's share of total comprehensive income (33.33%) | 1,644,787 | 1,665,761 |
| Dividend received by the Company | 1,600,000 | 1,500,000 |

BFLC

| | 2018 | 2017 |
|---|------------------|-----------|
| Total current assets | 357,012 | 760,789 |
| Total non-current assets | 6,266,699 | 7,381,930 |
| Total current liabilities | (540,640) | (672,892) |
| Total non-current liabilities | (85,869) | (74,145) |
| Net Assets (100%) | 5,997,202 | 7,395,682 |
| | 28% | 28% |
| Company's share of net assets | 1,683,113 | 2,074,900 |
| Carrying amount of interest in associate | 1,683,113 | 2,074,900 |

Notes to the Consolidated Financial Statements (continued)

6 Investment in associate (continued)

| | 2018 | 2017 |
|--|-------------|-----------|
| Revenue | 1,438,214 | 1,337,852 |
| Profit for the year | (1,038,481) | 1,017,877 |
| Total comprehensive income | (1,038,481) | 1,017,877 |
| Company's share of total comprehensive income (28.06%) | (290,787) | 285,571 |
| Dividend received by the Company | 101,000 | 75,750 |

Based on the approved management accounts of BFLC and A&E for the year ended 31 December 2018, the Group has recognised a (loss)/profit of (BD 290,787) and BD 1,607,706 representing their 28.06% and 33.33% share (31 December 2017: Profit of BD 285,571 and BD 1,665,761, respectively).

7. Investment securities

The effect of initially applying IFRS 9 in the Group's consolidated financial statements is described in note 2. Due to the transition method chosen in applying IFRS 9, comparative information has not been restated to reflect the new requirements:

| | 2018 | 2017 |
|--|-------------------|------------|
| Equity securities – available for sale (at fair value) | - | 11,643,797 |
| Equity securities – available for sale (at cost) | - | 710,071 |
| Equity securities – at FVOCI (Quoted) | 11,711,979 | - |
| Equity securities – at FVOCI (Unquoted) | 1,970,874 | - |
| Debt securities – at FVOCI | 187,697 | - |
| Managed funds – available for sale (at fair value) | - | 139,213 |
| Managed funds – available for sale (at cost) | - | 401 |
| | 13,870,550 | 12,493,482 |

7 Investment securities (continued)

The movement on investment securities for the year is as follows:

| | 2018 | 2017 |
|---|-------------------|------------|
| Balance on 1 January | 12,493,482 | 13,339,623 |
| <i>Impact of adoption of IFRS 9 on 1st January 2018</i> | 1,260,802 | - |
| Purchases during the year | - | 126,894 |
| Disposals during the year | (356,732) | (404,492) |
| Return of capital | - | (61,795) |
| Impairment | - | (131,304) |
| Fair value movement - net | 472,998 | (375,444) |
| Balance on 31 December | 13,870,550 | 12,493,482 |

8. Inventories

| | 2018 | 2017 |
|---|------------------|-----------|
| Food and beverages | 3,505,101 | 3,585,686 |
| General stores | 142,668 | 155,283 |
| Maintenance stores | 69,682 | 90,795 |
| Allowance for slow moving and obsolete inventories | 3,717,451 | 3,831,764 |
| | (278,447) | (300,092) |
| | 3,439,004 | 3,531,672 |

The movement in the provision for slow moving inventories is as follows:

| | 2018 | 2017 |
|---|----------------|---------|
| 1 January | 300,092 | 288,471 |
| Provision for slow moving inventories (net) | (21,645) | 11,621 |
| At 31 December | 278,447 | 300,092 |

9. Trade receivables

| | 2018 | 2017 |
|--|------------------|-----------|
| Trade receivables | 2,225,141 | 1,616,860 |
| Related parties receivable (note 24) | 103,260 | 268,437 |
| Impairment allowance on trade receivables | 2,328,401 | 1,885,297 |
| | (377,776) | (338,296) |
| | 1,950,625 | 1,547,001 |

Notes to the Consolidated Financial Statements (continued)

9 Trade receivables (continued)

Movement on impairment allowance during the year is as follow:

| | 2018 | 2017 |
|-------------------------------|----------------|---------|
| Balance on 1 January | 338,296 | 326,164 |
| Charge for the year - net | 39,480 | 12,132 |
| Balance on 31 December | 377,776 | 338,296 |

10 Other assets and prepayments

| | 2018 | 2017 |
|---|------------------|-----------|
| Other receivables – related parties (note 24) | 179,486 | 471,726 |
| Advances and prepayments | 471,239 | 527,834 |
| Accrued interest | - | 167,426 |
| Security deposits | 211,621 | 37,303 |
| Other assets* | 2,021,826 | 386,833 |
| | 2,884,172 | 1,591,122 |

*Other assets includes a BD 1,795,500 related to the VAT paid on the purchase of the Dubai hotel, which has been recognized as input VAT receivable.

11 Cash and bank balances

| | 2018 | 2017 |
|--|------------------|------------|
| Cash and bank balances | 6,024,549 | 18,966,466 |
| Cash and cash equivalents | 6,024,549 | 18,966,466 |
| Deposits with banks with maturities of more than three months | 575,949 | 15,219,403 |
| | 6,600,498 | 34,185,869 |

Information about the Group's exposure to interest rate and credit risks are included in note 25.

12 Share capital

| | Number 2018 | Amount 2018 | Number 2017 | Amount 2017 |
|------------------------------------|----------------|----------------|----------------|----------------|
| a) Authorised shares 100 fils each | 300,000,000 | 30,000,000 | 300,000,000 | 30,000,000 |
| b) Issued and fully paid | 225,994,863 | 22,599,487 | 225,994,863 | 22,599,487 |

c) Treasury shares:

The Company's Articles of Association permit the Company to hold up to 10 % (or such other limit as may be prescribed under law) of its own issued shares as treasury shares.

12 Share capital (continued)

| | Number 2018 | Amount 2018 | Number 2017 | Amount 2017 |
|--------------------------------------|----------------|----------------|----------------|----------------|
| Balance at the beginning of the year | 56,266 | 33,248 | 56,266 | 33,248 |
| Balance at 31 December | 56,266 | 33,248 | 56,266 | 33,248 |

d) Performance per 100 fils share (excluding treasury shares)

Basic and diluted earnings per share – fils
Proposed cash dividend per share – fils

| 2018 | 2017 |
|------|------|
| 31 | 49 |
| 25 | 30 |

e) Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to shareholders by the weighted average number of ordinary shares outstanding during the year, excluding the average number of ordinary shares purchased by the Company and held as treasury shares, as follows:

Profit for the year

Weighted average number of equity shares

Basic earnings per share in fils

| 2018 | 2017 |
|-------------|-------------|
| 6,921,515 | 11,036,015 |
| 225,938,597 | 225,938,597 |
| 31 | 49 |

Diluted earnings per share is same as basic earnings per share as the Group does not have any potential dilutive instruments in issue.

f) Major shareholders

Names and nationalities of the major shareholders and the number of shares held in which they have an interest of 5% or more outstanding shares:

| | 31 December 2018 | | | 31 December 2017 | |
|---|------------------|---------------|------------------|------------------|------------------|
| | Nationality | No. of shares | Shareholding (%) | No. of shares | Shareholding (%) |
| Bahrain Mumtalakat Holding Co. B.S.C. (c) | Bahraini | 57,558,331 | 25.47% | 57,558,331 | 25.47% |
| Social Insurance Organization | Bahraini | 28,382,960 | 12.56% | 28,382,960 | 12.56% |
| Family Investment Company Ltd. | Bahraini | 24,428,215 | 10.81% | 24,428,215 | 10.81% |
| Y.K.Almoayyed & Sons B.S.C (c) | Bahraini | 14,309,817 | 6.3% | 14,309,817 | 6.3% |

The Group has only one class of shares and the holders of these shares have equal voting rights.

Notes to the Consolidated Financial Statements (continued)

12 Share capital (continued)

g) Additional information on shareholding pattern

i. The Company has only one class of equity shares and the holders of the shares have equal voting rights.

ii. Distribution schedule of equity shares, setting out the number of holders and percentage in the following categories:

| Categories* | Number of shareholders | Number of shares | % of total outstanding shares |
|--------------------------|------------------------|--------------------|-------------------------------|
| Less than 1 % | 3,847 | 70,593,588 | 31.24 |
| 1 % up to less than 5 % | 8 | 30,721,952 | 13.59 |
| 5 % up to less than 10 % | 1 | 14,309,817 | 6.33 |
| 10% up to less than 20% | 2 | 52,811,175 | 23.37 |
| 20% up to less than 50% | 1 | 57,558,331 | 25.47 |
| TOTAL | 3,859 | 225,994,863 | 100.00 |
| Treasury shares | 1 | 56,266 | - |

* Expressed as % of total issued and fully paid shares of the Company.

The details of the nationality of the shareholders and the percentage holding of the total outstanding share capital is as follows:

| Category | 31 December 2018 | | | 31 December 2017 | | |
|-----------|--------------------|---------------------|--------------------------------------|------------------|---------------------|--------------------------------------|
| | No. of shares | No. of shareholders | % of total outstanding share capital | No. of shares | No. of shareholders | % of total outstanding share capital |
| Bahraini | 214,530,490 | 1,041 | 94.927% | 213,729,270 | 1,030 | 94.573% |
| Egyptian | 14,419 | 1 | 0.006% | 14,419 | 1 | 0.006% |
| UAE | 1,019,589 | 7 | 0.451% | 1,019,589 | 7 | 0.451% |
| Indian | 165,657 | 3 | 0.073% | 165,657 | 4 | 0.073% |
| Jordanian | 4,703 | 1 | 0.002% | 4,703 | 1 | 0.002% |
| Kuwaiti | 2,872,128 | 4 | 1.271% | 2,852,128 | 4 | 1.262% |
| Omani | 3,821 | 1 | 0.002% | 3,821 | 1 | 0.002% |
| Qatari | 119,214 | 4 | 0.053% | 119,214 | 4 | 0.053% |
| Saudi | 2,788,337 | 9 | 1.234% | 2,799,327 | 12 | 1.239% |
| Others | 4,476,505 | 2,788 | 1.981% | 5,286,735 | 2,825 | 2.339% |
| | 225,994,863 | 3,859 | 100.00% | 225,994,863 | 3,889 | 100.00% |

12 Share capital (continued)

The details of the total ownership interest held by the directors are as follows:

| Director | 31 December 2018 | | 31 December 2017 | |
|------------------------------|------------------|--------------------------------------|------------------|--------------------------------------|
| | No. of shares | % of total outstanding share capital | No. of shares | % of total outstanding share capital |
| Farouk Yousuf Almoayyed | 4,234,297 | 1.874% | 4,234,297 | 1.874% |
| Fawzi Ahmed Ali Kanoo | 139,755 | 0.062% | 193,975 | 0.086% |
| Khalid Mohamed Kanoo | 141,436 | 0.063% | 141,436 | 0.063% |
| Mohamed Husain Yateem | 1,732,343 | 0.767% | 1,732,343 | 0.767% |
| Mohamed Jassim Buzizi | 448,119 | 0.198% | 448,119 | 0.198% |
| Adel Hussain Mahdi Almasqati | 56,508 | 0.025% | 56,508 | 0.025% |

The details of the total ownership interest held by the directors along with the entities controlled, jointly controlled or significantly influenced by them are as follows:

| | 2018 | 2017 |
|------------------------|-------------|-------------|
| Number of shares | 142,488,632 | 143,157,011 |
| Percentage of holdings | 63.05% | 63.35% |

13 Other reserves

a) Statutory reserve

The Commercial Companies Law, (2001) requires appropriation of 10% of the net profit each year, until the reserve equals 50% of the paid-up capital. These limits are applied separately to each company within the Group.

b) General reserves

General reserves are appropriated from profits for the year at the discretion of the board of directors.

c) Investment fair value reserve

Gains or losses arising on re-measurement of investment securities are recognised in the investment fair value reserve.

14 Employees' end of Service Benefits

The Group's contributions in respect of Bahraini employees for the year amounted to BD 266,518 (2017: BD 182,173). The Group employed 896 staff at 31 December 2018 (2017: 886).

Movement in provision of end of service benefits during the year is as follow:

| | 2018 | 2017 |
|------------------------|------------------|------------------|
| Opening balance | 2,064,155 | 2,370,003 |
| Charge during the year | 288,731 | 235,217 |
| Paid during the year | (214,902) | (541,065) |
| | 2,137,984 | 2,064,155 |

Notes to the Consolidated Financial Statements (continued)

15 Bank loan

| | 2018 | 2017 |
|---------------------------|-------------------|------|
| Repayable within one year | 4,000,000 | - |
| Repayable after one year | 14,000,000 | - |
| | 18,000,000 | - |

The Group has obtained a bank loan of BD 25 million at an interest rate of BIBOR + 2.1% to purchase a 4 star hotel property in Dubai, UAE. The Group has drawn down BD 18 million out of the total amount as at 31 December 2018. Certain properties of the Group are mortgaged to the bank as collateral for the loan.

16. Trade and other payables

| | 2018 | 2017 |
|-----------------------------------|------------------|-----------|
| Trade payables | 1,999,342 | 1,925,557 |
| Related parties payable (note 24) | 64,631 | 105,773 |
| | 2,063,973 | 2,031,330 |
| Accrued expenses | 1,341,229 | 2,572,770 |
| Payables to contractors | 1,845,579 | 387,333 |
| Accrued staff benefits | 406,443 | 498,719 |
| Government levy payable | 573,902 | 637,656 |
| Other payables | 1,590,925 | 990,492 |
| Other payables related parties | - | 16,807 |
| | 5,758,078 | 5,103,777 |
| | 7,822,051 | 7,135,107 |

17. Revenue

| | 2018 | 2017 |
|-------------------------|-------------------|------------|
| Food and beverages | 25,284,578 | 27,213,049 |
| Rooms | 8,109,628 | 8,621,077 |
| Other operating revenue | 1,717,071 | 1,427,370 |
| | 35,111,278 | 37,261,496 |

18. Direct operating costs

| | 2018 | 2017 |
|-----------------------------|-------------------|------------|
| Food and beverages | 9,057,230 | 12,324,913 |
| Payroll and related costs | 8,034,698 | 6,978,336 |
| Rooms | 1,867,659 | 1,298,274 |
| Other operating departments | 380,505 | 356,014 |
| Other overhead costs | 3,048,339 | 2,948,338 |
| | 22,388,431 | 23,905,875 |

19. Management fee and other income

| | 2018 | 2017 |
|------------------------------|------------------|-------------|
| Management fee | 368,437 | 455,267 |
| Property income – net | 401,471 | 165,618 |
| Foreign exchange (loss)/gain | (259) | 46,120 |
| Rental income | 19,391 | 23,973 |
| Reversal of provision* | 2,434,686 | - |
| Other income | 199,227 | 331,444 |
| | 3,422,953 | 1,022,422 |

* Reversal of provisions of BD 1,000,000 and BD 1,434,686 created in previous years for possible liabilities relating to Crown Plaza Hotel and BTC at the time of the acquisition. However based on developments during 2018 and a reassessment by management, these provision are no longer required.

20. General and administration expenses

| | 2018 | 2017 |
|---------------------------|------------------|-------------|
| Payroll and related costs | 1,746,601 | 1,163,201 |
| Professional fees | 51,067 | 63,532 |
| Directors' fee | 295,354 | 261,196 |
| Registration fee | 30,744 | 75,768 |
| Insurance expense | 76,984 | 31,595 |
| Municipal taxes | 18,000 | 18,000 |
| Printing and stationary | 15,379 | 19,240 |
| Other expenses | 1,232,202 | 430,885 |
| | 3,466,331 | 2,063,417 |

21. Pre-operating project expenses

Pre-operating project expenses comprise of general and administration expenses of BD 1,057,899 incurred on the Dubai 4 star hotel prior to commencement of operations.

22. Capital expenditure commitments

Capital expenditure contracted for at the reporting date but not provided for, relating to the Group, amounted to BD 1,844,025 (2017: BD 4,906,425). This is mainly for the construction development of Gulf Residence Juffair.

23. Proposed appropriations

| | 2018 | 2017 |
|--|-------------|-------------|
| Profit as per consolidated statement of profit or loss | 6,921,515 | 11,036,015 |
| Proposed appropriations: | | |
| Cash dividend | 5,648,465 | 6,776,623 |

Proposed appropriation of the 2018 profit is subject to approval by shareholders at the Annual General Meeting.

Notes to the Consolidated Financial Statements (continued)

24. Related Party Transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties include entities over which

Transactions with related parties during the period are as follows:

| | 31 December 2018 | | | | |
|---|------------------|----------------|-----------------------|------------------|---------------------------------|
| | Purchases | Sales | Management fee income | Interest Expense | Share of profit from associates |
| Major shareholders and their affiliates | 416,195 | 178,152 | 368,437 | 419,837 | - |
| Associates (note 6) | 52,243 | - | - | - | 1,316,919 |
| Directors and related affiliates | 806,843 | 157,971 | - | - | - |
| | 1,275,281 | 336,123 | 368,437 | 419,837 | 1,316,919 |

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

| | 31 December 2018 | | | | |
|---|-------------------|-------------------|----------------|-------------------|----------------|
| | Trade receivables | Other receivables | Trade payables | Bank loan | Other payables |
| Major shareholders and their affiliates | 84,538 | 179,486 | 64,631 | 18,000,000 | - |
| Directors and related affiliates | 18,722 | - | - | - | - |
| | 103,260 | 179,486 | 64,631 | 18,000,000 | - |

Compensation of key management personnel

Key management personnel are those persons having responsibility for planning, directing and controlling the activities of the Group. The remuneration of directors and members of key management during the period were as follows:

| | 2018 | 2017 |
|--|----------------|----------------|
| Salaries and short-term employee benefits | 440,190 | 449,348 |
| Post-employment benefits | 18,926 | 18,926 |
| Directors attendance fees and remuneration | 295,354 | 261,196 |
| | 754,470 | 729,470 |

Certain transactions were approved by the Board of Directors under Article 189(b) of the Commercial Companies Law in the financial year ended 31 December 2018 where the chairman, directors or managers had a direct or indirect interest in the contracts or transactions which have been approved by the board.

Outstanding balances at the period end arise in the normal course of business and are interest free and unsecured. The Group only creates an impairment provision for related party balances where it is virtually certain the debt will not be recovered. No impairment losses have been recorded against balances outstanding during the period with related parties, and no specific allowance has been made for impairment losses on balances with related parties at the year end.

the Company exercises significant influence, major shareholders, directors and key management personnel of the Company. Transactions between related parties are on terms agreed between the parties.

| 31 December 2017 | | | |
|------------------|----------------|-----------------------|---------------------------------|
| Purchases | Sales | Management fee income | Share of profit from associates |
| 173,019 | 189,497 | 455,267 | - |
| 54,941 | - | - | 1,951,332 |
| 371,949 | 110,924 | - | - |
| 599,909 | 300,421 | 455,267 | 1,951,332 |

| 31 December 2017 | | | |
|-------------------|-------------------|----------------|----------------|
| Trade receivables | Other receivables | Trade payables | Other payables |
| 252,083 | 471,726 | 105,773 | 16,807 |
| 16,354 | - | - | - |
| 268,437 | 471,726 | 105,773 | 16,807 |

Notes to the Consolidated Financial Statements (continued)

25 Risk Management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital. The note also presents certain quantitative disclosures in addition to the disclosures throughout the financial statements.

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board has established an executive management committee, which assist the Board of Directors in effectively discharging their responsibilities for developing and monitoring the Group's risk management policies.

The Group's Audit Committee oversees how management monitors compliance with the Company's risk management procedures and reviews the adequacy of the risk management practices in relation to the risks faced by the Company. The Group's audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Credit risk

Credit risk is the risk that a customer or a counter party to a financial instrument will fail to discharge an obligation and cause the Group to incur a financial loss. The Group is exposed to credit risk primarily on its cash and bank balances, receivables and investment in debt securities.

The Group's credit risk on cash and bank balances is limited as these are placed with banks in Bahrain having investment grade credit ratings.

With regard to trade receivables, the Group seeks to limit its credit risk with respect to customers by setting credit limits for individual customers and monitoring outstanding receivables on an on-going basis.

Concentrations of credit risk arise when a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations of credit risk indicate the relative sensitivity of the Group's performance to developments affecting a particular industry or geographic location.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

| | 2018 | 2017 |
|----------------------------|-------------------|-------------------|
| Trade receivables | 1,950,625 | 1,547,001 |
| Other assets | 2,412,933 | 1,063,288 |
| Investment debt securities | 187,697 | 363,028 |
| Bank balances | 6,556,048 | 34,150,918 |
| | 11,107,303 | 37,124,235 |

The maximum exposure to credit risk at the reporting date based on geographical concentration was:

| | 2018 | 2017 |
|-------------|-------------------|-------------------|
| Bahrain | 10,533,364 | 36,761,207 |
| Middle East | 292,783 | - |
| Others | 281,156 | 363,028 |
| | 11,107,303 | 37,124,235 |

25 Risk Management (continued)

The ageing of receivables at the reporting date was:

| | 2018 | | 2017 | |
|-------------------------------|------------------|------------------|------------------|------------------|
| | Gross | Impairment | Gross | Impairment |
| Neither past due nor impaired | 815,208 | - | 760,802 | - |
| Past due 0-90 days | 991,937 | (14,648) | 534,312 | (12,787) |
| Past due 91-180 days | 101,402 | (29,080) | 77,149 | (25,895) |
| More than 180 days | 419,854 | (334,048) | 417,890 | (299,614) |
| | 2,328,401 | (377,776) | 1,790,153 | (338,296) |

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk. The Group incurs financial liabilities in order to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

(i) Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. A 1% increase / decrease in interest rates will have an impact of BD 73,265 loss and BD 76,160 gain on the profit and equity of the Group.

(ii) Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company has exposure to currency risk on its purchases invoiced in foreign currency, on credit card sales in foreign currency and on certain investment in foreign currency. Predominantly, the purchase of products is from local suppliers. Investments in foreign currency are mainly in Saudi Riyals or UAE Dirhams, which are effectively pegged against the US dollar. The majority of the foreign currency purchases are in US dollars. The US dollar is pegged against the Bahraini dinar and therefore the Company is not exposed to any significant currency risk.

(iii) Equity price risk

The Group's quoted equity investments are listed on Bahrain Stock Exchange ("BSE"), Kuwait Stock Exchange ("KSE"), Kingdom of Saudi Stock exchange ("Tadawul") and Qatar Stock exchange (QE).

The following table demonstrates the sensitivity of the cumulative changes in fair value to reasonably possible changes in equity prices, with all other variables held constant.

| | 2018 | | | 2017 | | |
|---|------------------------|------------------|------------------|------------------------|------------------|------------------|
| | Change in equity price | Effect on equity | Effect on profit | Change in equity price | Effect on equity | Effect on profit |
| Available-for-sale investments (quoted) | +10% | 1,162,085 | - | +10% | 900,059 | 264,321 |
| | -10% | (1,178,124) | - | -10% | 1,131,339 | (33,041) |

The Group had unquoted investments carried at cost in 2017 where the impact of changes in equity prices will only be reflected when the investment is sold or deemed to be impaired, when the consolidated statement of income will be impacted. All of the Group's quoted investments are listed in the Kingdom of Bahrain and other GCC stock markets.

Concentration of investment portfolio

Concentration of investment portfolio arise when a number of investments are made in entities engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would be affected by changes in economic, political or other conditions. The Group manages this risk through diversification of investments in terms of investment concentration. The concentration of the Group's investment portfolio is as follows:

Notes to the Consolidated Financial Statements (continued)

25 Risk Management (continued)

| Geographic region | 2018 | 2017 |
|-------------------------|-------------------|-------------------|
| Kingdom of Bahrain | 11,413,351 | 10,139,697 |
| Kingdom of Saudi Arabia | 1,045,218 | 903,608 |
| United Arab Emirates | 548,689 | 523,549 |
| State of Qatar | 446,510 | 358,401 |
| Others | 416,782 | 568,227 |
| | 13,870,550 | 12,493,482 |

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management ensures that funds are available at all times to meet the funding requirements of the Group.

Management of liquidity risk

The Group's approach to managing liquidity risk is to ensure that the Group secures funding significantly larger than present and future requirements. The Group continuously monitors the extent to which contractual receipts exceed contractual payments and the levels of new advances are correlated to the levels of liquidity.

The residual future contractual maturity of financial assets and liabilities are summarised in the table below. The future contractual undiscounted cash flows of financial assets and financial liabilities have been disclosed at the carrying value and prevailing interest rates at the reporting date until their final maturities.

| 2018 | Carrying amount | Gross contractual cash flows | Within 1 Year | 1 year to 5 years | Over 5 years |
|------------------------------|-------------------|------------------------------|-------------------|-------------------|--------------|
| Assets | | | | | |
| Cash and balances with banks | 6,600,498 | 6,600,498 | 6,600,498 | - | - |
| Investment securities (Debt) | 187,697 | 193,563 | 193,563 | - | - |
| Trade receivables | 1,950,625 | 1,950,625 | 1,950,625 | - | - |
| Other assets | 2,412,933 | 2,412,933 | 2,412,933 | - | - |
| | 11,151,753 | 11,157,619 | 11,157,619 | | |
| Liabilities | | | | | |
| Trade and other payables | 7,822,051 | 7,822,051 | 7,822,051 | - | - |
| Bank term loans | 18,000,000 | 19,971,231 | 4,765,800 | 15,205,431 | - |
| | 27,256,738 | 29,227,969 | 14,022,538 | 15,205,431 | - |

| 2017 | Carrying amount | Gross contractual cash flows | Within 1 Year | 1 year to 5 years | Over 5 years |
|------------------------------|-------------------|------------------------------|-------------------|-------------------|--------------|
| Assets | | | | | |
| Cash and balances with banks | 34,185,869 | 34,185,869 | 34,185,869 | - | - |
| Investment securities (Debt) | 363,028 | 385,148 | 179,259 | 205,889 | - |
| Trade receivables | 1,547,001 | 1,547,001 | 1,547,001 | - | - |
| Other assets | 1,045,220 | 1,045,220 | 1,045,220 | - | - |
| | 37,141,118 | 37,163,238 | 36,957,349 | 205,889 | - |
| Liabilities | | | | | |
| Trade and other payables | 7,135,107 | 7,135,107 | 7,135,107 | - | - |
| | 7,135,107 | 7,135,107 | 7,135,107 | | - |

25 Risk Management (continued)

Reputational risk

The Group manages reputational risk through regular monitoring of operations, ensuring that customers' feedback on the product and services offered is regularly received and acted upon, mystery guest processes and other forms of customer satisfaction surveys.

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the Group. The Board of Directors monitors both the demographic spread of shareholders, as well as the return on capital, which the Group defines as total shareholders' equity and the level of dividends to shareholders. The Board seeks to maintain a balance between the higher returns and growth that might be possible by a sound capital position. There were no significant changes in the Group's approach to capital management during the year.

26. Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal, or in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

Underlying the definition of fair value is a presumption that an enterprise is a going concern without any intention or need to liquidate, curtail materially the scale of its operations or undertake a transaction on adverse terms.

Financial assets and liabilities measured at fair value

The following table sets out the fair values of financial instruments measured at fair value and analyses them by the level in the fair value hierarchy into which each fair value measurement is categorised as at 31 December.

| 2018 | Level 1 | Level 2 | Level 3 | Total fair value |
|----------------------------|-------------------|----------|------------------|-------------------|
| Debt securities at FVOCI | 187,697 | - | - | 187,697 |
| Equity securities at FVOCI | 11,711,979 | - | 1,970,874 | 13,682,853 |
| Total | 11,899,676 | - | 1,970,874 | 13,870,550 |

| 2017 | Level 1 | Level 2 | Level 3 | Total fair value |
|---|-------------------|----------|----------|-------------------|
| Available-for-sale investments (quoted) | 11,643,797 | - | - | 11,643,797 |
| Managed funds | 139,213 | - | - | 139,213 |
| Total | 11,783,010 | - | - | 11,783,010 |

Financial assets and liabilities not measured at fair value

The fair value of other financial assets not measured at fair value categorised under cash and bank balances, trade receivables and other assets approximated their respective book values due to their short-term nature.

The fair value of bank term loan approximate their carrying value since they are at floating interest rates. All other financial liabilities, including trade and other payables are measured at amortised cost which is expected to not materially different compared to its carrying amount.

Non-financial assets not measured at fair value but where the fair value is disclosed

The fair value of the Group's investment properties as at 31 December 2018 have been arrived at on the basis of a valuation carried out on the respective dates. The fair value was determined by an independent property valuer who has qualifications and experience in valuing similar properties based on market comparable approach that reflects recent transaction prices for similar properties. There has been no change to the valuation technique during the year.

26 Fair value measurement (continued)

Details of the Group's investment properties and information about the fair value hierarchy as at 31 December are as follows:

| 2018 | Level 1 | Level 2 | Level 3 | Total fair value |
|-----------------------|---------|-----------|---------|------------------|
| Investment properties | - | 2,387,633 | - | 2,387,633 |
| 2017 | Level 1 | Level 2 | Level 3 | Total fair value |
| Investment properties | - | 2,387,633 | - | 2,387,633 |

Notes to the Consolidated Financial Statements (continued)

27 Comparatives

The comparative figures have been regrouped, where necessary, in order to conform to the current year's presentation. The Group has reassessed the classification of its Charity Reserve account and reclassified it as a component within equity since there was no identified obligation to make contributions to any beneficiary. Except for this reclassification, other regrouping does not affect the previously reported profit and total comprehensive income for the year or total equity.

28 Segmental Information

For management purposes, the Group is organised into four main business segments:

| | |
|-------------------|--|
| Hotel operations | - Hotel room and rental and management of executive apartments and offices and provision of automatic laundry services |
| Food and beverage | - Retail sale of food and beverages and convention operations |

| Year ended 31 December | Hotel room operations | | Food and beverage | |
|------------------------------------|-----------------------|-------------|-------------------|--------------|
| | 2018 | 2017 | 2018 | 2017 |
| | 9,826,700 | 10,048,447 | 25,284,578 | 27,213,049 |
| Gross operating revenue | 9,826,700 | 10,048,447 | 25,284,578 | 27,213,049 |
| Gross operating costs | (6,095,741) | (5,665,461) | (16,292,690) | (18,240,414) |
| Gross operating profit | 3,730,959 | 4,382,986 | 8,991,888 | 8,972,635 |
| Investment income | - | - | - | - |
| Interest income | - | - | - | 1,240 |
| Management fee and other income | 163,273 | 160,052 | 32,103 | 90,539 |
| Depreciation | (3,606,684) | (3,328,181) | (2,066,964) | (1,217,995) |
| Interest expense | - | - | - | - |
| Pre-operating project expenses | (1,057,899) | - | - | - |
| Other expenses | (1,108,999) | (268,822) | - | (20,997) |
| Segment profit (loss) for the year | (1,879,350) | 946,035 | 6,957,027 | 7,825,422 |
| Total Assets | 73,538,170 | 68,210,415 | 42,039,292 | 30,902,302 |
| Total Liabilities | 6,399,498 | 3,098,710 | 1,736,371 | 4,373,345 |
| Capital Expenditures | 51,427,931 | 4,918,378 | 997,566 | 2,459,189 |

28 Segmental Information (continued)

Investments and other activities - Investment activities of the Group

The operations of Gulf Brands International and the retail sales of food and beverages of the Gulf Hotel and the convention operations of the Gulf Convention Center have been aggregated for segmental reporting.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects, as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

Segment assets include all operating assets used by a segment and consist primarily of property, plant and equipment, inventories and accounts receivable. Whilst the majority of the assets can be directly attributed to individual business segments, the carrying amounts of certain assets used jointly by two or more segments are allocated to the segments on a reasonable basis.

Segment liabilities include all operating liabilities and consist primarily of trade and other payables.

The Group operates substantially in the Kingdom of Bahrain.

| <i>Investment and other activities</i> | | <i>Consolidated</i> | |
|--|--------------------|---------------------|--------------------|
| 2018 | 2017 | 2018 | 2017 |
| - | - | 35,111,278 | 37,261,496 |
| - | - | (22,388,431) | (23,905,875) |
| | | | |
| 2,152,583 | - | 12,722,847 | 13,355,621 |
| 355,726 | 2,654,275 | 2,152,583 | 2,654,275 |
| 3,227,577 | 702,278 | 355,726 | 703,518 |
| (16,880) | 771,831 | 3,422,953 | 1,022,422 |
| (419,837) | (78,096) | (5,690,528) | (4,624,272) |
| - | - | (419,837) | - |
| (3,455,331) | (1,785,730) | (1,057,899) | - |
| | | (4,564,330) | (2,075,549) |
| 1,843,838 | 2,264,558 | 6,921,515 | 11,036,015 |
| 26,067,079 | 21,855,278 | 141,644,541 | 120,967,995 |
| 19,824,166 | 1,727,207 | 27,960,035 | 9,199,262 |
| - | - | 52,425,497 | 7,377,567 |

Notes to the Consolidated Financial Statements (continued)

29 Reconciliation of movements of liabilities to cash flows arising from financing activities

| | Liabilities | | Equity | | | |
|--|--------------------------|-------------------|-------------------|-------------------|-------------------|--------------------|
| | Trade and other payables | Bank Term loans | Share capital | Reserves | Retained earnings | Total |
| Balance at 1 January 2018 | 7,135,107 | - | 40,080,681 | 28,441,823 | 43,246,229 | 118,903,840 |
| Impact of adoption of IFRS 9 | - | - | - | 1,260,802 | - | 1,260,802 |
| Share of impact of adopting IFRS 9 of associated companies | - | - | - | 42,843 | (42,843) | - |
| Restated balances as at 1 January 2018 | 7,135,107 | - | 40,080,681 | 29,745,468 | 43,203,386 | 120,164,642 |
| Proceeds from loans and borrowings | - | 18,000,000 | - | - | - | 18,000,000 |
| Dividend paid | (6,654,906) | - | - | - | - | (6,654,906) |
| Interest paid | 251,067 | - | - | - | - | 251,067 |
| Total changes from financing cash flows | (6,403,839) | 18,000,000 | - | - | - | 11,596,161 |
| Changes in fair value | - | - | - | 510,079 | - | 510,079 |
| Other changes | - | - | - | (6,818,416) | 6,963,308 | 144,892 |
| Liability-related | 733,997 | - | - | - | - | 733,997 |
| Dividends declared | 6,776,623 | - | - | - | - | 6,776,623 |
| Interest expense | (419,837) | - | - | - | - | (419,837) |
| Total liability-related other changes | 7,090,783 | - | - | - | - | 7,090,783 |
| Total equity-related other changes | - | - | - | (6,308,337) | 6,963,308 | 654,971 |
| Balance at 31 December 2018 | 7,822,051 | 18,000,000 | 40,080,681 | 23,437,131 | 50,166,694 | 139,506,557 |

The Board of Directors consist of 10 members as of 31 December 2018 (2017: 11 members).
The Board has been elected in March 2018 for a period of 3 years.

| Name of Board Member | Profession | Business Title |
|---|---|----------------------|
| Mr. Farouk Yousuf Almoayyed | Businessman | Chairman |
| Mr. Fawzi Ahmed Kanoo | Businessman | Vice Chairman |
| Mr. Mohamed Husain Yateem | Businessman | Director |
| Mr. Khalid Mohamed Kanoo | Businessman | Director |
| Mr. Maher Al Musallam (Left in March 2018) | Ex Chief Executive Officer Gulf Air | Director |
| Mr. Ahmed Janahi | Vice President Investments | Director |
| Mr. Peter Cook Mr. Reyadh Al Mahmeeed (Left in March 2018) | Consultant Deputy Chief Executive Officer - SIO | Director Director |
| Mr. Khalid Taqi Mr. Mohamed Jassim Buzizi | Senior Analyst Ex MD and Businessman Consultant in Hospitality Industry | Director Director |
| Mr. Adel Maskati Mr. Jassim Abdulaal | Businessman Chartered Accountant | Director Director |

30 CORPORATE GOVERNANCE DISCLOSURES

(i) **Board, Board Members and Management**

Board and Directors' Responsibilities

The Board of Directors is accountable to shareholders for the proper and prudent investment and preservation of shareholder interests. The Board's role and responsibilities include but not limited to:

- Monitoring the overall business performance,
- Monitoring management performance and succession plan for senior management,
- Monitoring conflicts of interest and preventing abusive related party transactions,
- Accurate preparation of the end of year financial statements,
- Convening and preparing the Shareholders meeting,
- Recommend dividend payable to shareholders and ensure its execution,
- Adapt, implement and monitor compliance with the Company's code of ethics,
- Review the company's objectives and policies relating to social responsibilities,
- Select, interview and appoint Chief Executive Officer and other selected members of the executive management.

In this respect, the Directors remain individually and collectively responsible for performing all Board of Director's tasks.

Material transactions requiring Board approval

The following material transactions require board review, evaluation and approval:

- The Company strategy,
- The annual budget,
- Major resource allocations and capital investments, and
- Management responsibilities and training, development and succession plan for Senior Management.

*(i) **Board, Board Members and Management***

Election system of directors and termination process

Election / re-election of Board members take place every three years at the meeting of the Shareholders.

Termination of a Board member's mandate usually occurs by dismissal at the meeting of the Shareholders or by the member's resignation from the Board of Directors.

Directors trading of Company shares

During 2018 no trading by our Directors, (2017: two of our Directors purchased 10,940 shares in GHG).

Code of conduct and procedures adopted by the Board for monitoring compliance

The Board and the Company's employees are expected to maintain the highest level of corporate ethics and personal behavior. The Company has established a Code of Conduct which provides an ethical and legal framework for all employees in the conduct of its business. The Code of Conduct defines how the Company relates to its employees, shareholders and the community in which the Company operates.

The Board of Directors has adopted the Gulf Hotels Group Code of Business Conduct and a Company Whistleblower policy to monitor compliance with company ethics.

The following table summarises the information about the profession, business title, experience in years, start date and the qualifications of the current Board members:

| Executive / non executive Independent / non independent» | Experience in years | Start date | Qualification |
|---|--------------------------------|-------------------|--|
| Non Executive / Non Independent | 55 | 1974 | Mechanical Engineer from Loughborough Engineering College, England |
| Non Executive / Non Independent | 48 | 1991 | Bachelor of Science in Business Administration, South West Texas State University, U.S.A. |
| Non Executive / Non Independent | 47 | 1991 | Masters in Business Administration |
| Non Executive / Non Independent | 49 | 1998 | Bachelor of Arts |
| Non Executive / Non Independent | 43 | 2014 | Licensed Pilot and Alumni of General Management program from Harvard Business School, U.S.A. |
| Non Executive / Non Independent | 19 | 2016 | Bachelor Degree in Chemical Engineering and MBA, with honours from University of Strathclyde, Glasgow. |
| Non Executive / Non Independent | 18 | 2018 | Graduated from St. Peter College - Colombo |
| Non Executive / Non Independent | 29 | 2016 | Higher National Diploma in IT Operation Management from UK. |
| Non Executive / Non Independent | 12 | 2018 | B.Sc & M.Sc in Finance |
| Non Executive / Non Independent | 51 | 2007 | College Diploma in Catering and Hotel Management, United Kingdom |
| Non Executive / Independent | 40 | 2016 | Master's Degree in Engineering. |
| Non Executive / Independent | 31 | 2010 | Member Institute of Chartered Accountants in England and Wales (ICAEW) |

Notes to the Consolidated Financial Statement (continued)

At 31 December 2018

30 CORPORATE GOVERNANCE DISCLOSURES (continued)

(i) Board, Board Members and Management (continued)

The following board members had directorship of other boards:

| Name of board member | Number of Directorships in Listed Companies |
|---|---|
| Mr. Farouk Yousuf Almoayyed | 4 |
| Mr. Fawzi Ahmed Kanoo | 2 |
| Mr. Mohamed Husain Yateem | - |
| Mr. Khalid Mohamed Kanoo | 1 |
| Mr. Maher Al Musallam (Left in March 2018) | - |
| Mr. Ahmed Janahi | - |
| Mr. Peter Cook | 1 |
| Mr. Reyadh Al Mahmeeed (Left in March 2018) | - |
| Mr. Khalid Taqi | 1 |
| Mr. Mohamed Jassim Buzizi | - |
| Mr. Adel Maskati | - |
| Mr. Jassim Abdulaal | 1 |

The Company should hold a minimum of 4 Board meetings during each year. During the year ended 31 December 2018, 5 Board meetings were held. The following table summarises the information about Board of Directors meeting dates and attendance of directors at each meeting;

| Names of Directors | 18-Feb 2018 | 2-May 2018 | 18-Jul 2018 | 7-Nov 2018 | 28-Nov 2018 |
|---|-------------|------------|-------------|------------|-------------|
| Mr. Farouk Yousuf Almoayyed | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Fawzi Ahmed Kanoo | ✓ | ✓ | x | ✓ | ✓ |
| Mr. Mohamed Husain Yateem | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Khalid Mohamed Kanoo | ✓ | ✓ | x | x | ✓ |
| Mr. Maher Al Musallam (Left in March 2018) | ✓ | Left | Left | Left | Left |
| Mr. Ahmed Janahi | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Peter Cook | N/A | ✓ | ✓ | x | ✓ |
| Mr. Reyadh Al Mahmeeed (Left in March 2018) | ✓ | Left | Left | Left | Left |
| Mr. Khalid Taqi | N/A | ✓ | ✓ | ✓ | ✓ |
| Mr. Mohamed Jassim Buzizi | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Adel Maskati | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Jassim Abdulaal | ✓ | ✓ | ✓ | ✓ | ✓ |

Remuneration Policy

Total remuneration paid to the Board during the year amounted to BD 205,000 as basic fee (2017: BD 261,196).

The following table summarises the information about the profession, business title, experience in years and the qualifications of each of the Executive Management;

| Name of Executive Member | Designation | Profession |
|--------------------------|--------------------------------|----------------|
| Mr Garfield Jones | Chief Executive Officer | Administration |
| Mr Ron Peters | Deputy Chief Executive Officer | Administration |
| Mr Suresh Surana | Chief Financial Officer | Finance |

The total remuneration paid to the executive management during the year is BD 603,615 (2017: BD 893,151) (Salaries, Indemnity and Bonus).

(ii) Committees

The following table summarises the information about Board Committees, their members and objectives:

| Board Committee | Objective | Members | Executive / non executive |
|----------------------------|--|---|--|
| | | | Independent / non independent |
| Executive Committee | Reviews, approves and directs the Executive Management on matters raised by the Board of Directors such as various policies, business plans. | Mr. Mohamed Husain Yateem Mr. Fawzi Kanoo Mr. Ahmed Janahi Mr. Mohamed J. Buzizi | Non Executive / Non Independent Non Executive / Non Independent Non Executive / Non Independent Non Executive / Non Independent |

During the year ended 31 December 2018, 7 Executive Committee meetings were held. The following table summarises the information about committee meeting dates and attendance of directors at each meeting:

| Date | 29-Jan-18 | 5-Feb-18 | 30-Apr-18 | 2-Jul-18 | 17-Oct-18 | 19-Nov-18 | 25-Nov-18 |
|---------------------------|-----------|----------|-----------|----------|-----------|-----------|-----------|
| Mr. Mohamed Husain Yateem | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Fawzi Kanoo | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Ahmed Janahi | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Mohamed J. Buzizi | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

The remuneration paid to Executive Committee members during 2018 is BD 11,200 (2017: BD 15,200).

| Business Title | Experience in years | Qualification |
|-----------------------|----------------------------|---|
| CEO | 36 | HCIMA Part B Professional qualification |
| DCEO | 38 | GCSE 5 MBA Higher W-set level 2. |
| CFO | 38 | Commerce Graduate & Chartered Accountant From India (ICAI). |

Notes to the Consolidated Financial Statements (continued)

At 31 December 2018

30 CORPORATE GOVERNANCE DISCLOSURES (continued)

| | | | |
|------------------------|---|---|--|
| Audit Committee | Reviews the internal audit program and internal control system, considers major findings of internal audit reviews, investigations and managements response. Ensures coordination among the internal and external auditors. | Mr. Jassim Abdulaal Mr. Khalid Kanoo Mr. Adel Maskati Mr. Reyadh Al Mahmeed (Left in Mar 2018) | Non Executive/ Independent Non Executive/ Non Independent Non Executive/ Independent Non Executive/ Non Independent |
|------------------------|---|---|--|

The Group should hold a minimum of 4 Audit committee meetings during each year. During the year ended 31 December 2018, 4 Audit committee meetings were held. The following table summarises the information about committee meeting dates and attendance of directors at each meeting;

| | 11-Feb-18 | 29-Apr-18 | 16-July-18 | 31-Oct-18 |
|--|-----------|-----------|------------|-----------|
| Mr. Jassim Abdulaal | ✓ | ✓ | ✓ | ✓ |
| Mr. Khalid Kanoo | ✓ | x | x | x |
| Mr. Reyadh Al Mahmeed (Left in Mar 2018) | x | Left | Left | Left |
| Mr. Khalid Taqi | N/A | N/A | ✓ | ✓ |
| Mr. Adel Maskati | ✓ | ✓ | ✓ | ✓ |

The remuneration paid to Audit committee members during 2018 is BD 4,400 (2017: BD 5,200).

Nomination and Remuneration Committee

Identify persons qualified to become members of the Board of Directors and Senior Executive Management of the Company, with the exception of the appointment of internal auditors. Determining the appropriate size and composition of the Board and committees of the Board. Making recommendations to the Board on the removal and appointment of directors.

Developing a succession plan for the Board and Senior Executive Management and regularly reviewing the plan.

Review, recommend and determine remuneration and incentive policies for the Board of Directors and Senior Executive Management, having regard to prevailing market rates for similar roles and making them as attractive so as to retain and attract quality people to run the Company successfully.

| | |
|--|---------------------------------|
| Mr. Farouk Yousuf Almoayyed | Non Executive / Non Independent |
| Mr. Maher Al Mussalam (Left in Mar 2018) | Non Executive / Non Independent |
| Mr. Mohamed J. Buzizi | Non Executive / Non Independent |
| Mr. Jassim Abdulaal | Non Executive / Independent |

The Group should hold a minimum of 2 Nomination and Remuneration Committee meetings during each year. During the year ended 31 December 2018, 2 Nomination and Remuneration Committee meetings were held. The following table summarises the information about committee meeting dates and attendance of directors at each meeting;

| | 21-Feb-18 | 14-Oct-18 |
|--|-----------|-----------|
| Mr. Farouk Yousuf Almoayyed | ✓ | ✓ |
| Mr. Maher Al Mussalam (Left in Mar 2018) | ✓ | Left |
| Mr. Mohamed J. Buzizi | ✓ | ✓ |
| Mr. Jassim Abdulaal | N/A | ✓ |

The remuneration paid to Nomination and Remuneration Committee members during 2018 is BD 2,400 (2017: BD 2,400).

Corporate Governance Committee

Corporate governance committee is an internal system that encompasses polices, processes, people, and which makes sure the needs of shareholders and other stakeholders are met in full. This will be accomplished by directing and controlling managing activities using good business practices, objectivity, accountability and integrity. Corporate Governance Committee implements Corporate Culture of the organization, commitment of the board and senior management towards the corporate governance framework and approach of company to adhere to the code as integrity program rather than as compliance program.

| | |
|--|---------------------------------|
| Mr. Farouk Yousuf Almoayyed | Non Executive / Non Independent |
| Mr. Maher Al Mussalam (Left in Mar 2018) | Non Executive / Non Independent |
| Mr. Peter Cook | Non Executive / Non Independent |
| Mr. Jassim Abdulaal | Non Executive / Independent |

(ii) Committees (continued)

During the year ended 31 December 2018, 2 Corporate Governance Committee meetings were held. The following table summarises the information about committee meeting dates and attendance of directors at each meeting;

| | 21-Feb-18 | 14-Oct-18 |
|--|-----------|-----------|
| Mr. Farouk Yousuf Almoayyed | ✓ | ✓ |
| Mr. Maher Al Mussalam (Left in Mar 2018) | ✓ | Left |
| Mr. Peter Cook | N/A | ✓ |
| Mr. Jassim Abdulaal | ✓ | ✓ |

The remuneration paid to Corporate Governance Committee members during 2018 is BD 2,400 (2017: BD 2,000).

Investment Committee

Investment committee is established by the Board to provide guidelines, supervision and control over investment activity, so the return from the investment activity could be maximized while covering the risk appetite. Committee shall assist the board of Gulf Hotels Group in managing investment activity of the company and is charged with:

- Reviewing investment policies and strategies
- Overseeing the investment activity of the company
- Periodic review of investment portfolio
- Critical appraisal of the investment portfolio
- Defining the investment universe of the company
- Providing foundation of the investment decisions

| | |
|--|---------------------------------|
| Mr. Farouk Yousuf Almoayyed | Non Executive / Non Independent |
| Mr. Mohamed Husain Yateem | Non Executive / Non Independent |
| Mr. Ahmed Janahi | Non Executive / Non Independent |
| Mr. Reyadh Al Mahmeed (Left in Mar 2018) | Non Executive/ Non Independent |
| Mr. Khalid Taqi | Non Executive/ Non Independent |

During the year ended 31 December 2018, 2 Investment Committee meetings was held. The following table summarises the information about committee meeting dates and attendance of directors at each meeting:

| | 21-Feb-18 | 14-Oct-18 |
|--|-----------|-----------|
| Mr. Farouk Yousuf Almoayyed | ✓ | ✓ |
| Mr. Mohamed Husain Yateem | ✓ | ✓ |
| Mr. Ahmed Janahi | ✓ | ✓ |
| Mr. Reyadh Al Mahmeed (Left in Mar 2018) | ✓ | Left |
| Mr. Khalid Taqi | N/A | ✓ |

The remuneration paid to Investment Committee members during 2018 is BD 3,200 (2017: BD 3,200).

(iii) Corporate Governance**Corporate governance code**

The Board and the Company's employees are expected to maintain the highest level of corporate ethics and personal behavior. The Company has established a Code of Conduct which provides an ethical and legal framework for all employees in the conduct of its business. The Code of Conduct defines how the Company relates to its employees, shareholders and the community in which the Company operates. The Board of Directors has adopted the code of Business Conduct and a Company Whistleblower policy to monitor compliance with company ethics.

Changes to the Group's corporate governance guidelines

None.

Notes to the Consolidated Financial Statements (continued)

30 CORPORATE GOVERNANCE DISCLOSURES (continued)

(iii) Corporate Governance (continued)

Compliance with the corporate governance code

The Board of Directors has adopted the Corporate Governance Code and a Company Whistleblower policy to monitor compliance with company ethics.

The Code of Conduct provides clear directions on conducting business internationally, interacting with governments, communities, business partners and general workplace behavior having regard to the best practice corporate governance models. The Code of Conduct sets out a behavioral framework for all employees in the context of a wide range of ethical and legal issues. The Code of Conduct will be published in the 'Corporate Governance' section of the Company's website.

Conflict of interest:

In 2018 and 2017, no instances of conflict of interest have arisen. In the instance of a conflict of interest arising a result of any business transaction or any type of resolution to be taken, the concerned Board member shall refrain from participating at the discussion of such transaction or resolution to be taken. In this respect, GHG's Board members usually inform the Board of a potential conflict of interest prior to the discussion of any transaction or resolution. The concerned Board member(s) also refrain from voting in any instance where a conflict of interest shall arise.

Evaluation of Board and Chairman Performance

This is discussed in the Annual General Meeting and will also be taken up as part of Corporate Governance Code.

CEO Performance

This is discussed in the Board Meeting and also taken up in the Nomination and Remuneration Committee as part of Corporate Governance Code.

Means of communication with shareholders and investors

The Company is committed to providing relevant and timely information to its shareholders in accordance with its continuous disclosure obligations under the Corporate Governance Code.

Information is communicated to shareholders through the distribution of the Company's annual report and other communications. All releases are posted on the Company's website and released to the shareholders in a timely manner.

The Company Secretary is responsible for communications with the shareholders and ensuring that the Company meets its continuous disclosure obligations.

Management of principal risks and uncertainties faced by the Group

The Board as a whole and management are assessing the risk from time to time. Board of Directors discuss and take proper measures for risks faced by the Group.

Review of internal control processes and procedures

The Review of Internal control process and procedures is performed regularly by the Company's internal auditors to ensure efficiency.

31 COMPARATIVES

Certain items in the consolidated statement of financial position have been reclassified in order to conform with the current year presentation. Such reclassifications do not affect previously reported profit or equity.