

Bahrain Duty Free Shop Complex BSC

Condensed interim financial information

30 June 2020

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED INTERIM FINANCIAL INFORMATION

for the six month period ended 30 June 2020

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Independent auditors' report on review of condensed interim financial information

The Board of Directors
Bahrain Duty Free Shop Complex BSC
Kingdom of Bahrain

5 August 2020

Introduction

We have reviewed the accompanying 30 June 2020 condensed interim financial information of Bahrain Duty Free Shop Complex BSC ("the Company") which comprises:

- the condensed statement of financial position as at 30 June 2020;
- the condensed statement of profit or loss for the six-month period ended 30 June 2020;
- the condensed statement of comprehensive income for the six-month period ended 30 June 2020;
- the condensed statement of changes in equity for the six-month period ended 30 June 2020;
- the condensed statement of cash flows for the six-month period ended 30 June 2020; and
- notes to the condensed interim financial information.

The Board of Directors of the Company is responsible for the preparation and presentation of this condensed interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed interim financial information based on our review.

Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 30 June 2020 condensed interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

Emphasis of matter

We draw attention to Note 15 to the condensed interim financial information which describes the effect of the Coronavirus (COVID-19) pandemic on the Company's operations, interim results and its related uncertainties. Our conclusion is not modified in respect of this matter.

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED STATEMENT OF FINANCIAL POSITION

as at 30 June 2020

(Bahraini dinars '000)

	note	30 June 2020 (reviewed)	31 December 2019 (audited)
ASSETS			
Property and equipment		52	74
Investment properties	5	10,637	10,745
Equity-accounted investees	6	4,373	4,350
Investment securities	7	27,704	29,774
Other assets		1,866	1,866
Total non-current assets		44,632	46,809
Inventories		5,336	5,339
Trade and other receivables		2,355	2,448
Cash and bank balances	8	1,643	7,242
		9,334	15,029
Assets held for sale		279	149
Total current assets		9,613	15,178
Total assets		54,245	61,987
EQUITY AND LIABILITIES			
Equity			
Share capital		14,227	14,227
Share premium		1,953	1,953
Statutory reserve		7,114	7,114
Charity reserve		775	772
Fair value reserve		5,655	7,856
Retained earnings		18,797	20,996
Total equity		48,521	52,918
Liabilities			
Employees' benefits		422	546
Trade and other payables		2,359	4,113
Royalty payable		2,943	4,410
Total current liabilities		5,724	9,069
Total equity and liabilities		54,245	61,987

The condensed interim financial information was approved by the Board of Directors on 5 August 2020 and signed on its behalf by:


Farouk Yousuf Almoayyed
Chairman


Abdulla Buhindi
Managing Director

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED STATEMENT OF PROFIT OR LOSS
for the six month period ended 30 June 2020

(Bahraini dinars '000)

		Six months ended 30 June	
		2020 (reviewed)	2019 (reviewed)
	note		
Revenue		10,105	18,270
Cost of sales		(6,148)	(9,229)
Gross profit		3,957	9,041
Other income, net		622	820
Administrative expenses	9	(3,519)	(6,443)
Selling expenses		(177)	(359)
Operating profit		883	3,059
Interest income		128	41
Income from investments securities		842	1,033
Income from investment property, net		66	95
Impairment reversal		-	36
Share of profit from equity-accounted investees		1	32
Government grant		270	-
Profit for the period		2,190	4,296
Basic and diluted earnings per share (in fils)		15.39	30.20

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED STATEMENT OF COMPREHENSIVE INCOME
for the six month period ended 30 June 2020

(Bahraini dinars '000)

	Six months ended 30 June	
	2020 (reviewed)	2019 (reviewed)
Profit for the period	2,190	4,296
Other comprehensive income <i>Items that will not be reclassified to profit or loss:</i>		
Equity investments at FVOCI - net change in fair value	(2,179)	1,029
Total comprehensive income for the period	11	5,325

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED STATEMENT OF CHANGES IN EQUITY
for the six month period ended 30 June 2020

(Bahraini dinars '000)

	Share capital	Share Premium	Statutory reserve	Charity reserve	Fair value reserve	Retained earnings	Total Equity
30 June 2020 (reviewed)							
At 1 January 2020	14,227	1,953	7,114	772	7,856	20,996	52,918
Comprehensive income:							
Profit for the period	-	-	-	-	-	2,190	2,190
Other comprehensive income:							
<i>Items that will not be reclassified to profit or loss:</i>							
Equity investments at FVOCI - net change in fair value	-	-	-	-	(2,179)	-	(2,179)
Transferred to retained earnings on sale of equity investments	-	-	-	-	(22)	22	-
Total other comprehensive income	-	-	-	-	(2,201)	22	(2,179)
Total comprehensive income for the period	-	-	-	-	(2,201)	2,212	11
Cash dividend declared for 2019	-	-	-	-	-	(4,261)	(4,261)
Charity approved for 2019	-	-	-	150	-	(150)	-
Charity utilised during the period	-	-	-	(147)	-	-	(147)
At 30 June 2020	14,227	1,953	7,114	775	5,655	18,797	48,521

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.

CONDENSED STATEMENT OF CHANGES IN EQUITY
for the six month period ended 30 June 2020

(Bahraini dinars '000)

	Share capital	Share Premium	Statutory reserve	Charity reserve	Fair value reserve	Retained earnings	Total Equity
30 June 2019 (reviewed)							
At 1 January 2019	14,227	1,953	7,114	738	6,936	20,280	51,248
Comprehensive income:							
Profit for the period	-	-	-	-	-	4,296	4,296
Other comprehensive income:							
<i>Items that will not be reclassified to profit or loss:</i>							
Equity investments at FVOCI - net change in fair value	-	-	-	-	1,029	-	1,029
Transferred to retained earnings on sale of equity investments	-	-	-	-	(313)	313	-
Total other comprehensive income	-	-	-	-	716	313	1,029
Total comprehensive income for the period	-	-	-	-	716	4,609	5,325
Cash dividend declared for 2018	-	-	-	-	-	(4,267)	(4,267)
Charity approved for 2018	-	-	-	149	-	(149)	-
Charity utilised during the period	-	-	-	(110)	-	-	(110)
At 30 June 2019	14,227	1,953	7,114	777	7,652	20,473	52,196

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

BAHRAIN DUTY FREE SHOP COMPLEX B.S.C.
CONDENSED STATEMENT OF CASH FLOWS
for the six month period ended 30 June 2020

(Bahraini dinars '000)

	30 June 2020 (reviewed)	30 June 2019 (reviewed)
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash generated from customers	10,134	18,059
Other receipts	1,001	935
	11,135	18,994
Payments for purchases	(7,098)	(9,972)
Payments for other operating expenses	(2,235)	(2,598)
Payments for management fees	(279)	(611)
Payments for royalty	(2,752)	(4,245)
Directors' remuneration paid	(130)	(130)
Payment to charities	(146)	(110)
Payment of taxes	(450)	(50)
Receipt of Government grant	270	-
	(12,820)	(17,716)
Net cash (used) in/ generated from operating activities	(1,685)	1,278
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	134	233
Dividend income received	810	888
Rental income received from investment property - net	237	184
Payment for investment in equity accounted investee	(215)	(1,808)
Dividends received from equity accounted investees	193	-
Acquisition of property and equipment, net	(2)	(26)
Acquisition of investment properties	-	(71)
Advance for investment property	-	(1,027)
Bank deposits	1,050	3,128
Maturity of debt securities at amortized cost	98	-
Sale of investment at FVOCI	42	803
Acquisition of investments at FVOCI	(230)	-
Profit received from investments at FVTPL	76	-
Acquisition of investment at FVTPL, net	(16)	(14)
Net cash generated from investing activities	2,177	2,290
CASH FLOWS FROM FINANCING ACTIVITIES		
Dividends paid	(4,089)	(4,881)
Net cash used in financing activities	(4,089)	(4,881)
Net decrease in cash and cash equivalents during the period	(3,597)	(1,313)
Cash and cash equivalents at 1 January	5,240	4,475
Cash and cash equivalents at 30 June*	1,643	3,162

* This does not include expected credit loss of BD 1 thousand for 2019

The accompanying notes 1 to 15 form an integral part of this condensed interim financial information

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION

for the six month period ended 30 June 2020

1 REPORTING ENTITY

Bahrain Duty Free Shop Complex BSC (the "Company") is a Bahrain Joint Stock Company registered under commercial registration number 23509 on 15 July 1990 and listed on the Bahrain Bourse. The Company operates duty free shops within Bahrain International Airport, Khalifa Port and Gulf Air Inflight under a concession agreement from the Government of Bahrain. The Company's duty-free operations under the current concession agreement will terminate on closure of the current Bahrain International Airport in 2020.

Bahrain Duty Free Co WLL ("BDFC"), a Bahraini incorporated company, 55% owned by the Company and 45% owned by Gulf Air Group Holding BSC (c), a company owned by the Government of Bahrain, has won the new concession from the Government of Bahrain to operate the duty free business in the new Bahrain international airport which is expected to be operational during 2020. BDFC operates as a joint venture by virtue of a shareholders' agreement whereby both parties agreed to have joint control.

With the expiry of the current concession agreement on the planned opening of the new airport in 2020, the Company will no longer continue its duty-free services. These services generated an operating profit of BD 883 thousand in 2020 (2019: BD 3,059 thousand). However, the Company will continue as a going concern and shall derive income from its investment related activities including its 55% share of profit of the equity accounted joint venture, BDFC. Accordingly, the condensed interim financial statements have been prepared on going concern basis.

2 BASIS OF PREPARATION

a) Statement of compliance

The condensed interim financial information has been prepared in accordance with International Accounting Standard 34 (IAS), Interim Financial Reporting, which permits the condensed interim financial information to be in a summarised form. The condensed interim financial information does not include all of the information required for full financial statements and should be read in conjunction with the audited financial statements of the Company for the year ended 31 December 2019. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Company's financial position and performance since the last financial statements.

The condensed interim financial information is reviewed, not audited. The comparatives for the condensed statement of financial position have been extracted from the audited financial statements for the year ended 31 December 2019 and the comparatives for the condensed statements of profit or loss, comprehensive income, changes in equity and cash flows have been extracted from the reviewed condensed interim financial information for the six month period ended 30 June 2019.

b) Use of judgements and estimates

Preparing the condensed interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing the condensed interim financial information, significant judgments made by the management in applying the Company's accounting policies and key source of estimation of uncertainty were the same as those applied to the audited financial statements as at and for the year ended 31 December 2019.

c) Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the audited financial statements for the year ended 31 December 2019.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied in the condensed interim financial information are the same as those applied in the Company's audited financial statements as at and for the year ended 31 December 2019.

4 APPROPRIATIONS

At the Annual General Meeting of the Company held on 26 March 2020, the following appropriations were approved for 2019:

- (i) Final dividend of BD 4,261 thousands for the year 2019 (2018: BD 4,267 thousands); and
- (ii) Charity contributions of BD 150 thousands (2018: BD 149 thousands).

Appropriations for the current year, if any, will be made only at the year-end.

5 INVESTMENT PROPERTIES

	30 June 2020 (reviewed)	31 December 2019 (audited)
At beginning of the period	10,745	10,808
Additions during the period	-	771
Depreciation for the period	(108)	(218)
Impairment for the period	-	(616)
At end of the period	10,637	10,745

Investment properties comprise commercial properties that are leased to third parties and vacant plots of land.

6 EQUITY-ACCOUNTED INVESTEEES

	30 June 2020 (reviewed)	31 December 2019 (audited)
Interest in joint venture	4,373	4,177
Interest in associate	-	173
	4,373	4,350

The Interest in associate has been transferred to Assets held for sale as at 30 June 2020.

7 INVESTMENT SECURITIES

	30 June 2020 (reviewed)	31 December 2019 (audited)
Quoted equity instruments at FVTOCI	17,198	19,190
Unquoted equity instruments at FVTOCI	6,701	6,701
Debt securities at amortized cost	2,466	2,564
Funds at FVTPL	1,339	1,319
	27,704	29,774

The debt securities at amortised cost are presented net of expected credit loss of BD 50 thousands (2019:BD 50 thousands).

8 CASH AND BANK BALANCES

	30 June 2020 (reviewed)	31 December 2019 (audited)
Bank deposits	-	2,000
Bank balances	1,541	5,132
Cash in hand	102	109
Less: expected credit loss provision	-	(1)
Cash and bank balances in the statement of financial position	1,643	7,240
Bank deposits with original maturity more than 3 months	-	(2,000)
Cash and cash equivalents	1,643	5,240

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION
for the six month period ended 30 June 2020

(Bahraini dinars '000)

9 ADMINISTRATIVE EXPENSES

	30 June 2020 (reviewed)	30 June 2019 (reviewed)
Royalty	1,112	2,964
Salaries and related costs	1,614	1,873
Management fees	187	464
Depreciation	24	397
Utilities	242	270
IT expenses	73	101
Directors remuneration	65	65
Other expenses	202	309
	3,519	6,443

10 FAIR VALUE OF FINANCIAL INSTRUMENTS

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. 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.

Fair value hierarchy

The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measures:

: Level 1: Quoted market price (unadjusted) in an active market for an identical instrument.

: Level 2: Valuation techniques based on observable inputs, either directly (i.e. as 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 or indirectly observable from market data.

: Level 3: Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

The table below analyses financial instruments, measured at fair value as at the reporting date, by level in the fair value hierarchy into which the fair value measurement is categorized:

30 June 2020 (reviewed)	Level 1	Level 2	Level 3	Total
Equity securities at FVTOCI	17,198	-	6,701	23,899
Funds at FVTPL	-	1,339	-	1,339
31 December 2019 (audited)	Level 1	Level 2	Level 3	Total
Equity securities at FVTOCI	19,190	-	6,701	25,891
Funds at FVTPL	-	1,319	-	1,319

The COVID-19 pandemic has resulted in a global economic slowdown with uncertainties in the economic environment. The local and global capital and commodity markets have also experienced great volatility and a significant drop in prices. The Company's fair valuation exercise primarily relies on quoted prices from active markets for each financial instrument (i.e. Level 1 input) or using observable or derived prices for similar instruments from active markets (i.e. Level 2 input) and has reflected the volatility evidenced during the period and as at the end of the reporting date in its measurement of its financial assets and liabilities carried at fair value. Where fair value measurements was based in full or in part on unobservable inputs (i.e. Level 3), management has used its knowledge of the specific asset/ investee, its ability to respond to or recover from the crisis, its industry and country of operations to determine the necessary adjustments to its fair value determination process.

Compared to carrying value of the investment portfolio as at 31 December 2019, the overall portfolio has reported a fair value loss 8% as at 30 June 2020 due to the ongoing volatility in the global markets.

The fair value of debt securities at amortised cost with carrying value BD 2,466 is BD 2,191 (2019: BD 2,531). Fair value is classified as Level 2. The carrying value of the Company's other financial assets and financial liabilities approximates their fair value due to their short-term nature.

NOTES TO THE CONDENSED INTERIM FINANCIAL INFORMATION
for the six month period ended 30 June 2020

(Bahraini dinars '000)

11 RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party, directly or indirectly through one or more intermediaries, 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 the Company exercises significant influence, major shareholders, directors, the management company and key management personnel of the Company. Transactions with related parties are at agreed terms.

The significant related party balances and transactions (excluding compensation to key management personnel) included in these condensed interim financial information are as follows:

Description	Equity-accounted investees	Management Company	Entities in which directors are interested	Total
As at 30 June 2020 (reviewed)				
<u>Assets</u>				
Receivables	-	283	11	294
Investment in joint venture during 2020	215	-	-	215
<u>Liabilities</u>				
Management fee payable	-	96	-	96
Trade payable	-	209	-	209
Other payables	-	-	28	28
For the six months ended 30 June 2020 (reviewed)				
<u>Income</u>				
Share of profits	1	-	-	1
Revenue	-	-	40	40
<u>Expenses</u>				
Purchases	-	2,579	6	2,585
Rental expense	62	-	36	98
Other expenses	-	48	207	255
Management fees	-	187	-	187

Description	Equity-accounted investees	Management Company	Entities in which directors are interested	Total
As at 31 December 2019 (audited)				
<u>Assets</u>				
Receivables	-	199	6	205
Investment in joint venture during 2019	1,807	-	-	1,807
<u>Liabilities</u>				
Management fee payable	-	190	-	190
Trade payable	-	691	37	728
For the six months ended 30 June 2019 (reviewed)				
<u>Income</u>				
Share of profit	16	-	-	16
Commission	-	-	19	19
Other income	-	-	136	136
<u>Expenses</u>				
Purchases	-	4,222	180	4,402
Rental expense	55	-	-	55
Management fees	-	505	-	505

11 RELATED PARTY TRANSACTIONS (continued)**b) Key management compensation**

	30 June 2020 (reviewed)	30 June 2019 (reviewed)
Board remuneration for the period	63	63
Short term benefits for the period	63	60
Post-employment benefits for the period	3	3
Post-employment benefits payable	43	34
Management fee for the period	187	464

12 CONTINGENCIES AND COMMITMENTS

	30 June 2020 (reviewed)	31 December 2019 (audited)
Uncalled face value of investments in unquoted equity	994	1,235
Uncalled face value of investments in FVTPL	225	-
	1,219	1,235

13 SEGMENTAL INFORMATION

A segment is a distinguishable component of the Company that is engaged either in providing products or services (business segment) or in providing products or services within a particular environment (geographical segment), which is subject to risks and rewards that are different from those of other segment. The Company currently primarily operates Bahrain Airport Duty Free Shops, Bahrain Sea Port Duty Free shop and inflight services for Gulf Air and its revenue, expenses and results are reviewed only at a consolidated level and therefore no separate operating segment results and other disclosures are provided in these condensed interim financial information.

14 SEASONALITY

Dividend income mainly comes in the first quarter of the year. No other significant income is of a seasonal nature.

15 IMPACT OF COVID-19

On 11 March 2020, the Coronavirus (COVID-19) outbreak was declared a pandemic by the World Health Organization (WHO) and has rapidly evolved globally. COVID-19 has also brought about significant uncertainties in the global economic environment. Authorities have taken various measures to contain the spread including implementation of travel restrictions and quarantine measures.

The management has been closely monitoring the impact of the COVID-19 developments on the Company's operations and financial position; including possible loss of revenue, impairment, outsourcing arrangements etc. The Company's business has been heavily impacted due to cancellation of flights to and from Bahrain. The Company commenced selling certain goods online on retail basis in Bahrain from April 2020. The Company has also put in place contingency measures, which include but are not limited to enhancing and testing of business continuity plans. Given the amount of the liquid assets in the company's books, the management has concluded that the Company will continue as a going concern entity for the next 12 months.

COVID-19 related government grants of BHD 270 thousands were received from the Government of Kingdom of Bahrain, for the partial reimbursement of salaries of the national employees and waiver of Electricity and Water Authority utility bills from April 2020 to June 2020. In accordance with IAS 20, the Company has recognised these grants in profit or loss on a systematic basis in the periods in which compensated expenses are recognised.

In preparing the condensed interim financial information, judgements made by management in applying the Company's accounting policies and sources of estimation are subject to uncertainty regarding the potential impacts of the current economic volatility and these are considered to represent management's best assessment based on available or observable



السوق الحرة البحرين
B A H R A I N
D U T Y F R E E

Supplementary information- Unreviewed

Supplementary Disclosures Related to the Impact of COVID-19

On 11 March 2020, the Coronavirus (COVID-19) outbreak was declared a pandemic by the World Health Organization (WHO) and has rapidly evolved globally. COVID-19 has also brought about significant uncertainties in the global economic environment.

The outbreak has led many countries to take precautionary measures and suspend their airport operations and not allow any flights in or out of their countries. Some countries only allowed repatriation of their citizens through specialized flights. This led to a major halt in Bahrain airport retail business as there were very limited passengers and flights. The travel retail sector has been largely affected worldwide in respect to the pandemic breakout.

The Government of the Kingdom of Bahrain has initiated a stimulus package which Bahrain Duty Free was eligible to benefit from. This was aimed to support the operations and sustainability of the Company and reduce the overall burden of loss of business. The support from the stimulus package was aimed at the partial reimbursement of salaries of the national employees and waiver of Electricity and Water utility bills from April 2020 to June 2020. This support was recognized in the Statement of Profit and Loss for the period ended 30 June 2020.

Airline and airport interruptions have reduced the number of passengers drastically and this decline has significantly reduced the revenues from duty free operations by 45 % (BHD 8,165 thousand) and gross profit by 56% (BHD 5,084 thousand). The overall operating profit has reduced by 71% (BHD 2,176 thousand). The Government support from various directives for the period was BHD 270 thousand.

The above supplementary information is provided to comply with the CBB circular number OG/259/2020 Reporting of Financial Impact of COVID-19, dated 14 July 2020. This information should not be considered as an indication of the results of the entire year or relied upon for any other purpose. The global and national measures and conditions surrounding COVID-19 are yet evolving and uncertain, which may result in the financial impact being out of date. The information provided does not represent a full comprehensive assessment of the impact of COVID-19 on Bahrain Duty Free. This information has not been subject to a formal review by the external auditors.



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