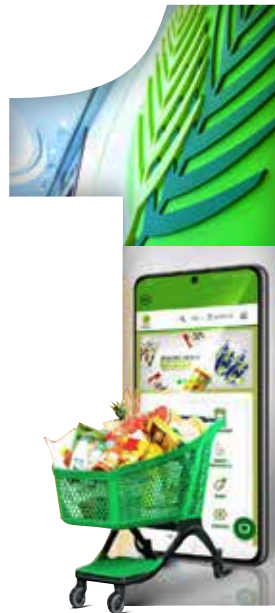


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Board of Directors Report
12th Corporate Governance Report



Your Favourite Neighbourhood Retailer



Board of Directors Report

BOD Report:

The year 2021 was the year of challenges and difficult choices in which we were able to overcome the accelerating changes, that cast a shadow on various sectors, and keep pace with them by adopting stable and balanced crisis and risk management and conservative policies in light of the major changes that the local and global markets witnessed as a result of the COVID pandemic.

Al Meera was able to achieve strong operating revenue with total sales exceeding QR2.8 billion, recording a total profit of QR551.4 million, and earnings per share of QR0.98 for the period ending December 31, 2021 despite the surrounding circumstances, in which it was necessary to take firm and influential decisions, based on the directives of the company's Board of Directors, and the efforts of the executive management and specialized departments.

In light of these changes, we were keen to maximize the company's revenues to support its performance in the market, and we were able, with God's help, to maintain a balanced pace in the company's operational revenue resulting from retail and leasing operations, with a relentless pursuit towards achieving high sales and leasing occupancy in Al Meera's branches.

Based on our vision, we have continued to fulfil our commitment to provide the best fresh products and high-quality essential food commodities at competitive prices to all members of the community by securing reliable transportation channels and logistic services to ensure an uninterrupted supply of both local and imported commodities. Al Meera also contributed to supporting local producers in order to offer their products to our large customer base, in parallel with our participation in several initiatives such as "Made in Qatar", the local vegetables and fruits festival and the Annual Rutab Festival, in support of small and medium agricultural projects as well as continuing to launch our promotions, raffles and initiatives continuously throughout the year.

In line with our ambitious expansion plans, 2021 witnessed the opening of four new branches - two retail and two wholesale. Two retail branches were opened in Al Asmakh Mall in Al Sadd and in Jeryan Junaihat, in addition to two wholesale branches in Al Saliya Central Market and Al Wakra Central Market, bringing the total number of our branches to 60.

After its launch in 2020, our e-commerce platform, has evolved further over the past year, especially with the increasing demand by customers for online shopping and home delivery.

Al Meera also succeeded during 2021 in achieving significant savings in its operational and administrative expenses compared to 2020, as a result of the policy adopted by the company to reach a balanced and sustainable rate of the company's operating costs to enhance the company's profitability and raise its rates of return, as this contributed significantly to reducing the negative effects resulting from the COVID pandemic, which in turn led to a decrease in the population of the State of Qatar.

As we enter the year 2022, we expect promising opportunities for growth and expansion, especially as the world's eyes are currently turning towards the State of Qatar in anticipation of the launch of the long-awaited FIFA World Cup Qatar 2022™. As the country's largest retail outlet, Al Meera is proud to be involved in the organization and planning for this large event.

With this in mind, we signed agreements under which Al Meera will offer its customers official licensed products, making Al Meera at the forefront of retail stores providing customers with official licensed products approved for the FIFA World Cup Qatar 2022™ almost a year before the global event.

Chairman's Message

In the Name of Allah. Most Gracious Most Merciful.

We, the Board of Directors of Al Meera Consumer Goods Company Q.P.S.C. are pleased to present to you the 12th corporate governance report for the year 2022, for the year ending on December 31, 2021, which forms part of our annual report issued by the company.

Al Meera Consumer Goods Company is always working on consolidating the principles of governance, and applying the highest standards of justice, integrity, and transparency, and we believe that working in accordance with these principles, is the best way to good management and governance aimed at strengthening our commitment, to serve the interests of shareholders.

The Board of Directors and Top Management reviewed the practices and regulations related to governance and supervised their implementation in Al Meera, to ensure their adequacy to meet all the requirements of the regulatory authorities in the State of Qatar.

This report represents the annual disclosure of governance code and practices, in accordance with the Corporate Governance Regulations for Companies and Legal Entities Listed in the Main Market issued by the Qatar Financial Markets Authority.

On behalf of Al Meera's Board of Directors and Top Management, we thank our valued shareholders for their continued trust.

Chairman of the Board

Abdulla Abdulaziz Abdullah Turki Al- Subaie

12th Corporate Governance Report

1. Corporate Governance Report

Corporate governance includes an internal system that contains policies, people and processes with a goal to achieve the interests of shareholders and other stakeholders, through effective direction and control of administrative activities using good governance in addition to objectivity and integrity.

We, at Al Meera, are committed to meeting the needs of our clients because we believe that they will ensure that the aspirations of other stakeholders are met. We also believe that good corporate governance provides an effective way to fulfill both the aspirations of clients and stakeholders. We believe that corporate governance is an ongoing systematic practice and not just a legal obligation.

In order to better serve our customers and partners, Al Meera is committed to developing and supporting a corporate governance framework that reflects the highest standards of oversight, independence and transparency. The guiding framework for the establishment of the corporate governance structure was provided through the Corporate Governance Code for Companies and Legal Entities Listed in the Main Market issued by the Qatar Financial Markets Authority ("QFMA CGC") issued by Qatar Financial Markets Authority, Board Resolution No. (5) of 2016, while the general reference is to the applicable laws and other regulations of the State of Qatar and the Qatar Stock Exchange, in addition to the best practices of recognized international governance systems.

The Corporate Governance Report highlights the main elements of the corporate governance system and has been designed and implemented to contain the corporate governance requirements of Al Meera Company for the fiscal year ending on December 31, 2021.

2. Board Assessment of Internal Control Over Financial Reporting

The Board of Directors of Al Meera Consumer Goods Company Q.P.S.C (the "Company") and its subsidiaries (the "Group") have full responsibility for establishing and maintaining the full applicable internal control for financial reporting (ICOFR). Financial ICOFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's consolidated financial statements for external reporting purposes in accordance with International Financial Reporting Standards

(IFRS). The ICOFR includes disclosure controls and control procedures designed to prevent and detect material misstatements in financial reporting.

Risks in Financial Reporting:

The main risks in financial reporting are that the consolidated financial statements are not presented fairly because of inadvertent errors, intentional "fraud" or because the publication of consolidated financial statements is not done on a timely basis. A lack of fair presentation arises when one or more of the financial statements or disclosures contain omissions that may be material. Misstatements are considered material if, individually or collectively, they could influence the economic decisions that users make on the basis of the consolidated financial statements.

To confine those risks of financial reporting, Al Meera has established the applicable internal controls over financial reporting with the aim of providing reasonable, not absolute, assurance against material misstatement. Management has conducted a formal assessment of the effectiveness of the design, implementation and operation of internal controls over financial reporting as of December 31, 2021 based on the framework and standards set in Internal Oversight - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

COSO recommends setting specific objectives to facilitate the design as well as the effectiveness of operational evaluation of the internal controls over financial reporting. As a result, when establishing the internal controls, management has adopted the following financial statement objectives:

- Existence or/Occurrence - the assets and liabilities actually exist and the transactions have occurred.
- Completeness: - All transactions are recorded; account balances are included in the consolidated financial statements.
- Valuation/Masurement - Assets, liabilities and transactions are recorded in the financial reports in the appropriate amounts.
- Rights, Obligations and Ownership Rights and obligations are recorded appropriately as assets and liabilities.
- Presentation and Disclosure - Classification, disclosure and presentation of financial reports appropriately.

However, any system of internal control including ICOFR, no matter how well managed and operated, can only provide reasonable but not absolute assurance, that the objectives of that control system will be achieved, and as such ICOFR disclosure controls, procedures or systems may not prevent all errors and fraud. Moreover, the design of the controls system must reflect the fact that resource constraints exist, and the benefits of controls in relation to their costs must be considered.

Organizing the Internal Control System

The departments and functions' directors are responsible for coordinating the operational activities under their control to align with the strategy of Al Meera and to be in line with all internal policies "at all levels / business, group, function and country" and external regulations and laws that apply to business and functions.

Controls within the system of ICOFR are performed by all business and support functions with an involvement in reviewing the reliability of the books and records that underlie the consolidated financial statements. As a result, the operation of ICOFR involves staff based in various functions across the organization.

Controls to Reduce the Risk of Errors in Financial Reporting

The system of ICOFR consists of a large number of internal controls and procedures aimed at minimizing the risk of misstatement of the consolidated financial statements. Such controls are integrated into the operating process and include those which:

- Are ongoing or permanent in nature such as supervision within written policies and procedures or segregation of duties;
- Operate on a periodic basis such as those which are performed as part of the annual consolidated financial statement preparation process;
- Are preventative or detective in nature;
- Have a direct or indirect impact on the consolidated financial statements themselves. Controls which have an indirect effect on the consolidated financial statements include entity level controls and Information Technology general controls such as system access and deployment controls whereas a control with a direct impact could be, for example, a reconciliation which directly supports a balance sheet line item; and

- Feature automated and/or manual components. Automated controls are control functions embedded within system processes such as application enforced segregation of duty controls and interface checks over the completeness and accuracy of inputs. Manual internal controls are those operated by an individual or group of individuals such as authorization of transactions.

Measuring the Design and Operating Effectiveness of Internal Control:

The group carried out an evaluation process for the ICOFR system for the financial year 2021, and the evaluation process included the adequacy of the design, and the effectiveness of the implementation and operation of the system of internal control over financial reports ICOFR, and the following was taken into account:

- The risk of errors in the items of the consolidated financial statements, taking into consideration some factors such as materiality and the susceptibility to errors in the financial statements.
- The susceptibility of identified controls to failure, given factors such as degree of automation, complexity, risk of management overrun, staff competence, and level of control required.

Collectively, these factors determine the nature and extent of evidence required by management in order to be able to assess whether the design and operation of the ICOFR system is effective or not. The evidence itself is generated from procedures integrated within the daily responsibilities of staff or from procedures implemented specifically for purposes of the ICOFR evaluation. Information from other sources also form an important component of the evaluation since such evidence may either bring additional control issues to the attention of management or may corroborate findings.

Management's assessment included a review of the controls relating to the following processes:

- Revenue
- Financial Closing and Reporting
- Treasury
- Investments
- Salaries of employees
- Fixed Assets and Intangible Assets

- Procurement and General and Administrative Expenses
- Inventory management
- Shop rental income
- Goodwill

The evaluation also included an assessment of the design, implementation, and operating effectiveness of Entity Level Controls, Information Technology General Controls, and Disclosure Controls.

The result:

As a result of the assessment of the design, implementation, and operating effectiveness of ICOFR, management did not identify any material weaknesses and concluded that ICOFR was designed, implemented, and operated effectively as of 31 December 2021.

3. The Board of Directors' report on the company's compliance with the applicable laws of the Qatar Financial Markets Authority and related legislation, including the corporate governance system for companies and legal entities listed on the main market (the "Regulations") as on December 31, 2021

Under the direction of the Board of Directors, Al Meera worked to develop and achieve compliance with the corporate governance code for companies and legal entities listed on the main market, where Al Meera contracted with a specialized international consulting company to work jointly with the relevant officials in the company to reconcile the company and the requirements of the system. All relevant stakeholders of the Company have participated in the efforts to comply with the provisions of the Regulations and related laws on the basis of the principle of transparency and cooperative action. In the first place, the management of Al Meera is responsible for having effective internal controls and processes that ensure compliance with all governance policies and maintaining such compliance, which is subject to oversight by the Legal Affairs Department and the Audit and Risk Committee.

Based on the review of the Company's Board of Directors and senior executive management, Al Meera has committed to applying the principles and provisions of the corporate governance code for companies and legal entities listed on

the main market issued by the Qatar Financial Markets Authority for the financial year ending on December 31, 2021.

In addition to the efforts that have been made, the Company will continue its efforts to ensure compliance with the provisions of the Code.

4. Shareholders

Al Meera values and respects the rights of its shareholders, which are established by the Articles of Association (AOA) to ensure that shareholders' rights are respected in a fair and equitable manner.

The established rights of the shareholders specifically include inter alia, a priority in subscription of Al Meera's shares, access to share ownership records, rights of and attendance of annual and extraordinary general assemblies. The shareholder rights also include exercise of voting and the right of voting through proxies, rights on taking decisions on the distribution of dividends in the annual general assembly meeting. Shareholder rights extend to include calls for general assembly, setting and discussion of meeting agendas and the right to receive feedback on questions asked in addition to the method of voting on Board election, and participation in major decisions through General Assembly and so on.

5. Shareholding Information

Al Meera Consumer Goods Company (Q.P.S.C.) was established by the Law 24 of 2004 regarding transforming Consumer Co-operative Societies into a Qatari shareholding company. The decision number 40 of 2005 dated 28 February 2005 was issued by the Minister of Economy and Commerce to establish the Company in accordance with the provisions of Article No. 68 of Law No. 5 of 2002 regarding Commercial Companies and their Memorandum and Articles of Association. The Company's conditions were reconciled in accordance with the resolutions of the Extraordinary General Assembly held on 5 October 2016, under Law No. 11 of the year 2015 issuing the Commercial Companies Law and the provisions of the Memorandum of Association and the amended Articles of Association.

The capital of the Company is QAR 200,000,000, which is divided into 200,000,000 shares, after share split, at a nominal value of QAR 1 per share.

Al Meera was listed on the Qatar Stock Exchange on 28 October 2009 (Al Meera ticker symbol: MERS). Upon listing, the shareholding composition of the Company remained as it was on its establishment in 2005, as follows:

Shareholders	Shares held	Shareholding Percentage
Qatar Holding L.L.C.	52,000,000	26%
Shareholders of Private Sector	148,000,000	74%

The amended articles of association of the company specify that Qatar Holding Company owns 26% of total shares, and that the total number of shares owned by a shareholder should not exceed 5% of the company's total shares. Therefore, we would like to disclose the percentage of the contribution of the General Retirement and Social Security Authority as on December 31, 2021, as it owns 7.3%, or 14,561,017 shares of the company's total shares.

In the interest of the company to comply with the maximum percentage of what any shareholder can own in the company, and for the purpose of reviewing the shareholders' register, Al Meera obtains correct information and an updated copy of the shareholders' register, which is kept with the company.

6. The Board of Directors, Board Committees and the Senior Executive Management

The Board is entrusted by the shareholders with the authority to govern the Company, oversee its business activities and operations and to provide effective governance over the Company's key affairs. The responsibilities of the Board of Directors are set out in the Company's Articles of Association, Corporate Governance Framework, and more clearly defined in the Board Charter in compliance with QFMA Corporate Governance Code Article 8, which can be found on the Company's website.

In order to provide an organized and focused means of achieving the Company's goals and to properly address specific or specialized issues in a timely manner, the Board has set up the following Board Committees in accordance with Governance Code and leading practices.

- Audit and Risk Committee
- Nomination and Remuneration Committee
- Tenders and Auctions Committee

For additional information of Board Committees, please refer section 8.

In addition, the Board has assigned the day-to-day management of the Company to the Chief Executive Officer, subject to clear instructions and within the bounds of their delegated authority, while the Board has the ultimate responsibility of the governance of the Company, some of the duties and tasks delegated to the Chief Executive Officer are as follows:

- Develop and implement Board approved strategy reflecting long-term objectives and priorities.
- Implement corporate governance framework established by the Board.
- Assume full accountability to Board for all aspects of Al Meera operations and performance.
- Maintain ongoing dialogue with the Board and Chairman.
- Build and maintain an effective management team.
- Ensure adequate operational planning, risk management and internal control systems are in place.
- Closely monitor operations and financial results in accordance with the plans and budgets.
- Represent Al Meera to major customers, professional associations, service providers and regulators, and maintain effective internal and external public relations and act, in conjunction with the Chairman of the Board, as Al Meera authorized liaison officer with the media for press releases etc.
- Spearhead major Al Meera initiatives.

Executive management profiles can be found on Appendix 2.

7. The Delegation of Authority

Delegation of authorities and roles and responsibilities of each of the functions has been documented in governance documents, with clear authority limits, strict respect for a dual signatory principle, and controls over the licensing of commercial transactions. The Board of Directors also adopted the operational policies and procedures, according to the specialized studies carried out by a group of expert consultants. The company will continue the follow up on updating the charters and the company's governance policies and practices ensuring compliance to any new instructions or requirements.

7.1 Board Charter

In accordance with the provisions of the Code, the Board has amended the Board Charter to reflect the requirements of the Governance Code for Companies and Legal Entities Listed on the Main Market issued by Qatar Financial Markets Authority pursuant to Decision No. 5 of 2016, the Board charter details the Board's functions, rights, duties and responsibilities to assist in the exercise of its powers and fulfilment towards the Company. The amended Board Charter is published on the Company's website for general reference by the stakeholders.

7.2 Code of Conduct

The Board believes that working according to the highest level of honesty and integrity is of paramount importance to protect the interests of Al Meera, its shareholders, and its customers.

Therefore, the Board of Directors and the Senior Executive Management are committed to the highest standards of integrity and professional behavior in the practice of operational activities, in accordance with the rules of professional conduct approved by the Board.

7.3 Board Composition

In accordance with Articles of Association, Al Meera's Board is currently composed of seven (7) members of whom Two (2) members are nominated by Qatar Holding L.L.C., from whom a Chairman is selected. The remaining five (5) Members are elected by way of a secret ballot involving the shareholders at the Annual General Assembly.

Details of our distinguished Board members are included in Appendix 1:

Board members (session 2019-2022)

No.	Name	Role	First Ap- pointment	Representing	Status	Shares Owned Upon Election	Shares Owned as of 31-Dec- 2021
1	H.E/Eng.Abdulla Abdulaziz Abdullah Turki Al- Subaie	Chairman	March 2019	Qatar Holding	Non- Independent / Non-Executive	Not applicable	Not applicable
2	Mr. Ali Hilal Ali Omran Al- Kuwari	Vice Chairman	March 2019	Qatar Holding	Non- Independent / Non-Executive	Not applicable	4,240
3	Prof. Dr. Khalid IbrahimMohammed Abu Yaqoub Al- Sulaiti	Member	March 2016	Shareholders	Independent / Non-Executive	2,000	221,210
4	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi	Member	March 2016	Shareholders	Independent / Non-Executive	36,500	23,610
5	Sheikh/ Nayef Eid Mohammed Thani Al- Thani	Member	March 2019	Shareholders	Independent/ Non-Executive	69,500	7,060
6	Mr. Hetmi Ali Khalifa Al --Hitmi	Member	April 2019	Shareholders	Non-Independent / Non-Executive	20,000	1,100,000
7	Mr. Eissa Khalid Eissa Al Muslimani	Member	April 2019	Shareholders	Independent/ Non-Executive	2,000	-

7.4 Board Meetings

Board meetings are conducted regularly, given that there should be no less than (6) Board meetings in the annual financial year, Al Meera's Board of Directors held (8) meetings in 2021.

Board meetings	Meeting date	Attendees	Absentees
1	18/1/2021	6/7	1
2	23/2/2021	7/7	0
3	28/4/2021	7/7	0
4	29/7/2021	5/7	2
5	11/8/2021	6/7	1
6	24/10/2021	6/7	1
7	15/11/2021	6/7	1
8	13/12/2012	4/7	3

7.5 Board Activities During the Year 2021

In 2021, the Board of Directors achieved a number of key governance goals and supervised the implementation of a number of key successful initiatives, including:

- Approval of the consolidated and audited financial statements for the fiscal year 2020.
- Adoption of the estimated budget for the financial year 2021
- Approval of the agenda of the Ordinary General Assembly for the year 2021 for the year ending 2020
- Approval of some bids.
- Discuss the modernization/development of the company's operational processes.
- Discussing some investment initiatives in Al Meera.
- Discussing some legal issues related to Al Meera.
- Discussing the reconciliation of the company's situation in accordance with the amendments to the Commercial Companies Law No. 8 of 2021
- Evaluate the performance of the senior executive management and evaluate the overall performance of the company as a whole.
- Evaluate the activities of the Board of Directors' committees and review the annual committees' work reports.

7.6 Board Member Induction and Ongoing Educational Development

Al Meera has developed a structured induction and educational programme for new Board Members upon their appointment to become familiar with all aspects of Al Meera's business activities, the company structure, management and all other information enabling the said Board Member to assume his/her responsibilities. During the year 2021, the Company conducted a training session to the current board members on Corporate Governance.

7.7 Prohibition of Combining Positions

The company has ensured the separation of roles between the Chairman of the Board of Directors and the Chief Executive Officer, and that the Chairman of the Board of Directors is not a member of any of the Board's committees.

Additionally, the Chairman and all other members of the Board of Directors provided, a written acknowledgment, for the year 2021, that they did not combine any of the positions prohibited under article (7) of the Governance Code.

7.8 Duties of the Chairman of the Board

The Chairman is responsible for ensuring the proper functioning of the Board in an appropriate and effective manner, including timely receipt of complete and accurate information by the Board Members and his duties and responsibilities include, but are not limited to, chairing the Board and general meetings ensuring efficient conduct of meetings, encouraging effective participation of Board members. The Chairman's role also mandates the approval of Board meeting agenda, facilitating effective communication with shareholders and communication of their opinions to the Board of Directors, and annual evaluation of Board performance.

7.9 Duties of Board Members

Each of the Board members accepts and acknowledges the obligations owed to the Company as set out in the Board Charter and in accordance with Law and under Article 12 of the Governance Code specifically and QFMA Corporate Governance Code.

7.10 Board Membership and Members Qualifications

During the meeting of the Ordinary General Assembly in March 2019, (5) members of the Board of Directors of Al Meera who represent the shareholders of the private sector, were elected, while Qatar Holding Company appointed (2) other members representing the state. The term of the current Board of Directors expires by 2022. Elections for the new term of the Board will be held during the Ordinary General Assembly in 2022, thus, the new members will be subject to an induction program on their roles and responsibilities, related organizational requirements, and other key issues.

The Nomination and Remuneration Committee undertakes the task of nomination and relies on a mechanism based on clear and objective criteria for accepting nominations. The Committee proposes members of the Board of Directors for election by the General Assembly, taking into account the requirements of Commercial Law No. 11 of 2015 and its amendments, and the

corporate governance code issued by the Qatar Financial Markets Authority in this regard. It also supervises the annual performance assessment for the Board of Directors and its committees. The Board of Directors' membership candidates must submit a written declaration, in which they are authorized not to combine the positions which are prohibited to combine with the membership of the Board.

The members of the Board of Directors possess the knowledge and experience necessary to perform their duties in a manner that serves the interest of the Company. Additionally, they dedicate their time and attention throughout their term of office, to effectively perform their duties. They also meet the membership requirements of the Board of Directors, as stipulated in Article No. (5) of the Corporate Governance Code issued by the Qatar Financial Markets Authority. Moreover, in compliance with Article No. (6) of the Corporate Governance Code issued by the Qatar Financial Markets Authority, one third of the Board of Directors of Al Meera are independent members.

Conditions that must be met by a member of the Board of Directors (conditions for the validity of candidacy):

A member of the Board of Directors is required to:

1. Not be under twenty-one years old with full capacity
2. Not have been sentenced to criminal penalty, or a crime against honor or integrity, or any of the crimes stipulated in Article (40) of Law No. (8) Of 2012 concerning the Qatar Financial Market Authority, and articles (334) and (335) of law No. (11) Of 2015 Promulgating Commercial Companies Law, or be prevented from practicing any work in the entities subject to the Authority's jurisdiction under Article (35 paragraph 12) of law No. (8) Of 2012 referred to, or have been bankrupted, unless been rehabilitated.
3. Be a shareholder owning, when elected, or within thirty days from its election date, (20,000) of the Company's shares determined by Article of Association. Such shares shall be deposited to the Depository within sixty days from starting date of membership with prohibition from trading, mortgage or seize until the end of membership period, approved on the last budget of financial Year

of doing business. Such shares shall also be allocated to ensure the rights of the Company, shareholders, creditors and third parties for the responsibility of the Board members. If the member does not provide the guarantee as mentioned, its membership becomes invalid. The Independent Member shall be exempted from this requirement.

4. Not be a member of the board of directors of more than three joint-stock companies whose headquarters are in the State of Qatar
5. Not be a member of the board of directors or vice-chairman of more than two companies, each of which has its head office located in the State of Qatar.
6. Not be a managing director of more than one company whose head office is in the State of Qatar
7. Not be a member of the two boards of directors of two companies that practice homogeneous activity.

7.11. Performance Assessment of the Board of Directors

A self-assessment of the Board for the year 2021 was conducted in accordance with the requirements of the Corporate Governance Code issued by the Qatar Financial Markets Authority. To evaluate the performance of the Board and its committees according to a specific questionnaire developed by the Nomination and Remuneration Committee, that include criteria on contributions and interaction, quality of input, understanding of roles, responsibilities and main tasks and the relationship with the senior executive management. The evaluation process also took into account the main components of the formation and composition of the Board and its responsibilities.

The Chairman of the Board of Directors made a comprehensive evaluation of the Board as a whole and its committees, and the Top Management as well, to determine whether the Board and its committees, and the Top Management, are optimally effective. The Nomination and Remuneration Committee reviewed the evaluation results and submitted a report to the Board of Directors evaluating the overall performance of the Board and its committees for the fiscal year 2021.

8. Board Committees

The Board has established two standing committees as per the requirements of the Corporate Governance Code, which are the Audit

and Risk Committee and the Nomination and Remuneration Committee. The composition of the Board Committees are as follows:

No.	Board of Directors	Status	Audit and Risk Committee	Nomination and Remuneration Committee	Tenders and Auctions Committee
1	H.E/Eng. Abdulla Abdulaziz Abdullah Turki Al- Subaie (Chairman)	Non-Independent	-	-	-
2	Mr. Ali Hilal Ali Omran Al- Kuwari (Vice Chairman)	Non-Independent	-	-	Committee-Chair
3	Prof. Dr. Khalid Ibrahim Al- Sulaiti (Member)	Independent	-	Committee Chair	Committee Member
4	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi (Member)	Independent	Committee Member	Committee Member	Committee Member
5	Sheikh/ Nayef Eid Mohammed Thani Al- Thani (Member)	Independent	Committee-Chair	-	-
6	Mr. Hetmi Ali Khalifa Al Hitmi (Member)	Non-Independent	-	Committee Member	-
7	Mr. Eissa Khalid Eissa Al Muslimani (Member)	Independent	Member	-	-

8.1. Audit and Risk Committee

The committee assists the board of directors in carrying out its supervisory and oversight duties to ensure the integrity of the company's financial statements. It advises the Board of Directors on the efficiency and effectiveness of internal control systems and the arrangements that must be made to manage risks. The Committee

is also charged with ensuring the independence and objectivity of the internal and external audit functions. Members of the Audit and Risk Committee shall have the experience necessary to perform the duties and responsibilities of the Committee

The Audit and Risk Committee consists of 3 members and a secretary:

No.	Name	Role	Status	Independence
1	His Excellency Sheikh / Nayef bin Eid Mohammed Al Thani	President	Board Member, Non-Executive	Independent
2	Mr. Muhammad bin Abdullah Al-Mustafawi Al-Hashemi	Member	Board Member, Non-Executive	Independent
3	Mr. Issa bin Khaled Issa Al-Maslamani	Member	Board Member, Non-Executive	Independent
4	Mr. Elsayed Mohamed Salem	Secretary	Executive - Internal Audit Staff	

The Audit and Risk Committee met 6 times during the year 2021,

Number of committee meetings	Meeting Dates
1	February 21, 2021
2	April 26, 2021
3	July 13, 2021
4	August 8, 2021
5	October 24, 2021
6	November 14, 2021

The responsibilities of the Committee are documented in its current charter as follows:

- Review the Audit and Risk Committee Charter, the Internal Audit Charter, and recommend changes or updates to the Board on an annual basis.
- Recommend external auditor candidates to the Board, approve their fees, review the scope and results of the audit, and its effectiveness.
- Approval of any non-audit work to be performed by the external auditors.
- Confirm and assure the independence of the internal audit function and the external auditors, including the review of management

consulting services and associated fees provided by the external auditors, all on an annual basis.

- Review with other Committees, management, the Head of Internal Audit and Compliance and external auditors, the significant risks or exposures that exist and assess the steps Management has taken to minimize such risk to the Company.
- In consultation with the external auditors and the Head of Internal Audit, consider the scope and plan of the internal and external audit.
- Review with the Head of Internal Audit and the external auditors the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of audit resources.
- In cooperation with the Director of Finance and the external auditors, upon completion of the quarterly review and annual examination, the audited quarterly and annual financial statements, annual audited financial statements and related footnotes, and the integrity of the company's financial reports are reviewed in accordance with the applicable accounting principles of the company.
- The Audit and Risk Committee reviews and recommends to the Board of Directors, approving the quarterly and annual financial results
- Examine any relevant major observations or recommendations by the external and internal auditors with management responses thereto.
- Study any material changes required in the external auditors' audit plan, any serious difficulties or disagreements with management encountered during the audit process and finding solutions to them, and to other issues related to the audit process.
- Annual consideration and review of the following in cooperation with the management and the head of internal audit:
 - The observations made by the internal audit during the year, and the management responses attached thereto;
 - The effectiveness of the company's internal control over the management system, business, technology, practices and risks;
 - Any changes required in the scope planned by the Head of Internal Audit.

- Review the company's dealings with related parties, and the inappropriate activities of the company (if any). The extent to which they are subject and complied with the controls related to those transactions
- Review legal and regulatory issues that may have an impact on the financial statements, related compliance policies, programs, and regulators' reports.
- Meet the Head of Internal Audit and Compliance Officer, the external auditors, other committees, and management in separate executive sessions to discuss any matters that should be discussed with the Audit and Risk Committee.

The committee has succeeded in completing many of its tasks in 2021, the most prominent of which are the following:

- Reviewing the offers of the external audit offices to assess the data for the financial year 2021 and to verify that the appropriate controls are in place, to choose the most appropriate offer of them.
- Selection of the external audit firm, Deloitte & Touche, to audit the financial statements for the financial year 2021
- Supervising and reviewing the accuracy and validity of the consolidated financial statements for the year 2020.
- Supervising and reviewing the accuracy and validity of the financial statements for the first quarter of 2021
- Supervising and reviewing the accuracy and validity of the financial statements for the first half of 2021
- Supervising and reviewing the accuracy and validity of the financial statements for the third quarter of 2021
- Meeting with the Internal Audit Department and discussing the quarterly periodic reports (every three months) submitted by the Internal Audit Department on internal control work during the year 2021 and following up on the work accomplished by the Internal Audit Department in accordance with the approved audit plan
- Discussing the Internal Audit Department's annual report for the year 2021
- Submitting the Internal Audit Committee annual report to the Board of Directors, for the year 2021

- Discussing the internal audit report on the review of the tender for the implementation of the new SAP project.
- Discussing and approving the internal control systems on the financial reports applied in the company according to the requirements of governance.
- Discussing the risk report prepared by the consulting company, on the risks identified by the executive management for the first quarter to the third quarter.

8.2. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is concerned with several specific matters in accordance with the Charter of the Nomination and Remuneration Committee approved by the Board of Directors, which includes the following:

- Review and submitting nominations for vacancies for the Board of Directors and key executives.
- Developing a draft succession plan for the company's management to ensure the speedy

appointment of the appropriate alternative to fill the vacant positions in the company

- Presenting a proposal and a mechanism for determining the remunerations of the members of the Board of Directors and key executives.
- Conducting the annual evaluation of the Council.

The vast majority of the members of the Committee consist of those with administrative experience. The Nomination and Remuneration Committee held (4) meetings during the year 2021, and the attendance met the quorum.

Number of committee meetings	Meeting Dates
1	23 February 2021
2	25 February 2021
3	4 April 2021
4	1 June 2021

The committee comprises of the following members:

No.	Name	Role	Status	Independence
1	Prof. Dr. Khalid Ibrahim Al- Sulaiti	Chairman	Board Member, Non – Executive	Independent
2	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi	Member	Board Member, Non – Executive	Independent
3	Mr. Hetmi Ali Khalifa Al Hitmi	Member	Board Member, Non – Executive	Independent
4	Mr. Abdullah Alaaeldin El Hakeem	Secretary	Lawyer & BOD Sec- Legal and Compliance Dept.	

The most prominent tasks of the committee accomplished during the year 2021:

- Examining and recommending the remuneration of employees and their annual bonuses and approving the granting of remunerations as stipulated in the company's personnel policy for the financial year ending on December 31, 2020.
- Examining and recommending the remuneration of the Board of Directors, the Executive Management, and the Secretary of the Board of Directors for the year ending December 31, 2020.
- Examining employees' complaints and grievances related to the annual performance appraisal and taking the necessary decisions in light of the results it has gotten.

- Submit an annual report to the Board of Directors on the committee's performance during the year 2021, including the work it carried out and the recommendations it concluded.
- Reviewing the annual self-assessment report submitted by the Board members and submitting an annual report to the Board that includes a comprehensive analysis of the Board's performance.

And The Remuneration and Nominations Committee, in its third meeting 2022, held on February 22, 2022, recommended a proposal to remunerate the Board of Directors in the light of Article (18) of the Corporate Governance Code, with a total amount of (7,380,000 Qatari riyals), with not exceed 5% of the net profit,

after deducting reserves, legal deductions, and distribution of profits, as the committee also recommended the remuneration of the Executive Management -please refer to Note No. (25) of the consolidated Financial Statements for the year ended 31 December 2021

8.3. Tender and Auction Committee

The Tender and Auction Committee was established to ensure that the company has efficient and effective purchasing decisions. Additionally, to guarantee that the implementation of business works and acquired services is realized through the best means and conditions with the least possible cost. The Tenders and Auctions regulation sets out the terms of reference for the Committee.

The Committee comprises of six (6) members, an observer, and a secretary:

No.	Name	Role
1	Mr. Ali Hilal Ali Omran Al- Kuwari	Chairman
2	Prof. Dr. Khalid Ibrahim Al- Sulaiti	Member
3	Mr. Mohammad Abdulla Al Mustafawi Al Hashemi	Member
4	Assets & Property Director	Member
5	Finance Director	Member
6	Legal Director.	Member
7	Internal Audit staff	Observation
8	General Services Head	Secretary

The committee has met (26) times during the year 2021, and the following are their responsibilities:

- Issue tenders and receive bids.
- Study and evaluate technical and financial evaluation reports in light of what the applicant (bidder) has proposed.
- Issue decisions concerning the tenders or provide recommendations on the most appropriate bid, in accordance with the provision and procedures set out in the "Tender and Auction Regulation".
- Prepare minutes of each Meeting, which are signed by the Committee Chairman and the attending members at the end of each meeting, for record purposes as to the works and recommendations of the Committee.

9. Board Secretary

The Board has appointed a Board Secretary, who is also handling the additional responsibility of the Company's Legal and Compliance Director.

The Board Secretary provides administrative support to the Chairman, Board members and the Board committees, to ensure the compliance to the law and to facilitate the execution of their functions.

The Board Secretary is additionally responsible for ensuring that the correct Board procedures are followed and advising the Board on all legal and Corporate Governance matters.

10. Internal Control System

The Board of Directors is responsible for the company's internal control system, and the Board has approved a comprehensive set of documents including the organizational structure, grade and salary structure, job descriptions, policies and procedures, and the delegation of financial and operational authority to regulate the company's operations. The council has ensured, through existing delegations of authority, that no individual has unfettered powers.

11. Internal Audit

Al Meera has an independent internal audit function that reports to the Audit and Risk Committee of the Board of Directors. The risk-based internal audit plan is prepared by the Internal Audit Department, approved and approved by the Audit and Risk Committee, which covers the various areas of Al Meera's operations. The internal audit function has access, at all times, to all accounts, books, records, systems and individuals in order to fulfill its audit responsibilities.

The Internal Audit Department reviews the business and technical processes to identify risks, reviews the controls set to reduce those risks, and makes recommendations. The internal audit staff has the independence to report objectively on any issues without being bound by the chain of command. The Internal Audit Department staff monitors and supports the governance structure and activities to ensure its continued effectiveness.

The Internal Audit Department submits quarterly periodic reports to the Audit and Risk Committee, including, but not limited to, the extent of compliance with internal control

systems and the management of risks facing the company.

12. Risk Management

The Board of Directors has overall responsibility for managing risk in the Company and for promoting appropriate risk management practices within the Company. Al Meera has established a risk management framework and an independent risk management function. The objective of the Company's risk management process is to assess, address and control internal and external risks that may affect the achievement of Al Meera's strategic plan.

Al Meera has clear systems, policies and procedures regarding risk management to ensure comprehensive risk management. The role of the risk management function falls under the purview of the Audit and Risk Committee, the internal audit planning process is enhanced by aligning the risk-based internal audit plan with the company's risk profile.

Risk Management Approach

Al Meera's risk management framework is in line with the components of the COSO Model, which support monitoring, recording, analysis and reporting on risks. Al Meera's business risk register is subject to a periodic review on a quarterly basis as it is prepared by the company's management team for each business unit. The register is then compiled and reviewed by an expert consulting company, and it is presented to the Chief Executive Officer to review and evaluate the most prominent risks and risk mitigation plans. This process forms the basis of the report that is submitted to the Company's Audit and Risk Committee.

13. Compliance with the laws of the Qatar Financial Markets Authority and related legislation, including its Corporate Governance Code

The Company's Legal Affairs Department continuously informs the Board of Directors and Senior Executive Management about the development of any new or amended laws and regulations, it also strives to comply with all new or amended laws and regulations. It should be noted that Al Meera has not been subject to any penalties or financial fines imposed by Qatar

Financial Markets Authority during the year 2021, as a result of its non-compliance with any provisions of the Qatar Financial Markets Authority's laws and related legislation, including the corporate governance code issued by it, and the rules of listing and disclosure. Al Meera confirms that there are no cases of material non-compliance with the provisions of the above-mentioned laws.

14. External Auditors

At the meeting of the Ordinary General Assembly, the Board of Directors will recommend to the General Assembly to appoint the office "Deloitte and Touche" of an external auditor for Al Meera, based on the recommendations of the Audit and Risk Committee.

15. Related Parties' and Conflict of Interest Policy

While related party transactions are disclosed, Al Meera has prepared a formal related parties' policy that governs related parties' business transactions and potential conflicts of interest as well as related practices and disclosures. The policy was disclosed as soon as it was adopted, and there were no instances of conflict of interest during the year 2021.

In compliance with Article (25) of the Corporate Governance Code issued by the Qatar Financial Markets Authority, Al Meera has a clear policy for dealing with rumors that are disclosed by third parties, and in general any information that may harm the company's reputation, where rumors are addressed and escalated on a case-by-case basis, given their source and expected impact.

The Board of Directors has appointed the Chief Executive Officer as an authorized spokesperson on behalf of the Company to speak on behalf of the Company to disseminate general information, respond to specific inquiries from the media, or respond to rumors by way of denial or substantiation.

16. Related Party Transactions

Al Meera did not enter into any transactions with related parties (as defined in the Governance Code issued by the Qatar Financial Markets Authority) during the financial year ending on December 31, 2021.

For information about transactions with related parties, please refer to Note No. (25) "Related Parties Disclosure" in the audited and consolidated financial statements for the year ended December 31, 2021.

The company has controls that govern its entry into business deals with related parties. The company's policy also prohibits the chairman, members of the board of directors, and executives from entering into any transactions of buying or selling the company's shares during the ban period specified by the Qatar Stock Exchange until the public announcement of the financial statements, thus, no related party did any transactions during the ban periods during 2021.

17. Insider trading

Al Meera has set rules and procedures prohibiting the chairman, members of the board of directors, executive directors and insiders from trading in the company's shares, during the ban period specified by the Qatar Stock Exchange, until the public announcement of the financial statements. In this context, all board members and senior management disclosed all trading operations in the company's shares

18. Remuneration Policy

The Articles of Association governs the remuneration of Board members. Board remuneration is subject to approval of the General Assembly with a maximum limit of 5% of the net profit to be attributed to bonus distribution, in accordance to Article 42 of the company's Articles of Association.

The Board determines senior management compensation. The senior management compensation is composed of a salary and a performance related bonus. The Board determines the limits for fixed salary components.

19. Disputes and Legal Issues

During the year 2021, the company was a defendant in a case related to the membership of the board of directors, and the Management consider that, the subject matter of the lawsuit has ended with not accepting the plaintiff's requests, other than that there were no major legal disputes that would have a material impact on the company, knowing that Al Meera has some

cases The company believes, based on its best judgments, that the outcome of these cases will not have a direct impact on the group, whether on an individual or overall basis.

20. Stakeholder Rights

When making decisions, the Board of Directors aspires to take into account the interests of all stakeholders such as employees, customers, suppliers and the rest of the community in which the company operates. The employees of the company have equal rights without any discrimination based on race, gender or religion. The Board of Directors has approved the remuneration policy that provide incentives for employees, with the aim of stimulating performance in the interest of the company.

21. Fair Treatment of Shareholders and Voting Rights

According to the provisions of Article 8 of the Company's Articles of Association, which states that "Shareholders have equal rights and have all rights arising from the ownership of the share as per the provisions of the Law and relevant regulations and resolutions", all the shareholders are equal and they have the right of equality, in particular the right to dispose of shares and obtain the share of the dividends, the attendance of the General Assembly, the participation in the deliberations and voting on its decisions. The shareholder also has the right to access and request information in a manner that does not harm the interests of the Company. Non-Qataris may purchase shares of the Company, provided that the total of Non-Qataris shares do not exceed 49% of the Company's shares.

22. Investor Relations

In support of management's commitment to establish transparent and close communication with the shareholders, as well as the company's commitment to shareholders' rights in obtaining information, all stakeholders can access information relating to the Company and its Board members and their qualifications. The Company continuously updates its website with all Company news, in addition to including this information in the Annual Report presented to the General Assembly.

23. Reporting Violations

A mechanism has been designed and adopted to enable stakeholders to report behaviors which are considered suspicious, illegal, unethical or harmful to the company, while the confidentiality of the information received has been ensured, and whistleblowers are protected. This process was also supervised by the Audit and Risk Committee, which is responsible for receiving violation reports.

24. Dividend Policy

The payment of dividend is subject to recommendation by the Board of Directors which is then approved by the Shareholders in the Annual General Assembly meeting. For the Year 2021, the recommended cash dividend is 90 % of the paid-up capital.

25. Sustainability and Social Responsibility:

Supporting Environmental Initiatives

As part of its efforts to lay the foundations for a more sustainable future, Al Meera is committed to providing the necessary support for sustainability initiatives that aim to raise awareness of environmental responsibility and promote a culture of environmentally friendly practices in the community. The following are among the initiatives that received great response; Installing machines for recycling plastic bottles and metal cans, which are currently operating in a number of the company's branches, launching environmentally friendly bags, recycling paper, and collecting used batteries in cooperation with the Ministry of Municipality and Environment for their safe disposal to protects the community from its damage.

The ambitious environmental initiatives launched by Al Meera, guided by the Qatar National Vision 2030 and its four pillars: Economic, Human, Social and Environmental development, have contributed to the consolidation of sustainable practices throughout Qatar.

Supporting Social and Sports Initiatives, Activities and Events

The company is obligated to contribute 2.5% of its annual profits to the Corporate Social and Sports Activities Fund, as required by the State of Qatar governmental law. And Al Meera's contribution an amount of 4,618,112 million Qatari Riyals representing 2.5% of Al Meera's profits of the year 2021.

26. Subsidiaries and Associates

The Company is the ultimate parent of the following Companies:

1. Al Meera Holding Company L.L.C.
2. Al Meera Supermarkets Company W.L.L.
3. Al Meera Development Company L.L.C.
4. Qatar Markets Company L.L.C.
5. Al Meera Bookstore Company W.L.L.
6. Al Meera Logistics Services Company. L.L.C.
7. Maar trading and Servicing Company. L.L.C.

Qatari Associate

1. Al Oumara Bakeries Company L.L.C.

Overseas Subsidiaries

8. Al Meera Oman SAOC
9. Al Meera Markets SAOC

Our Board Members | Appendix 1:

Board of Directors Profiles



H.E/Eng. Abdulla Abdulaziz Abdullah Turki Al- Subaie

**Chairman of the Board of Directors
Nominated by Qatar Holding L.L.C.**

His Excellency Abdulla bin Abdulaziz bin Turki Al Subaie was appointed Minister of Municipality and Environment in November 2018.

H.E. Al-Subaie also continues as Managing Director and Chief Executive Officer of the Qatar Railways Company, having held these positions since March 2011 and January 2017 respectively.

Under H.E. Al Subaie's exceptional leadership, the Qatar Railways Company has set the benchmark for project delivery, transparency and governance, and successfully started revenue service on the Doha Metro a year early in May 2019.

His Excellency was the Group Chief Executive Officer of Barwa, Qatar's leading Real Estate Development and Investment holding Group from April 2011 until May 2014. Prior to joining Barwa, His Excellency was the Chief Executive Officer of Smeet, an affiliate of Qatari Diar Group, serving the company since its formation in 2008 until March 2011. His Excellency held various leadership and senior project management positions from 1996 to 2008 with The Qatar General Electricity & Water Corporation (KAHRAMAA), where he has managed multibillion dollar infrastructure projects.

His Excellency is Board Member and Chairman of Executive Committee of Qatar Rail and Chairman of Al Meera Consumer Goods Company. His Excellency served on the Boards of many high profile organizations like Qatari Diar Group, Barwa, HOCHTEIF and Qatar National Broadband Network Co. and Barwa Bank Group.

Born in Qatar in 1975, His Excellency holds a Masters degree in Business Administration (MBA) in 2006 and Bachelors in Electrical Engineering (BSc) in 1996 from Qatar University.



Mr. Ali Hilal Ali Omran Al- Kuwari

**Vice-Chairman of the Board of Directors
Nominated by Qatar Holding L.L.C.**

Since 2016, Al-Kuwari took over the position of Vice President at Hassad.

Previously, Al-Kuwari held a number of leading positions in Hassad, such as the Director of "Project Management" Department.

Moreover, he spent around 10 years at Qatar General Electricity & Water Corporation "Kahramaa", where he worked in different senior positions like Director of "Engineering Contracts" Department.

Al-Kuwari holds an Engineering degree from Qatar University and an MBA from Northampton University in the UK.



Our Board Members | Appendix 1:

Board of Directors Profiles



Prof. Dr. Khalid Ibrahim Al- Sulaiti

**Member of the Board of Directors
Elected by the shareholders**

Khalid Ibrahim Al-Sulaiti, Ph.D., is currently the General Manager of Katara Cultural Village Foundation and brings 20+ years of progressive experience in academia, marketing, and management positions spanning several sectors. His expertise and insights are utilized on several committees and boards.

He embarked on his career path as Director of Information and Market Relations at Qatar Exchange (1998-2000) while concurrently serving as Acting Dean of College of Business and Economic at Qatar University (1998-2001) and as Dean of Student Affairs at Qatar University (2000-2001). Between 2001 and 2006, Dr Al-Sulaiti served as the General Manager of the Institute of Administrative Development and as Dean of Academic Affairs at the Ahmed Bin Mohamed Military College between 2005 and 2007.

From 2007 to 2009, he accepted to lead Barwa Bank as CEO of its Steering Committee, a period during which he also briefly served as General Manager of First Investment Company (2008). Further, Dr Al-Sulaiti drove the growth of First Finance Company as its CEO (2007-2012). He continues to be a Senior Consultant to Barwa Real Estate Company since 2006.

Since 2014, he has been associated with the Katara initiative; first as Manager of Katara Restaurants Company (2014-present), then as Manager Katara Hills Company (2016-present) and as General Manager Katara Cultural Village Foundation (2012-present).

A thought-leader and an innovator, Dr Al-Sulaiti graduated with a BA in International Business from University of Bridgeport, US (1992) and obtained an MBA with concentration in Finance from the same alma mater (1994). He was awarded the Doctor of Philosophy in Marketing by Strathclyde University, Scotland in 1997. He was made an Associate Professor of Marketing in 2004.

Dr Al-Sulaiti's activism and contribution to nearly a dozen local entities as committee or board member reaches beyond Qatar with his involvement in international fora. He is the President of Global Public Diplomacy Network and a Member of Beta Gamma Sigma at his former university in the United States. He has authored several papers on the banking and securities market.

Among his accolades, Dr Al-Sulaiti was named among the 500 Strongest Personalities in the Middle East by Arabian Business in 2011 and was recognized again at the Arab Tourism Oscar Award most recently in 2017.



Mr. Mohammad Abdulla Al Mustafawi Al Hashemi

**Member of the Board of Directors
Elected by the shareholders**

Mr. Hashemi has a degree in Bachelor of Science — Business Administration Marketing from University of Denver, Colorado, U.S.A

He is the Managing Director of the Private Business Sector since 2007.

Mr. Hashemi has other experience as the Senior Marketing Analyst/Director of Marketing Development of Qatar Industrial Development Bank from 1997 to 2005. He was the Business Development Director of Gulf Warehousing Company from 2005 to 2007 and has held Board Membership of Al Ahli Club from 2000 to 2007.



Sheikh/ Nayef Eid Mohammed Thani Al- Thani

**Member of the Board of Directors
Elected by the shareholders**

Sheikh Nayef Eid Mohammed Thani Al-Thani

Sheikh Nayef Bin Eid Bin Mohammed Al Thani is currently Manager – Public Relations and Communications at Qatar News Agency, the multi-lingual state-run news agency established in 1975.

He is represented in several company boards, including, as President at Widam Food Company, as member at Retaj Real Estate Company, and as President Tamim Trading and Contracting Company.

Sheikh Nayef holds a master's degree.

Our Board Members | Appendix 1:

Board of Directors Profiles

**Mr. Hetmi Ali Khalifa Al Hitmi**

Member of the Board of Directors
Elected by the shareholders

In academic background in business and administration has enabled Hitmi Ali Khalifa Al-Khalifa to lead the charge at several of Qatar's iconic brands and companies.

He is the founder of Ali Bin Khalifa Al Hitmi & Co, an eponymous business that has consistently seen growth since its inception in 1963. Between 1972 and 1995 he was the Head of the Consultative Council of Qatar, an important period in the history of Qatar which saw the country register impressive social and economic changes. He was eventually made the President of the Council.

He serves as Honorary Chairman of Qatar Navigation Q.S.C., where he also previously held the position of a Director; at Milaha, an integrated transport and supply-chain entity, as a Board Member; at Al Hitmi Property Development, a group specializing in urban regeneration, as Chairman; at Ali Bin Khalifa Al-Hitmi & Co, one of the largest property developers in Qatar, as Board Member; at Al-Hitmi Facility Management, a premium property management firm, as Board Member.

His previous affiliations include chairmanship of Barwa Real Estate Company Q.S.C., as a Board Member of Nakilat, as a Board Member of Doha Insurance, as Chairman of Al Arabi Sports Club, as Board Member of Qatar National Bank, and as Board Member of Qatar Electricity & Water Company.

In 2012, prestigious Middle East-based publication, Arabian Business, named Hitmi Ali Khalifa Al-Khalifa as the World's Most Influential Arabs in its Arabian Business Power 500 rankings.

**Mr. Eissa Khalid Eissa Al Muslimani**

Member of the Board of Directors
Elected by the shareholders

Mr. Eissa Khalid Eissa Al Muslimani, holds a graduate degree in engineering, along with a bachelor's degree in business administration, and diploma in project management.

Currently, Al Muslimani has been working at Qtel, now better known as Ooredoo since 1983, building up his professional career gradually from joining initially as an Engineer, to Northern Local Manager, National Manager, and to Network Manager.

He serves as a member of the Permeant Committee as a telecommunications expert, and has taken an active role in contributing to the drafting of emergency law on more than one occasion. He has chaired and represented Ooredoo in multiple high-level regional and international conferences, forums, and local seminars, while participating in many local events, forums and seminar. Additionally, he served as a board member of Qatar German Medical Supplies.

Currently, Al Muslimani manages various companies in the field of contracting, trade, retail services, and the food and beverage sector.

He carries expertise and knowledge in areas such as procurement, management, consulting within companies at risk, as well as managing large-scale complex project, problem solving and the negotiation and development on complex contracts.

Similarly, Al Muslimani made a large contribution to the development of Ooredoo's telecommunications and management and quality systems, overall enhancing the capacity for project management. These achievements were most noticeably displaced in the shift to utilizing 7 digit phone numbers in 2000 to 2001. The management of the 2006 Asian games equally served as a testament to the development and growth of Ooredoo.

Executive Management Profile | Appendix 2

Executive Management Profile

**Mr. Yousef Ali Al Obaidan**

Chief Executive Officer

Yousef Ali Al Obaidan is the CEO of Al Meera Group. As an established business leader, Yousef has held a number of senior executive roles and high-profile remits across Qatar's largest establishments, having spearheaded the operations and business growth of one of the most prominent investment banking firms in Qatar, and served on the board of several prestigious local and regional organizations.

Yousef's career boasts a spate of landmark transactions and large-scale assignments in Qatar's business and investment sector. Prior to joining Al Meera, Yousef was the Acting Chief Executive Officer at The First Investor (TFI), Barwa Bank's investment banking firm, and one of the leading firms in this sector in Qatar. During his tenure at TFI, Yousef was central to the group's operational efficiency and effectiveness, investment product innovation, portfolio diversification and expansion into new markets, among many other achievements. Under his leadership and management, the group completed a major restructuring operation, several landmark transactions, and the best-performing exit from the firm's largest investment project.

Yousef was also on the board of several prestigious organizations in Qatar. He serves as the Chairman of the Board at Tanween and at Emaded Equipment Leasing Company, as Vice Chairman of the Board at SMEET, and as board member at Qatari Diar – Saudi Bin Laden Group JV and Nuzul Holding and Barwa Real Estate Company, Waseef.

Yousef graduated from California State University, where he obtained his bachelor's degree in finance, and later pursued his Master of Arts in Integrated Marketing & Communications.

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