

Tourism Enterprises Co.

The Board of Directors of Tourism Enterprises Co. "SHAMS" is pleased to invite it generous shareholder to attend the Ordinary General Assembly Meeting

(the first and second meeting)

Whereas it will convene on day of Thursday date of 15/10/1442 H., corresponding to 27/05/2021, at 07:30 PM o'clock

Via modern technological means by using Tadawulaty Suite Service and that in support of the protective and cautious measures taken by the competent departments and relating to facing New Corona Virus (COVID 19) and with reference to the circular issued by Capital Market Authority which stated the suspension of attending Assemblies in persons until further notice and only convene them via modern technological means which enable the shareholders to participate in its deliberation and vote on its decisions.

Ordinary General Assembly Items: -

Item (1): - voting on the approval of the report of the board of directors for the fiscal year of 2020.

Item (2): - voting on the company auditor report for the fiscal year ended in December 31st 2020.

Item (3): - voting on the financial statements for the fiscal year ended in December 31st 2020.

Item (4): - voting on discharging the board of directors for the fiscal year ended in December 31st 2020.

Item (5): - voting on electing the board of directors for the next term, which starts in 28/05/2021 and expires in 27/05/2024. .

Item (6): - voting on formation of audit committee, its tasks and its supervisory and advising responsibilities and compensations of its members as stated in the regulation of audit committee for the next term which starts in 28/05/2021 and expires in 27/05/2024 and the candidates of the audit committee are:

Mr. Thamer Musfer Al-Wadie

Mr. Mohamed Ahmed bin Ali.

Mr. Khaled Abdul-Aziz Al Hawshan

(CVs are enclosed).

Item (7): voting of choosing an auditor for the company from among the candidates based on the recommendation of the audit committee, in order to examine and audit the financial statements for the second, third and fourth quarter for the year of 2021 and the first quarter of 2021 for the company and determine his fees.

The shareholders registered in Tadawulaty Suite Service will be able to remotely vote on the Ordinary General Assembly items commencing from (10: 00 AM) day of Sunday 12/10/1442 H., corresponding to 23/05/2021 until the date of the assembly convention whether (Ordinary General Assembly) and the company invites all shareholders to vote remotely. Knowing that the registration in Tadawulaty Suite Service is available free of charge for all company shareholders via the following link (<http://login.tadawulaty.com.sa>)

Audit Committee Report to Shareholders for the Fiscal Year of 2020

The company represented in its board of directors worked on the development of a supervision system in order to ensure maintaining the company assets and protecting its shareholders' rights.

In order to ensure that, the current audit committee was formed by the Ordinary General Assembly convened in July 1st 2018 in accordance with the granted powers, rules and standards adopted and that with the committee work and its membership conditions, which guarantee to the committee to carry out its responsibilities and performing its supervisory and monitoring tasks, whereas the committee since its assuming dated 01/07/2018 until the date of this report has carried out many tasks, among which, for example without limitation: -

- 1- Studying and reviewing the internal audit system, financial system and risks management in the company in order to check the extent of its effectiveness in implementing the works and tasks determined thereto by the board of directors and the continuity of its works, also the internal supervision system regardless of its design integrity and effectiveness of its application cannot provide an absolute confirmation, but a reasonable basis for giving and opinion.
- 2- Giving a technical opinion based on the request of the board of directors whether the report of the board of directors and the company financial statements are fair, balanced, understood and include information that enables the shareholders and investors to assess the company financial position, its performance, work model and strategy.
- 3- Studying any important and familiar issues included in the financial reports.
- 4- Accurately investigating any issues raised by the company's financial directors, whoever acts on his behalf or the auditor.
- 5- Checking the accounting estimations in the fundamental matters mentioned in the financial reports.
- 6- Studying the internal audit reports and follow-up on the implementation of corrective procedures for the notes mentioned therein.
- 7- Recommending for the board of directors to recommend auditors, determine their fees after making sure of their independency and sufficiency, auditing their scope of work and the conditions of contracting with them.
- 8- Following-up on the company auditor works and give their views regarding any work outside the audit works assigned to them.
- 9- Reviewing the company auditor plan and give their notes thereupon.
- 10- Studying the auditor report on the financial statements.
- 11- Studying the initial and annual financial statements of company and make sure of its integrity and validity before submitting them to the board of directors and give opinion and recommendations in its regard.
- 12- Studying the followed accounting policies and give opinion and recommendations in its regard to the board of directors.
- 13- Examining the company accounting and financial systems and work on updating them.
- 14- Supervising over the constant evaluation for the project performance and its costs.
- 15- Evaluating the financial director work.
- 16- Also, the committee will exert all efforts to submit a report to the board of directors with its notes to the company performance in terms of financial and administrative aspects, which in turn will submit it to the General Assembly – whenever necessary – in its annual meeting or propose to invite the general assembly for a meeting through the board of directors, whenever it deemed necessary for the shareholders' interest. Also, there is a mechanism that enables the company workers to submit their notes regarding any encroachment in the financial reports or otherwise in highly confidential manner and take the appropriate actions in this regard.

The Audit Committee Consists of the following:



Vice-Chairman of Board of Directors
Engineer / Hisham bin Ahmed Abu Al
Ala
Holder of Bachelor Degree in civil
engineering

- Chairman of Audit Committee.
- Member of Nomination and Remuneration Committee.

- Former chairman of board of directors of ONWANAK Development Co.
- Former financial advisor of the Mubasher Srv Co.
- Former Vice-executive chairman of Al Jazirah Bank.
- Former director general of banking service of Al Jazirah Bank.



Member of board of directors
Mr. Badr bin Khallaf Al Shemary
Holder of Bachelor Degree in Business
Administration.

- Chairman of Nomination and Remuneration Committee.
- Member of review committee.

- Former executive chairman of Al Yusr Leasing and Finance Company.
- Samba Bank – formerly.
- Abdul Latif Al-Essa Holding Group Company – formerly.



Member of board of directors
Mr. Nasser Sale Al Sarie
Holder of Bachelor and Masters' Degrees
in financial administration

- Member of audit committee.
- Member of Nomination and Remuneration Committee.

- Current Executive chairman and member of board of directors of Al Ra'idah Investment Company.
- Current member of board of directors of Adeem Capital.
- Current member of board of directors of World of Restaurants Co.
- Current member of board of directors of Sansco Investment Co.
- Former Corporate Banking Relationship Manager, Riyadh Bank.

A- Committee Meetings During 2020 on the following manner:

Member	Capacity	(1) 22/02/2020	(2) 30/03/2020	(3) 29/04/2020	(4) 21/05/2020	(5) 03/06/2020	(6) 13/08/2020	(7) 10/11/2020	(8) 30/11/2020	Number of sessions attended by the member
Hisham bin Ahmed Abu Al Ala	Chairman	attended	8							
Mr. Badr Khallaf Al Shemary	Member	attended	8							
Mr. Nasser Sale Al Sarie	Member	attended	8							

B- Classification of membership of audit committee members is as follows:

No.	Member name	Membership classification (executive / on/executive / independent)
1	Hisham bin Ahmed Abu Al Ala	Independent
2	Mr. Badr Khallaf Al Shemary	Independent
3	Mr. Nasser Sale Al Sarie	Independent

We commend the audit committee with the cooperation of members of board of directors and all committees emanating therefrom to ensure that it carries out its tasks and responsibilities towards the companies and its shareholders.

For the Audit Committee
Engineer / Hisham bin Ahmed Abu Al Ala
Chairman of Audit Committee

**Regulation of Audit Committee
Tourism Enterprises Co. (SHAMS)**

Introduction:

Out of our concern in Board of Directors for the company departments carrying out the tasks and responsibilities falling on their shoulders and in order to achieve benefit and interest for both the company and shareholders and based on the board of directors' proposal, the company General Assembly has issued the audit committee bylaws in order to clarify the rules and standards adopted in the committee work and the membership conditions are as follows:

A- **Committee Formation**

By a decision from the Company General Assembly, an audit committee shall be formed from shareholders or others, whereas they must include at least one independent member and it shall not include any of the executive members of board of directors and they must be three members among whom a member who possesses experience in financial and accounting affairs.

- | | |
|---|----------|
| 1- (Independent Member / non-executive) | Chairman |
| 2- Member of board of Directors or from outside thereof | Member |
| 3- Member of board of Directors or from outside thereof | Member |

B- Tasks of Audit Committee and its Supervisory and Advising Responsibilities:

The Audit Committee is competent to monitor the company works and make sure of the integrity and validity of the financial statements and reports and internal supervision systems therein and the committee tasks particularly include the following:

1- Financial Reports:

- Studying the initial and annual financial statements of the company before submitting them to the board of directors and give its opinion and recommendations in its regard in order to ensure its validity, integrity, fairness and transparency.
- Giving a technical opinion – based on the board of directors’ request – whether the report of the board of directors and the financial statements of the company were fair, balanced, understood and include information that enables the shareholder and investors to assess the company financial position, its performance, its work model and strategy.
- Studying any important and unfamiliar issues included in the financial reports.
- Accurately investigating any issues raised by the company’s financial manager, whoever acts on his behalf or the company’s compliance office or the auditor.
- Checking the accounting estimations in the fundamental matters mentioned in the financial reports.
- Studying the accounting policies followed in the company and giving opinion and recommendation for the board of directors in its regard.

2- Internal Audit:

- Studying and auditing the internal supervision and financial systems and company risk management.
- Studying the internal audit report and following-up on the implementation of corrective procedures for the notes mentioned therein.
- Supervision and monitoring the performance and activities of the internal auditor in order to check the availability of resources necessary and its effectiveness in performing the works and tasks assigned to him. If the company did not have an internal auditor, then the committee shall submit its recommendation to the board regard the extent of need for his appointment.
- Recommending for the board of directors to appoint unit director, internal audit department or internal auditor and propose his compensations.

3- Auditor:

- Recommending for the board of directors to recommend auditors, dismiss them, determine their fees and evaluate their performance after checking their independency, reviewing their scope of work and terms of contracting with them.
- Checking the independency of the auditor, his objectivity and fairness and extent of audit work, while taking into account the relative rules and standards.
- Reviewing the company auditor plan and works and checking that he did not provide technical or administrative works outside the scope of audit works and give views regarding that.
- Answering the company auditor inquiries.
- Studying the auditor report and his notes to the financial statements and following what was taken in its regard.

4- **Ensuring Compliance:**

- Reviewing the reports of supervisory authorities and confirming that the company has taken the actions necessary in its regard.
- Ensuring the company compliance with the relative laws, regulations, policies and instructions.
- Reviewing the contracts and dealings proposed to be made by the company with relative parties and submit its views in its regard to the board of directors.
- Submitting matters that it deems urgent and the board of director must take action in its regard and give its recommendation regarding the actions that must be taken.

C- **Conflict Between the Audit Committee and Board of Directors**

If a conflict occurred between the recommendations of the audit committee and decisions of board of directors or the board refused to take the committee recommendation in regard of appointing an auditor for the company, his dismissal, determining his fees and evaluating his performance or appointing an internal auditor, the board of directors' report must include the committee recommendations, its justifications and the reasons for not relying on them.

D- **Committee Meetings:**

- The audit committee convenes periodically every three months.
- The committee convenes periodically with the company auditor and the company internal auditor.
- The internal auditor and the auditor are entitled to request a meeting with the audit committee whenever necessary.

E- **Arrangements of Submission of Notes:**

The committee establishes a mechanism that enables the company workers to submit their notes regarding any encroachment in the financial reports or otherwise in a confidential manner and the committee shall check the application of their notes by making a proper investigation in line with the error size, whereas the committee adopts appropriate follow-up procedures.

F- **Committee Powers:**

- The right to review the company registers and documents.
- The right to request any note or statement from the members of board of directors or the executive management.
- The right to request from the board of director to invite the Company General Assembly to convene, if the board obstructed its work or the company was exposed to severe damage or losses.

Article (6): Members' Compensations:

Allowance of attending sessions for all members (2000) riyals for each session, in addition to any expenses incurred by the member to attend the meeting.

God Bless ...

شركة المشروعات السياحية (شمس)

شركة مساهمة

المملكة العربية السعودية

عرض مراجعة حسابات الشركة والتقارير الربع سنوية

للسنة المنتهية في ٣١ ديسمبر ٢٠٢١

طلال أبوغزاله وشركاه

TAG.GLOBAL



فهرس

الموضوع	صفحة
اولاً: مراجعة المقوائم المالية	٢
- مسؤولياتنا كمراجعين	٣
- مسؤوليات الإدارة	٤
- السرية	٥
- القانون السلبي	٥
- نفوذ القاعرة	٥
- الإطار الزمني	٥
- أوراق العمل	٦
- إعادة طباعة ونشر تقرير المراجعة	٦
- الإيداع الإلكتروني لتقويمات المالية والتقارير على برنامج "قوانج"	٦
- اعتماد مسودة التقويمات المالية للإصدار وحل الأمور المتعلقة	٦
- شكل ومحتوى تقرير المراجع	٦
- إنهاء اعتماد	٧
- استمرارية التعاقد	٧
ثانياً : الزكاة	
ثالثاً : الأتعاب المهنية :	٨
رابعاً: فريق العمل :	٩
تعريف بشركة طلال أبوغزاله وشركاه	٩

١٤٢٣هـ

الخبر في ٣٠ شعبان ١٤٤٢هـ

الموافق ١٢ أبريل ٢٠٢١م

السادة / شركة المشروعات السياحية (شمس) المحترمين
شركة سعودية مساهمة
الخبر - المملكة العربية السعودية

انموضوع: مراجعة حسابات الشركة للسنة المنتهية في ٣١ ديسمبر ٢٠٢١

السلام عليكم ورحمة الله وبركاته،

بالإشارة إلى الموضوع أعلاه، وإلى رغبتكم بتكليفنا لتقديم عرض لخدمات التدقيق والضكاة، فإننا نشكركم ونفخر لكم بتتكم الكبيرة بنا وإتاحة الفرصة لنا بتقديم هذا العرض لمراجعة حسابات شركة المشروعات السياحية (شمس) للسنة المنتهية في ٣١ ديسمبر ٢٠٢١، يسعدنا أن نبين لكم بخطابنا هذا طبيعة ونطاق أعمال المراجعة التي سنقوم بتنفيذها وفقاً للمعايير المراجعة الدولية المعتمدة في المملكة العربية السعودية على النحو التالي:

أولاً : مراجعة القوائم المالية

بالإشارة إلى طلبكم منا مراجعة القوائم المالية لشركتكم والتي تتألف من قائمة المركز المالي كما في ٣١ ديسمبر ٢٠٢١ وقائمة الدخل الشامل وقائمة التغيرات في حقوق الملكية وقائمة التدفقات النقدية للسنة المنتهية في ٣١ ديسمبر ٢٠٢١ المنتهية بذلك التاريخ، والإيضاحات حول القوائم المالية بما في ذلك ملخص لتسيات المحاسبية الهامة. وبمرنا أن نؤكد على قبولنا وتفهمنا لحمية المراجعة هذه من خلال كتاب الإرشاد هذا.

مميزوياتنا كمراجعين

(١) تهدف مراجعتنا إلى الحصول على تأكيد معقول فيما إذا كانت القوائم المالية ككل خالية من التحريفات الجوهرية، سواء كانت ناشئة عن غش أو خطأ، وإستئناها لمتطلبات نظام الشركات والنظام الأساسي للشركة وإصدار تقريرنا والذي يتضمن رأينا. التأكيد المعقول هو مستوى عال من التأكيد، ولكنه ليس ضماناً بأن المراجعة التي تم القيام بها وفقاً للمعايير الدولية للمراجعة المعتمدة في المملكة العربية السعودية ستكشف دائماً أي تحريف جوهري، إن وجد. إن التحريفات يمكن أن تنشأ من الغش أو الخطأ، وتعتبر جوهرياً إذا كانت بشكل فردي أو إجمالي، يمكن أن تؤثر بشكل معقول على القرارات الاقتصادية المتخذة من قبل المستخدمين على أساس هذه القوائم المالية.

(٢) سنقوم بإجراء عمية المراجعة وفقاً لمعايير المراجعة الدولية المعتمدة في المملكة العربية السعودية وتقتضي هذه المعايير أن نمثل لمتطلبات الملوك الأخلاقي كجزء من عملية المراجعة وفقاً للمعايير الدولية للمراجعة المعتمدة في المملكة العربية السعودية، نقوم بممارسة الإخضاع المهني والمحافظة على تطبيق مبدأ نلتك السهني خلال المراجعة، بالإضافة إلى:

عرض مراجعة حسابات

مقدم إلي : شركة المشروعات السياحية (تيمس) - شركة سعودية مساهمة

إعداد : شركة طلال أبوغزاله وشركاه

- تحديد وتقييم مخاطر التحريفات الجوهرية في القوائم المالية، سواء كانت ناشئة عن غش أو خطأ، وكذلك تصميم و تنفيذ إجراءات مراجعة مستجيبة لتلك المخاطر، و الحصول على أدلة مراجعة كافية وملائمة لتوفر أساس لرأينا. إن خطر عدم إكتشاف التحريفات الجوهرية الشتجة عن الغش أعلى من الخطر الناتج عن الخطأ، حيث أن الغش قد يشمل على التواطؤ، التزوير، انحنف المتعمد، سوء التمثيل أو تجاوز الرقابة الداخلية.
- الحصول على فهم للرقابة الداخلية ذات الصلة بمراجعة لغايات تصميم إجراءات مراجعة مناسبة حسب الظروف، و ليس لقرن إنشاء رأي حول فعالية الرقابة الداخلية في الشركة. و بعض النظر عن ذلك سنبلغكم خطياً بيلة حالات قصور هامة في الرقابة الداخلية ذات العلاقة بمراجعة القوائم المالية والتي حددناها أثناء عملية المراجعة.
- تقييم ملائمة السياسات المحاسبية المتبعة و مدى معقولية التقديرات المحاسبية و الإيضاحات ذات العلاقة المعدة من قبل الإدارة.
- الاستنتاج حول ملائمة استخدام الإدارة لأسس الإستمرارية المحاسبية، و بناءاً على أدلة المراجعة التي تم الحصول عليها، فيما إذا كان هناك وجود لعدم تيقن جوهرية، يتعلق بأحداث أو ظروف يمكن أن تثير شكاً جوهرياً حول قدرة الشركة على الإستمرار كمنشأة مستمرة. إذا إستنتجنا وجود عدم تيقن جوهرية، فإننا مطالبون بلفت الإنتباه في تقرير مراجعتنا إلى الإيضاحات ذات العلاقة في القوائم المالية. و إذا كان الإقصاح عن هذه المعلومات غير ملائم فسنقوم بتعديل رأينا. إن إستنتاجاتنا تعتمد على أدلة المراجعة التي تم الحصول عليها حتى تاريخ تقريرنا. ومع ذلك فإنه من الممكن أن تتسبب أحداث أو ظروف مستقبلية في توقف الشركة على الإستمرار كمنشأة مستمرة.
- تقييم انغرض العدل و الشكل و المستوى للقوائم المالية بما فيها الإفصاحات و فيما إذا كانت القوائم المالية تمثل المعاملات و الأحداث بشكل يحقق الغرض العادل.
- ونتيجة لتقيود الكامنة في عملية المراجعة، إلى جانب القيود الكامنة على الرقابة الداخلية، هناك مخاطر لا يمكن تجنبها تتمثل في وجود بعض التحريفات الجوهرية التي قد لا يتم إكتشافها، رغم تخطيط عملية المراجعة بالشكل المناسب و أدائها وفقاً لمعايير المراجعة الدولية المعتمدة في المملكة العربية السعودية.
- تدقيق التعديلات التي تنجم عن عملية التحول للمعايير الدولية ولا يتضمن المشورة أو المساعدة في عملية التحول.
- مراجعة القوائم المالية للشركة (قائمة انمرکز المالي، قائمة الدخل وقائمة التغيرات في حقوق المساهمين وقائمة التدفقات النقدية) للسنة المنتهية في ٣١ ديسمبر ٢٠٢١) التي تجهزها الشركة وفقاً للمعايير المحاسبية المتعارف عليها.
- القيام بإجراءات التقارير المالية الأولية كما تظهرها السجلات المحاسبية للشركة (الربع سنوية) الغير مراجعة وإعداد التقرير اللازم بهذا الخصوص. وذلك طبقاً لمعيار فحص التقرير المالية الأولية والأولية وذلك عن الربع الأول والثاني والثالث من عام ٢٠٢١م.

مسؤوليات الإدارة

- ستتم مراجعتنا على أسس أن الإدارة (و المسؤولين عن انحرومه) قد أقرت و فهموا بأنهم يتحملون مسؤولية ما يلي
- الإعداد و العرض العادل للقوائم المالية وفقاً للمعايير الدولية للتقرير المالي المعتمده في المملكة العربية السعودية و الأنظمة ذات العلاقة
- تطبيق أنظمة الرقابة الداخليه التي تراها الإدارة ضرورية لإعداد قوائم ماليه خاليه من التحريفات الجوهرية سواء بسبب الغش أو الخطأ!
- تزويدنا بما يلي:
 - ❖ الوصول غير المقيد لأي أشخاص من داخل المنشأة تعتقد بضروره الحصول على أدلة مراجعه منهم.
 - ❖ الوصول إلى كافة المعلومات التي تدرک الإدارة بعلاقتها بإعداد القوائم المالية مثل السجلات والمستندات و محاضر الاجتماعات وغيرها من الأمور.

عرض مراجعة حسابات

مقدم إلى : شركة المشروعات السياحية (ش.م.س) - شركة سعودية مساهمة

إعداد : شركة طلال ابوغزاله وشركاه

- المعلومات الإضافية التي قد تقوم بإبلاغها من الإدارة لأغراض المراجعة.
- إن الإدارة مسؤولة عن تعديل القوائم المالية لتصحيح أية أخطاء جوهرية قمنا بإبلاغها بها.
- إن الإدارة (و المسؤولين عن الحوكمة) مسؤولة عن إبلاغنا عن أية أخطاء جوهرية سواء نتجها عن الخطأ أو الغش أو إدعاءات بوجودها وصلت إلى علمها، كذلك فإن الإدارة مسؤولة عن إبلاغنا عن أية معلومات لديها عن مخالقات فعلية أو محتملة للقوانين و الأنظمة قد يكون لها تأثير على القوائم المالية.
- كجزء من عملية المراجعة سنطلب من إدارة الشركة (وعند اللزوم من المسؤولين عن الحوكمة) بخطاب تمثيل كتابت خطي لما يتم تزويدنا به من تأكيدات و معلومات من فئكم خلال عملية مراجعة قوائمكم المالية. نتطلع إلى التعاون الكامل من قبل موظفيكم خلال عملية المراجعة.

السرية

- إن أحد المبادئ الرئيسية في السرية هو واجب السرية فيما يتعلق بشؤون العملاء. ويجب على كل محاسب مهني الحفاظ على سرية كافة المعلومات التي تحصل عليها أثناء قيامه بعمله. و لذلك فإننا لن نزود أي طرف ثالث بمعلومات سرية خاصة بالشركة إلا في الحالات التالية:
- حصولنا على موافقة خاصة و تصريح مسبق من الشركة.
 - إذا طلب منا أو تم انتصريح لنا بموجب متطلبات الأنظمة أو قواعد السلوك المهني المعتمدة في المملكة العربية السعودية، أو
 - كانت المعلومات متوفرة أصلاً للجمهور.

الثقافة السائدة

يخضع كتاب الإرباط هذا وتفسير نصوصه وفقاً للأنظمة السائدة في المملكة العربية السعودية، و تعتبر صاحبة الاختصاص بالنظر في أية طوائف أو منازعات متعلقة بكتاب الإرباط هنا و أية أمور ناضجة عنه. ويتنازل كلا الطرفين عن أي حق بالإعتراض على عدم اختصاص المحاكم في المملكة العربية السعودية للبت في أية مطالبة أو نزاع تقدم لها.

الثقافة القاهرة

يعتبر الطرفان عن عدم الالتزام بواجباتهم القانونية بموجب كتاب الإرباط هذا إذا كان سبب عدم الالتزام نجم عن ظروف غير متوقعة أو ظروف غير ناجمة عن تصرفات أي من الطرفين (الظروف القاهرة). و يعتبر الطرفان الظروف القاهرة بأنها أي ظروف أو أحداث خارجة عن سيطرتهم وفقاً للقواعد العامة في المملكة العربية السعودية.

الإطار الزمني

يتم إصدار تقريرنا حول مسودة القوائم المالية السراجة عادة بعد ٣٠ يوم عمل من تاريخ تسليمكم لنا القوائم المالية غير المراجعة معتمده حسب الأصول و سرفق بها ميزان المراجعة و كافة الجداول ذات العلاقة والمعلومات الأخرى المطلوبة لإتمام عمالية المراجعة. لذلك نرجو تزويدنا بالتاريخ الذي نرغبون به أن يبدأ أعمال السراجة. وكذلك أنه مواعيد محددة لتسليمكم القوائم المالية المراجعة. سنقوم بتزويدكم بقائمة بكافة متطلبات المراجعة، منضمنة الجداول و التكتيف التي نرغب منكم تجهيزها لنا لإنهاء عملية المراجعة في الوقت المناسب.

سنقوم ببذل الجهود المعقولة لإنجاز السهمه كما هو عهين في هذا الكتاب وضمن الإطار الزمني المتفق عليه، إلا أننا لن نكون مسؤولين عن التأخير في الإنجاز الناتج من ظروف خارجة عن إرادتنا بما في ذلك عدم الالتزام بمسؤولياتكم في الوقت المناسب.

أوراق العمل

إن أوراق عمل المراجعة والمناقشة و المواد الأخرى وأية أعمال ونفاذير فمنا بعملها خلال عملية المراجعة هي ملك لشركتنا وتمثل سلو مات سرية وسيم الاحتفاظ بها وفقاً لسياسات وإجراءات شركتنا.

إعادة طباعة ونشر تقرير المراجعة

إذا كان سيتم إعادة نشر تقريرنا (أو الإشاره إليه) في التقرير السنوي أو ضمن وثائق أخرى، بما في ذلك أي بنادع إلكتروني أو التحميل على موقع إلكتروني، فيجب تقديم نسخة كاملة من الوثيقة لنا بوقت مسبق كات لمراجعتها قبل البدء بالنشر أو التحميل على موقع إلكتروني. إن الإدارة مسؤولة عن صحة إعادة نشر القوائم المالية وتقرير المراجعة وكافة المعلومات ذات العلاقة التي يحتويها التقرير السنوي أو أية وثائق منشورة للعلامة (سواء في صورة ورقية أو إلكترونية) إنفا غير مسؤولين عن قراءة أية معلومات يحتويها موقعكم الإلكتروني أو فحص مدى إتساق المعلومات الأخرى التي يحتويها الموقع الإلكتروني مع الوثائق الأصلية.

الإيداع الإلكتروني للقوائم المالية والتقرير على برنامج "قوائم"

تتطلب كليات الهيئة السعودية للمحاسبين القانونيين وتعليمات وزارة التجارة والاستثمار في المملكة العربية السعودية أن نقوم، بصفتنا مراجعي حسابات الشركة، بإيداع قوائمكم المالية مع تقريرنا حولها على موقع الإيداع الإلكتروني "قوائم". إن موافقتكم على كتاب الارتباط هذا يعد موافقة صريحة على قيامنا بالإيداع الإلكتروني لقوائمكم المالية والذي يتطلب أيضاً أن تزودونا بالبيانات اللازمة لتسجيلكم على الموقع الإلكتروني.

اعتماد مسودة القوائم المالية للإصدار وحل الأمور المتعلقة

نتوقع أن تتم الموافقة على إصدار مسودة القوائم المالية المسلمة لكم من قبل المخولين رسمياً بهذه الموافقة، مع حل كافة الأمور المتعلقة خلال فترة ٣٠ يوم عمل من تاريخ تسليم المسودة وخطاب الأمور المتعلقة لكم.

في حالة عدم اعتماد القوائم المالية للإصدار وحل كافة الأمور المتعلقة خلال الفترة المذكورة أعلاه، فإن أية أعمال مراجعته إحصائية سريعة بعد ذلك التاريخ تتطلبها معايير المراجعة المطبقة سيتم مقابل أتعاب إضافية حتى فترة أقصاها ٩٠ يوم عمل من تاريخ تسليمكم مسودة القوائم المالية. ويتم بحساب هذه الأتعاب وفقاً لعدد الساعات المنصرفة بمعدل الأتعاب المتفق عليه.

في حالة انقضاء فترة ال ٩٠ يوم المذكورة أعلاه دون اعتمادكم لمسودة القوائم المالية وحل كافة الأمور المتعلقة فلن نكون مسؤولين عن متابعة أية أمور وتعتبر مهمتها منتهية (بما في ذلك أي أعمال زكاة مكفون عليها) مع حفظ حقنا في تحصين باقي الأتعاب، وتخصمون وحدكم كامل المسؤولية وأية تبعات مباشرة وغير مباشرة نتيجة لعدم التزامكم بما جاء أعلاه.

وفي حال اعتمادكم لمسودة القوائم المالية بعد انقضاء فترة ال ٩٠ يوم المذكورة أعلاه ورغبتكم بإصدار هذه القوائم المالية، فإن ذلك سيكون بموجب تعاقب وشروط تعاقب جديدة بعد تسوية أي أتعاب سابقة مستحقة.

شكراً ومحتوى تقرير المراجع

سيتم إصدار تقرير المراجعة وفقاً للشكلى والمحتوى المنصوص عليها في المعايير الدولية للمراجعة المعتمدة في المملكة العربية السعودية. وقد تكون هناك حاجة لتعديل شكلى ومحتوى تقريرنا في ضوء نتائج المراجعة التي نتوصل لها.

إنهاء التعاقد

تقر إدارة الشركة بأنه في حالة عدم انتزاعها بمسؤولياتها المبيّنة في هذا الكتاب ، فإن ذلك سينجم عنه، بعد إشعارها كتابياً، إنهاء هذا التعاقد.

يمكن لأي من الطرفين إنهاء هذا التعاقد لأي سبب عند استلام إشعار خطي بذلك من الطرف الآخر (قبل ٣٠ يوماً على الأقل) من تاريخ الإنهاء الفعلي. وفي حالة الإنهاء المبكر للتعاقد فإن الشركة تتحمل كافة الأوقات والمصاريف التي تكبدها حتى تاريخ إنهاء التعاقد.

استمرارية التعاقد

يتم تجديد هذا التعاقد تلقائياً للفترات القادمة ما لم يخطر أي من الطرفين بوجبه إنهاء التعاقد بموجب إشعار خطي بذلك.

يحتوي كتاب الإلتباط هذا على التبنود والشروط التي ستحكم المهمة التي ستقوم بها. إن الشروط الواردة في هذا الكتاب تلغي أي ترتيبات سابقة (شفوية أو مكتوبة) بينما، إن أية تغييرات أو إضافات جوهرية لشروط هذا التعاقد لا تنشر سارية المفعول إلا إذا تم الإلتفاق والتوقيع عليها من قبل الطرفين.

يرجى عدم التردد في الإستفسار منا عن أي من الأمور الواردة أعلاه، في حالة موافقتكم على الخدمات والشروط الواردة في هذا الكتاب يرجى التكرم بالتوقيع على النسخة الثانية منه في المكان المعد لذلك وإعادته لنا في أقرب وقت ممكن.

ثانياً : خدمات الزكاة

بالإشارة إلى رغبتكم أن نقوم بمراجعة الإقرار الزكوي للشركة للسنة المنتهية في ٣١ ديسمبر ٢٠٢١ فإن

مهمتنا الرئيسية في ذلك هي التحقق من الإلتزام بأحكام نظام الهيئة العامة للزكاة والدخل في المملكة العربية السعودية، ونبين أثناء نطاق عملنا تقديم هذه الخدمة معنا لأي إستفسار:

• القيام بتباعدكم سنوياً بمتطلبات تقديم الإقرار الزكوي ، وإعلامكم حول أية مستجدات وكيفية التعامل معها.

• سوف نعلمكم بقائمة السلاجح و المستندات والمعلومات اللازمة حتى تقوموا بإعداد الإقرار الزكوي، وفي حالة طلبكم سندم لكم المتورء والمساعدة لكم لإستكمال تلك التعالج من قبل القسم المالي لديكم باللغة العربية.

• القيام بمراجعة إحصاء الزكاة المستحقة عن السنة والإقرار الزكوي إستناداً إلى المعلومات المقدمة منكم والجدول ذات الصلة وإبناعه نيابة عنكم للهيئة العامة للزكاة والدخل. إن الإقرار ومرفقاته من فوائده ماليه موبده بالمستندات والجدول المستفده بحسب إعدادها من القسم المالي لديكم باللغة العربية. إن نة هذا الإقرار هي من مسؤولية الإدارة لديكم والتي تقوم بتورءها بإعتماد هذا الإقرار وإصداره بشكل نهائي حتى تتسكن من تنبئه للهيئة العامة للزكاة والدخل.

• المساعدة في الإجابة على إستفسارات الهيئة وتقديم المشورة لتجهيز تلك البيانات أو المعلومات التي قد تطلبها الهيئة. إن تجهيز هذه البيانات والشطبات هي من مسؤولية إدارة الشركة لديكم. وهي حالة رغبتكم بمراجعتها وبفديتها بالنيابة عنكم فمكون ذلك مقابل أتعاب إضافية يتم تحديدها مسبقاً وفقاً لتساعات المقدره الإحصائية لتقييم بذلك.

• إن مهمتنا تتبئ بتقديم الإقرار الزكوي وإفرايم المالية للهيئة العامة للزكاة والدخل .

عرض مراجعة حسابات

مقدم الي : شركة المشروعات السياحية (ش.م.س) - شركة سعودية مساهمة

إعداد : شركة طلال أبوغزاله وشركاه

أمور أخرى بشأن الزكاة

- سيتم الحصول على تأكيدات خطية من الإدارة بشأن الإفصاحات المالية المقصده لنا.
- من المعارف عليه أنكم على علم بمتطلبات تقديم الإقرارات المقرعه (بما في ذلك متطلبات تقديم الإقرارات الاستقطاع الضريبيه و تقديم نماذج المعلومات حول العقود و غير ذلك) من أجل الإقرار بمتطلبات تقديم الإقرارات لهيئة العامة للزكاة و الدخل.
- حتى يتم الإلتزام بمتطلبات الهيئة لتقديم الإقرارات بحسب توقيتنا بكافة البيانات و المعلومات في الوقت المناسب، فإن عدم الإلتزام بذلك قد يتجسد عنه تأخير في التقديم، وعليه فإننا لا نتحمل مسؤولية أية التزامات إضافية قد تترتب على ذلك.
- إن تقديم أية معلومات لأعضاء آخرين من شركتنا غير قسم الزكاة لا يعتبر بمثابة إيلاح لنا بذلك المعلومات.

خدمات زكاة أخرى

- في حالة ربحتكم، مستقوم ، بذوية عنكم، بالإعتراض على أي ربط زكوي صادر من الهيئة العامة للزكاة و الدخل لا يمانئ مع الانظمة و القوانين و التعديم المعمول بها لدى الهيئة العامة للزكاة و الدخل مذابة هذا الإعتراض حتى يتهله بما يمانئ مع مصلحة الشركة. و سيتم الإتفاق معكم مسبقا على أتعاب مستقطه خاصه بالإعتراض الزكوي
- في حالة طلب خدمات زكاة أخرى، مثل تقديم إقرار موافق فسخة تأخير إعداد القوائم المالية من قبل القسم المالي لديكم أو طلب خطاب عدم صناعه أو شهادة إفراج عن عقود أو تسليط خطابات ضرائب إنقطاع شهري أو سنوي أو المساعدة أثناء انعقد السدادات. من قبل الهيئة سيتم الإتفاق معكم مسبقا على أتعاب مستقطه لقاء ذلك.

ثالثاً : الأتعاب المهنية

تحتسب أتعابنا لقاء الخدمات التي نقدمها لعملائنا على أساس إجمالي ساعدت العمل المنصرفة وطبيعة ونطاق العمل الموكل إلينا ومستوى المهارات الفنية اللازمة لتنفيذ تلك الخدمات بمستوى عال من الجودة المتميز.

نقدر أتعابنا المهنية لتقديم بالعمام المطلوبة ببلغ ٢٨٥,٠٠٠ ريال سعودي (فقط مئتان وخمسة وثمانون ألف ريال سعودي لا غير) موزعة كما يلي :

#	البيان	ريال سعودي
١-	مراجعة حسابات الشركة لسنة المنتهية في ٣١ ديسمبر ٢٠٢١	١٢١,٠٠٠
٢-	مراجعة إخراج الفحص للتقارير الربع سنوية (الثاني والثالث والأول من سنة ٢٠٢٢)	١٤٠,٠٠٠
٣-	اتعابنا عن أعمال الزكاة لسنة المنتهية في ٣١ ديسمبر ٢٠٢١	٢٤,٠٠٠
	المجموع	٢٨٥,٠٠٠

هذا ومرفق يتم مطالبتكم بأية مصاريف أخرى ، إن وجدت ، والتي نتكدها نيابة عن الشركة .
ننطلب مساهمة مكننا بتخصيص نصف أتعابنا مقدماً عند التوقيع على خطاب تعييننا وبدء العمل ، هي حين يتم سداد النفقة الثانية و النهائية عن أتعاب مراجع الحسابات عند إصدار مسودة القوائم المالية أما النفقة النهائية من أتعاب الخدمات الزكوية فنتم سدادها عند تقديم الإقرار الزكوي النهائي إلى الهيئة العامة للزكاة و الدخل .

بالإضافة إلى الأتعاب أعلاه : سيتم مطالبتكم بضريبة القيمة المضافة والبالغة ١٥% .



رابعاً : فريق العمل

كما ورد إعلامكم بأنه سيتم وضع خطة عمل لتنفيذ المهام المطلوبة بحيث تتضمن تواريخ ومواعيد البدء بأعمال المراجعة وسيتم مناقشتها معكم وموافقتكم على ذلك قبل البدء بالعمل .

يتكون فريق العمل الذي سوف يتولى الإشراف على مراجعة القوائم المالية للسنة المنتهية في ٢٦ ديسمبر ٢٠٢١ من التالية أسماءهم:

#	الأسم	المنصب	مدة الخبرة
١-	الأستاذ/ عبدالقدار عبدالله الوهب	شريك المرخص	٥٢
٢-	الأستاذ/ علي جعفر العنمر	شريك	٨
٣-	الأستاذ/ نضال راضي	ممثل الشريك الأجنبي	٢٩
٤-	الأستاذ/ محمد الراعي	مدير الخدمات المهنية	٢٩
٥-	الأستاذ/ عوني الأحمد	مدير التدقيق	٢٠
٦-	الأستاذ/ ناصر جمال	مدقق رئيسي	٨

تعريف بشركة طلال أبوغزاله وشركاه

إن شركة طلال أبوغزاله وشركاه هي إحدى شركات مجموعة طلال أبوغزاله والتي تأسست عام ١٩٧٢ ، وتعمل المجموعة من خلال مكاتبها البالغ عددها ١٠٠ مكتباً و ١٥٠ مكتب تمثيل حول العالم، وتعد مجموعة طلال أبوغزاله أكبر مجموعة علمية من شركات الخدمات المهنية التي تعمل في حقول المحاسبة، التدقيق الخارجي، التدقيق الداخلي، حوكمة الشركات، الضرائب، الاستشارات التعليمية، الدراسات الاقتصادية والإستراتيجية، خدمات الاستشارات الإدارية، التدريب المهني والفني، نقل التقنية وإدارة

المشاريع، إدارة العفارات، خدمات المستثمرين واستشارات الأعمال، الموارد البشرية وخدمات التوظيف، الحكومة الإلكترونية، استضافة الإلكترونية، التعليم الإلكتروني وتطبيق أمن تقنية المعلومات، تطوير وتصميم المواقع، الترجمة الفورية والترجمة المهنية، تعريف المواقع، تسجيل أسماء المجال، التخطيط الاستراتيجي لتقنية المعلومات والاتصالات، الخدمات الاستشارية لتخطيط موارد المشاريع، التدريب على مهارات تقنية المعلومات والإنترنت ومنتجاتها، وكافة أنواع الملكية الفكرية، تقييم أعمال وموجودات الملكية الفكرية وخدمات الأعمال التجارية، تسجيل وحماية الملكية الفكرية، تحديثات الملكية الفكرية، حماية وإدارة حقوق الملكية، الخدمات القانونية (استشارات ومحاماة) والاكتمبات العامة.

ويسبب كفاءة الشركة المهنية في خدمة عملائها طموحاً لأعلى المستويات والتزامها التام بالاصول المهنية في أعمالها، أصبحت تتمتع بسمعة طيبة لدى جميع قطاعات الأعمال، كما أن مستوى خدماتها المهنية الرفيعة يسكن الحكم عليه من نوعية العملاء الذين تشرفت بتقديم خدماتها لهم من شركات ومؤسسات عربية وغيرها في حقول المال والاستثمار والتجارة والصناعة والخدمات.

وقد حققت المجموعة مجاًلاً مبرحاً من النجاحات بين عملائها، الذين يضمون وكالات هامة ومنظمات دولية حكومية ودولية وعربية، وشركات رائدة في مجالات البنوك والصناعة والتأمين والتجارة. وقد ساعدنا هؤلاء العملاء بنجاح على اتخاذ قرارات صعبة تتعلق بالأعمال والإدارة وتعلق بالأفراد والمعدات والمرافق ورأس المال.

عرض مراجعة حسابات

مقدم إلى : شركة المشاريع السياحية (ش.م.س) - شركة سعودية مساهمة
إعداد : شركة طلال أبوغزاله وشركاه

كما تقوم شركة طلال أبوغزاله وشركاه بتقديم خدماتها المهنية على نطاق واسع في مجالات مراجعة الحسابات والمراجعة الداخلية والاستشارات الضريبية وتأسيس الشركات بالإضافة إلى الخدمات الخاصة التالية:

- أعمال التفتيش المحاسبي.
- الأعمال المحاسبية المتعلقة بتصفية الشركات.
- تقييم أسهم الشركات.
- مراجعة أوضاع الانتماء.
- المساعدة في إعداد ومراجعة المعلومات المالية الواردة في بيانات الإصدار.
- فحص الاتفاقيات المالية الخاصة كعقود الإنتاج وحقوق الامتياز.
- تقييم نظم الضبط الداخلي في الشركات والمؤسسات على اختلاف أنواعها وبالأخص أنظمة انضباط الداخلي في حالات استخدام الكمبيوتر.
- وضع الأنظمة المالية والإدارية والتكليف للشركات والمؤسسات والقيام بدراسة الأنظمة المالية والإدارية والتكاليف المعمول بها وتقديم المشورة بشأن استخدامها.

وفي حالة عوافقتكم على هذا العرض يرجى التكرم بالتوقيع على النسخة الثانية منه في المكان المعد لذلك وإعادتها لنا في أقرب وقت ممكن.

وفي الختام ، فإننا نطمع بلى نتعاون لنام مع موظفكم، ونحن على ثقة بانهم سوف يقدمون لنا كافة السجلات والوثائق والمعلومات الأخرى ذات العلاقة بأعمال المراجعة ، شاكرين لكم ثقتكم الغالية بنا ، آمين ان تبقى دائما موضع ثقتكم وفي خدمتكم .

وتفضلوا بقبول فائق الاحترام،،،

طلال أبوغزاله وشركاه

علي جعفر العالور
المرخص له برقم (٤٩٥)

نوافق على ما جاء أعلاه :

الاسم :
التوقيع :
الوظيفة :
التاريخ :



Ibrahim Ahmed Al-Bassam & Co
Certified Public Accountants - Al-Bassam & Co.
(member firm of PKF International)

شركة المشروعات السياحية
Tourism Enterprises Company



PROPOSAL TO PROVIDE EXTERNAL AUDIT SERVICES

Tourism Enterprise Company

“Shams”

For Financial year ended December 31, 2021

Contents

Letter To The Management	Page 3
About PKF International	Page 4
PKF Al Bassam & Co. Profile	Page 6
Scope of Services and KYC Methodology	Page 12
Planned Approach for annual audit	Page 15
Outlining The Responsibilities	Page 19
Detailed Approach For Annual Audit and quarterly review	Page 23
Professional Fees	Page 29
Our Professional Team	Page 32
Clientele Portfolio	Page 40
Why PKF Al Bassam & Co.?	Page 43



LETTER TO THE MANAGEMENT



April 11, 2021

Attention of The Audit Committee
Tourism Enterprise Co.- Shams – Saudi Joint Stock Co.
Dammam, Saudi Arabia

Dear Sirs,

We are pleased to present our proposal to serve as external auditors of Tourism Enterprise Co. - Shams (the Company) and its subsidiaries (the Group). We appreciate your interest in our professional services and look forward to the opportunity of working with you and your esteemed Group. Our proposal describes our understanding of your needs and proposes how we can assist you.

PKF International Limited (PKFI) is one of the world's leading professional services organizations. The member firms of PKFI deliver world-class assurance and advisory, tax, and consulting services, with more than 20,000 staff in over 440 locations in around 150 countries. The member firms serve some of the world's largest companies, as well as large national enterprises, public institutions, and successful fast growing companies.

We feel that our firm is best equipped to respond to all of your service needs. Our strong presence in the Kingdom combined with the international strength of our affiliate, PKFI, will result in prompt effective responses to all of your Kingdom and in fact world-wide service needs.

Our mission is to help our clients and people excel. This mission requires an uncompromising commitment to high professional and technical quality and service excellence. Through the varied disciplines and expertise our firm possesses, both at the local and international level, we believe that the quality of services we offer will exceed your expectations.

In this proposal we will describe the scope of the work that we propose, our team of professionals and our fees for these services. We believe that we are well qualified to serve as the independent auditor and advisor to the Company. All the members of our team, in addition to solid professional qualifications and experience, share the same commitment to providing outstanding service to you.

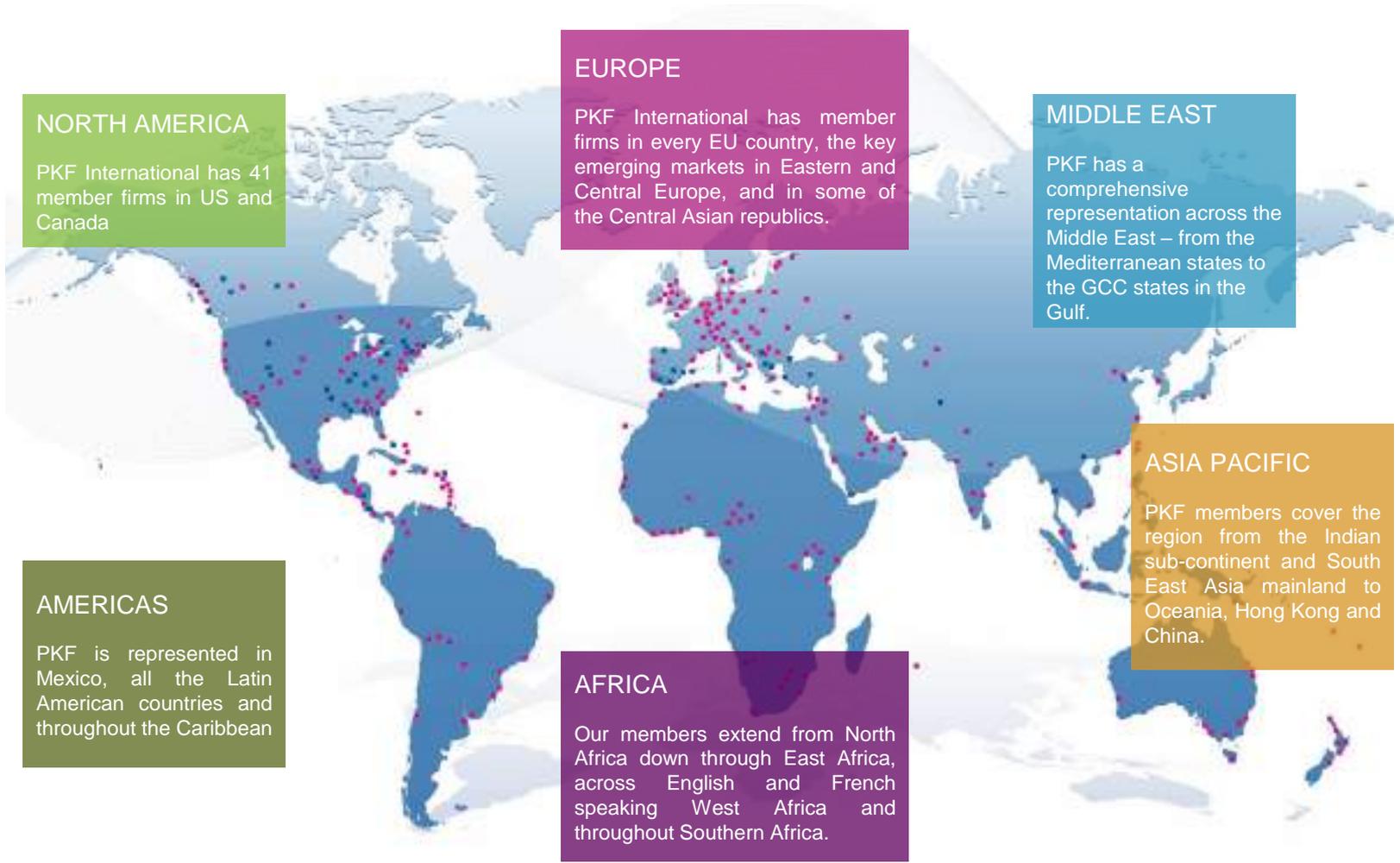
PKF Al Bassam & Co.

Ibrahim A. Al Bassam

PKF INTERNATIONAL

440 locations
150 countries
with 20,000 employees
including 2,600 partners

ABOUT PKF INTERNATIONAL



NORTH AMERICA

PKF International has 41 member firms in US and Canada

EUROPE

PKF International has member firms in every EU country, the key emerging markets in Eastern and Central Europe, and in some of the Central Asian republics.

MIDDLE EAST

PKF has a comprehensive representation across the Middle East – from the Mediterranean states to the GCC states in the Gulf.

AMERICAS

PKF is represented in Mexico, all the Latin American countries and throughout the Caribbean

AFRICA

Our members extend from North Africa down through East Africa, across English and French speaking West Africa and throughout Southern Africa.

ASIA PACIFIC

PKF members cover the region from the Indian sub-continent and South East Asia mainland to Oceania, Hong Kong and China.

PKF

AL BASSAM & CO.

FIRM PROFILE

“WE AIM TO BE THE BEST AND NOT THE LARGEST”

OUR REGIONAL PROFILE

PKF AL BASSAM and Co. is one of the leading professional organizations in the Kingdom of Saudi Arabia and a member firm of PKF International.

Established late 2002, in Saudi Arabia and late 2005, in Bahrain. We have since then established ourselves as one of the leading firms in Saudi Arabia as evidenced by our wide portfolio of clients that includes many well established companies across a spectrum of different industries.

We audit are currently engaged in the audit of 32 listed companies in Saudi Arabia, we are ranked Number 3 in terms of audits of listed Companies in KSA and Number 1 by far in terms of audits of Listed Insurance Companies;

Majority of our Partners , Directors, Managers and Senior Staff are former Big 4 and carry formal qualifications from recognized accounting bodies i.e.

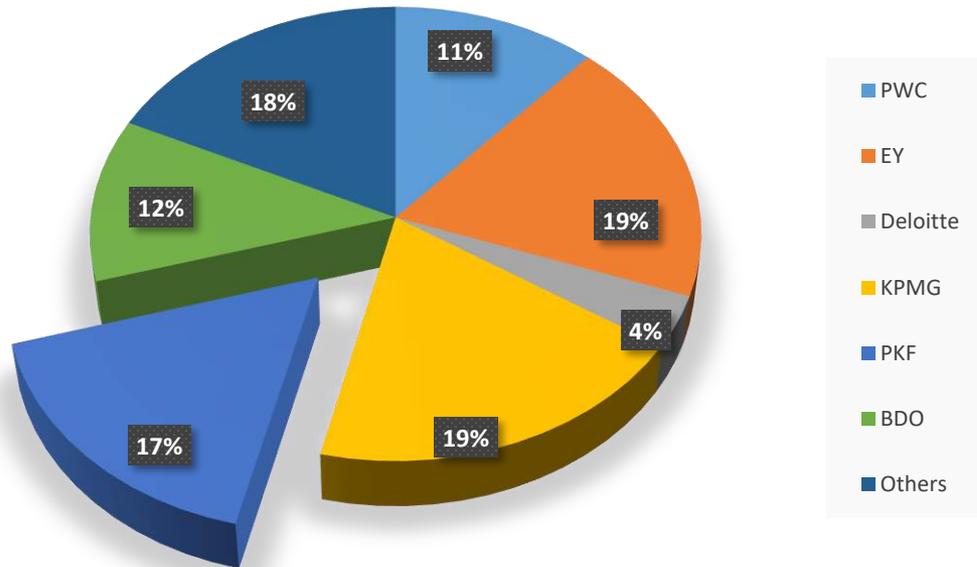
- American institute of Certified Public Accountants ([CPA](#)),
- Saudi Organization for Certified Public Accountants ([SOCPA](#))
- Institute of Chartered Accountants in England and Wales ([ICAEW](#)),
- Institute of Chartered Accountants of Pakistan and India ([ICAP](#) and [ICAI](#)),
- Association of Certified Chartered Accountants ([ACCA](#)) and
- Egyptian Society of Accountants and Auditors ([ESAA](#)).

Our team comprises of 90 staff in KSA including 7 Partners and Senior directors, 14 managers and 69 experienced professionals.



OUR SHARE OF LISTED CLIENTS IN THE MARKET AS COMPARED TO THE BIG 4

Listed Clients Percentage



Number of listed clients:

KPMG 37

E&Y 36

PKF 32

PWC 22

BDO 22

Deloitte 7

Others 34

OUR KSA PRESENCE



We believe that, whilst there are many reasons why PKF is uniquely placed to be appointed as auditors for your Company, the most important of these are;

UNIQUE QUALIFICATION

There are many reasons why we believe PKF is uniquely qualified to meet the needs of your Company – reasons which differentiate our firm from other competitors are:

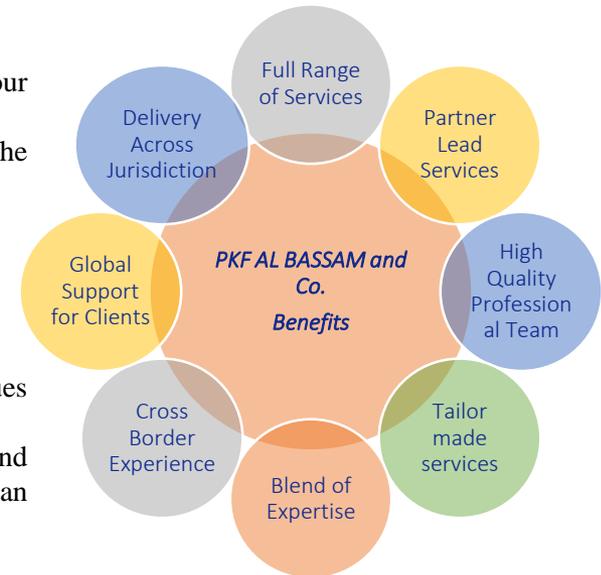
- Our team quality who has deep expertise working in a number of countries, especially in the Gulf region;
- Years of experience in providing services to clients from your industry
- Our unique, ‘no surprises’ audit methodology which is elaborated in detail
- Our professional approach to the provision of services to our clients.

AUTHORITY

- We will be proactive in keeping you informed, responding to your requests, addressing issues that need to be resolved and making sure that deadlines are met.
- Your Company will be part of PKF Family, a program through which we serve our largest and most valued clients. Among other benefits, this means that PKF’s global network of resources can be accessed by the Company at any time.

PROFESSIONALS WHO ‘FIT’

- We have a team in place for your audit, who have the ability to work effectively with you and with each other, and who remain totally committed to serving the Company into the future.
- Furthermore, we understand the need to adapt with the culture of the Company and to fit well within it. The members of our team will have a goal to develop highly productive relationships with management at all levels built on common values and mutual respect, while rigorously preserving their professional objectivity and independence at any times.
- We have put in place a team which has the experience and expertise.*
- Ibrahim Al-Bassam, will act as Client Service Partner. He acts as a sounding board on strategic matters to many businesses in the Saudi Arabia. He has worked closely with board members and key senior level executives of other businesses in the region and will do the same for Your Company.
- We have identified a dynamic team comprising of professionals who have extensive experience of relevant industries and will support the engagement partner, engagement director and engagement senior manager in delivering a quality audit to the Company.



REGISTRATION WITH CAPITAL MARKET AUTHORITY (CMA)

In accordance with CMA resolution dated 12/04/1440H corresponding to 19/12/2019, all joint stock company's auditors are required to be registered with CMA.

Detailed guidelines in respect with the registration have been recently released by CMA with a deadline to complete the registration by June 2019.

As PKF Al Bassam is concerned, we completed the required registration application and other required documents needed by CMA and will be filling it with CMA shortly following the upcoming seminar conducted by CMA on February 3, 2019 on the registration process. Once filed, CMA will review the application and may require some clarification prior to approval. We will keep you posted with the status as we proceed with CMA

SCOPE OF SERVICES & KYC METHODOLOGY

SCOPE OF SERVICES OFFERED BY US



PKF Al Bassam & Co. is specialized in providing the following professional services:

- ❑ Assurance services- External audit & review engagements;
- ❑ Zakat and Tax services including Value added tax (VAT);
- ❑ Advisory services- Financial due diligence, business plan and feasibility studies;
- ❑ International Financial Reporting Standards (IFRSs) implementation.

Assurance



- External audit and assurance services
- Agreed upon procedures

Zakat, Tax And VAT



- Direct Taxation
- Indirect Taxation
- Corporate Taxation
- International Taxation

Advisory services



- Due Diligence
- Feasibility Study

IFRS



- GAP Analysis
- Impact assessment
- IFRS financial statements

AT PKF, WE APPLY THE KYC METHODOLOGY

At PKF, we apply the Know Your Customer (KYC) Methodology in order to enable us to deliver the best of our services to our prestigious clients. We ensure that the process of service delivery is smooth and satisfies the utmost requirements of the clients in the most efficient way.

UNDERSTAND THE CLIENT BUSINESS

Obtaining a thorough understanding of the client business and the requirements of the engagement are one of the top most priority while a proposal is submitted to the client. We ensure that we have a clear understanding of the requirements, and the deliverables are prominently identified and outlined.



IMPORTANT CLIENT REQUIREMENTS:

1. INDEPENDENCE
2. DEFINING THE SCOPE OF ENGAGEMENT
3. KNOW THE CLIENT BUSINESS
4. INDUSTRY SPECIFIC KNOWLEDGE
5. COMPLIANCE WITH SOCPA REQUIREMENTS
6. COMPLIANCE WITH CMA REQUIREMENTS
7. STAKEHOLDER REQUIREMENTS
8. LEGAL REQUIREMENTS
9. DEADLINES
10. CLEARLY IDENTIFIED DELIVERABLES

PLANNED APPROACH FOR ANNUAL AUDIT

SCOPE OF ENGAGEMENT



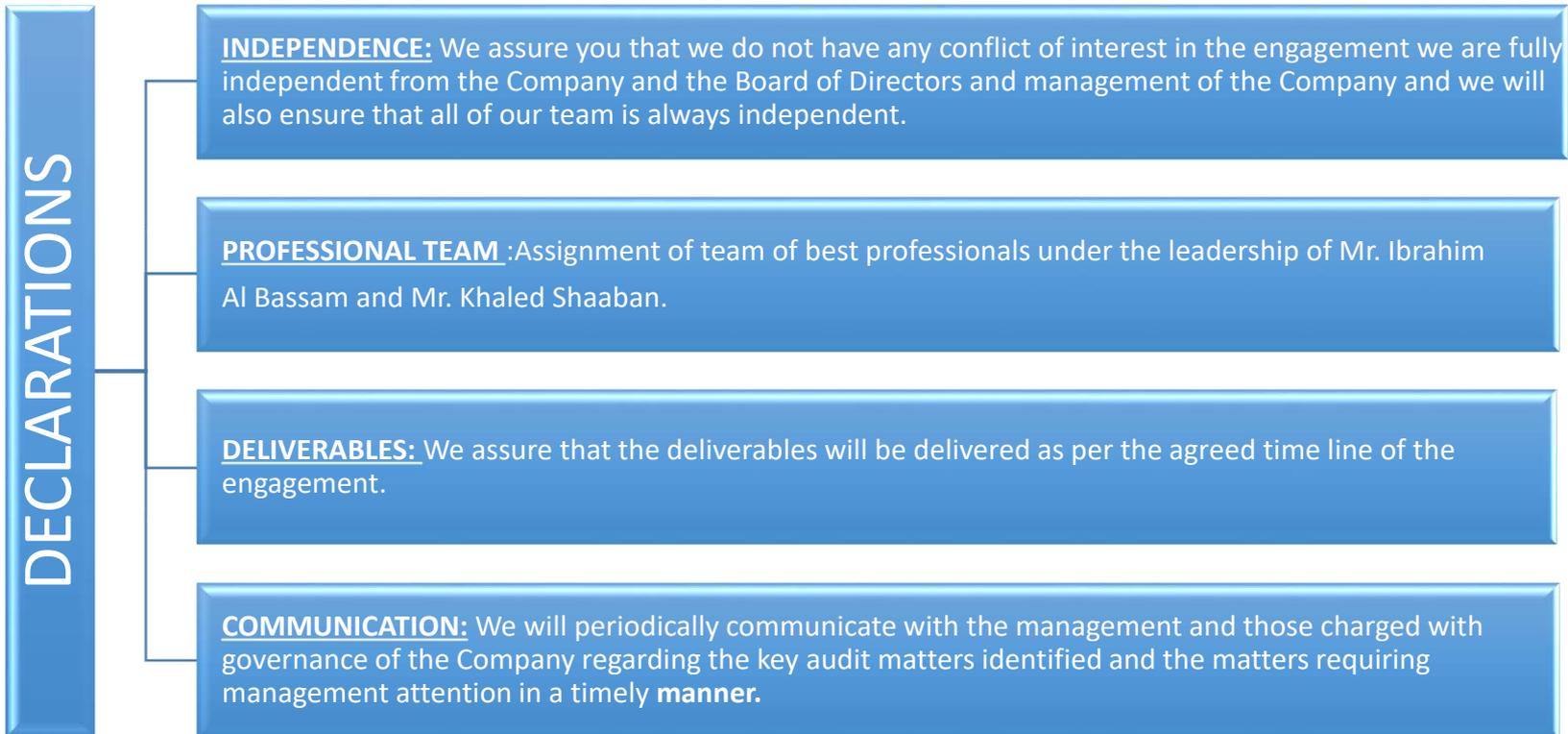
ENGAGEMENT WITH TOURISM ENTERPRISE CO. SHAMS



Our proposal is to carry out the following services for Tourism Enterprise Co. - Shams:

- Statutory audit of the financial statements for the year ending December 31, 2021 in accordance with International Financial Reporting Standards (IFRS) as endorsed in Kingdom of Saudi Arabia.
- Statutory interim reviews of the quarterly financial statements for the periods ending June 30, 2021; September 30, 2021 and March 31, 2022 prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed in Kingdom of Saudi Arabia.
- Submission of annual Zakat return

ENGAGEMENT WITH THE COMPANY



OUR APPROACH AND REPORTING



OUR APPROACH TO EXECUTE THE AUDIT ENGAGEMENT

	Our activities	Your involvement / our deliverables
 Planning	<ul style="list-style-type: none"> • Understand business, risks and areas of sensitivity and subjectivity • Understand accounting and reporting activities • Plan audit procedures • Agree on audit timetable 	<ul style="list-style-type: none"> • Audit planning meeting • Audit information requests • Early warning of any issues and areas of focus
 Controls testing	<ul style="list-style-type: none"> • Identify and document key systems and processes • Evaluate design and implementation of selected controls • Test operating effectiveness of selected controls 	<ul style="list-style-type: none"> • Report on control observations
 Substantive testing	<ul style="list-style-type: none"> • Perform substantive audit procedures with a balance sheet approach • Audit of the statutory accounts process 	<ul style="list-style-type: none"> • Discuss audit findings
 Completion	<ul style="list-style-type: none"> • Report to management 	<ul style="list-style-type: none"> • Audit completion meeting • Insightful reporting on audit findings • Audit report and audit opinion

A uniform approach by

Submitting audit and review instructions to all PKF offices involved.

Define and communicate an agreed timeline for year-end audit and quarterly reviews.

Applying the PKF audit methodology as stipulated in the PKF Audit Manual.

Using uniform audit tools, e.g. audit software.

Compiling uniform audit documentation, e.g. summary of adjusted/unadjusted audit/review differences, inter-office audit/review memo

... working closely with you from the outset

OUTLINING THE RESPONSIBILITIES

AUDITORS' RESPONSIBILITIES



AUDIT SCOPE OF WORK AND REPORTING REQUIREMENTS

The scope of work is always mutually defined in order that we take into account your specific needs and requirements. Based on our understanding, we conclude that the following services would be required:

- a) Statutory audit of the financial statements for the year ending December 31, 2021 in accordance with International Financial Reporting Standards (IFRS) as endorsed in Kingdom of Saudi Arabia.
- b) Statutory interim reviews of the quarterly financial statements for the periods ending June 30, 2021; September 30, 2021; March 31, 2022 prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed in Kingdom of Saudi Arabia.
- c) Submission of annual zakat return

Report to the shareholders of the Company, whether in our opinion:

- The financial statements present fairly, in all material respects, the financial position of the Company as of the balance sheet date and the results of its operations and their cash flows for the year then ended, in accordance with accounting/reporting standards recognized and prevailing in the Kingdom of Saudi Arabia; and
- Comply with the requirements of the Regulations for Companies, Company's Articles of Association with respect to the preparation and presentation of the financial statements.

AUDIT RESPONSIBILITIES, LIMITATIONS AND REPORTING FRAMEWORK

We will conduct our audit in accordance with International Standards on Auditing (ISA). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements.

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation.

Generally Accepted Auditing Standards require that we obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatements, whether caused by an error or irregularity. While an effective internal control structure reduces the likelihood that errors or irregularities (including misappropriation of assets) may occur and remain undetected, it does not eliminate that possibility. For that reason and because we use selective testing in our audit, a material misstatement may remain undetected and we cannot guarantee that material errors or irregularities, if present, will be detected.

AUDIT RESPONSIBILITIES, LIMITATIONS AND REPORTING FRAMEWORK-Continued

Our audit should, therefore, not be relied upon to discover defalcations or other irregularities that may have occurred, but their discovery, if they exist, may result from the audit tests that we undertake and we will report such cases.

Pursuant to professional standards, in the unusual event that we are unable to complete the audit or are unable to form or have not formed an opinion, we may decline to express an opinion or decline to issue a report.

As part of our audit, we will obtain an understanding of the Company's internal control structure solely to plan the audit and determine the nature, timing and extent of our audit procedures. This understanding will not be sufficient to enable us to render a separate opinion on the effectiveness of the internal control structure over financial reporting.

The working papers, prepared in conjunction with our work, are the property of our firm, constitute confidential and proprietary information and will be retained by us in accordance with our firm's policies and procedures.

MANAGEMENT'S RESPONSIBILITIES AND REPRESENTATIONS AND REGULATORY REQUIREMENTS

We remind you that, in accordance with Regulation No. 126 of the Saudi Companies' Regulations, it is the responsibility of the Company's management to prepare the financial statements including adequate disclosures. This includes the maintenance of adequate accounting records and internal controls, the selection and application of accounting policies, and the safeguarding of the Company's assets.

Management Letter

Considering you as one of our important clients, our objective will be to provide you with an added value service via the development and submission of a Management letter depicting areas for improvements whether from internal control prospective or accounting and financial matters.

The Report will include the following:

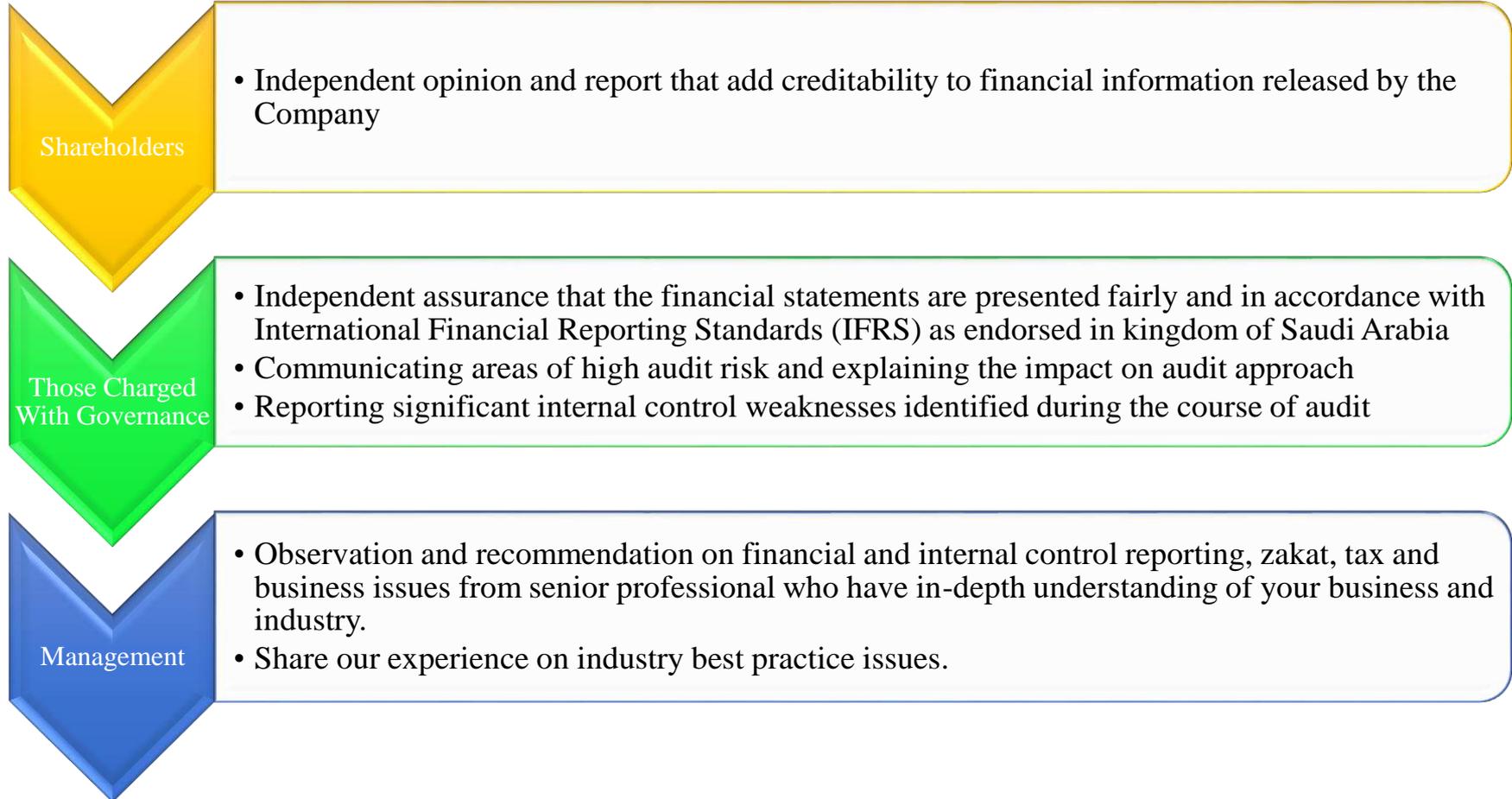
1. Management Letter: Auditing Standards require that auditors should inform their customers either orally or by a formal letter. Our approach requires us to separately report any significant deficiencies relating to the internal control structure noted during our audit and bring to your attention any material errors or irregularities or illegal acts of which we become aware during our audit in the form of a letter which will be submitted, after discussion with Company's management, to the Audit Committee or the Board of Directors / shareholders.
2. Report on issues along with recommendations for remedial action.

DETAILED WORK APPROACH
FOR
ANNUAL AUDIT
AND
QUARTERLY REVIEWS

PURPOSE AND SCOPE OF WORK



AUDIT OBJECTIVES



SCOPE OF QUARTERLY REVIEWS



QUARTERLY REVIEW OF FINANCIAL STATEMENTS AND ITS REGULATORY REQUIREMENTS

We will review the financial statements for each quarter in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” and provide you with a report as required by IFRS – IAS 34 “Interim Financial Reporting” as endorsed in Kingdom of Saudi Arabia.

This Standard requires the auditors to perform financial analysis and make specific inquiries of management and others about the items in the financial statements and the effectiveness of the accounting processes. We will request from management written confirmation in a Letter of Representation (LOR).

In the LOR, the management represents that in case any errors are not rectified, this will not materially affect the financial position of the Company and will not have any material impact on the presentation and disclosures in the financial statements.

After completion of our review, we will discuss the results with the management.

During our review, if we identify any issues [including any material impact over the completeness and quality of the presentation and disclosure in the reviewed financial statements] we will discuss these issues with the management before issue of the quarterly report.

This limited review is significantly lesser than the regular year end audit which is required by the Generally Accepted Auditing Standards. Hence, we will not express our opinion on the quarterly financial statements.

Our examination does not include any assurance that we will be aware of any errors, irregularities, fraud or illegal activities or any other issues that will have any impact on our judgment over the quality of the financial statements that could be identified during regular audit process.

It is the responsibility of the management to adhere to the Ministerial Regulations and to enable us to complete the limited quarterly reviews within the stipulated time and submit the Reports to the Ministry within the prescribed time limit.

PURPOSE AND SCOPE OF WORK



Our Audit Emphasis

Based on our initial understanding of your accounting issues and challenges obtained from our discussion with the management, our experienced audit team will exercise special focus on the following areas during the early stages of the audit, in order to identify and resolve the potential accounting and technical matters in a timely manner.

Accounting issues and challenges	Description	Our approach
Accounting policies and judgments and estimates are appropriate.	There are frequent changes in accounting standards and the Company should be well equipped to handle the adoption of any standard that may have a material impact on the financial statements.	We will ensure that the Company is aware of new accounting standards and implications of adoption, if appropriate, as soon as practical. We will discuss the appropriateness of accounting policies, and review significant transactions and contractual arrangements against the requirements of IFRS.
Revenue cycle	In response to Applicable Standards on Auditing there is an inherent risk factor related to revenue recognition. Due to Revenue standard requirements for the fulfilment of certain criteria prior to recognising revenue, there is a risk that the recorded revenues may not be correctly recognized.	Test the operating effectiveness of controls that ensure revenue is recognised on a timely basis based on actual services provided at agreed contractual rates. Test of transactions occurring at or around the year end to ensure that revenue is recorded in the correct period.
Operating Expenses	Ensure that costing sheets are prepared and reflected in the company's books as per the guidelines stipulated by standards.	<ul style="list-style-type: none">• Understanding and testing of controls surrounding the expenditure cycle;• Perform analytical review of major operating expenses streams to assess for reasonability ;• Compare actual operating expenses incurred against budget;• Ensure that operating expenses are incurred as per the management directives
Non-Routine Transactions	Significant or unusual transactions may occur. The accounting and disclosure of transactions outside the normal course of business should be specifically evaluated.	Obtain understanding of the nature, business rationale, and terms of significant non-routine transactions. Consider alternatives and assess the accounting treatment and disclosures based on the nature and terms of the transactions.

Our Audit Emphasis - continued

Accounting issues and challenges	Description	Our approach
Receivables	There are always risk for the collectability of the accounts receivables due the instability of the market due to economic changes is Saudi market which may raise a risk of impairment.	We will review the company's collection policy to insure that it is correctly applied, will request confirmations from customers and will review the subsequent collections. Based on aging, customers defaulting will be assessed on case by case basis.

Fraud considerations

In accordance with Applicable Standards on Auditing, the Auditor has a responsibility to consider the risk of fraud in the audit of financial statements. Hence we will undertake specific procedures and report findings to management and the Board of Directors in respect of financial reporting fraud. The following highlights the phases of our work on fraud:

Discuss fraud

- Discussions with:
 - Those charged with governance
 - Internal Audit

Assess fraud risk

- Preliminary fraud risk assessment
 - Pressure to meet financial targets
 - Employee pressures
 - Management override
 - Internal control framework
 - Nature of industry
 - Structure of the entity
 - Attitudes / culture

Tailor audit response

- Increased risk due to difficult market conditions potentially increases the level of procedures
- Review and test the fraud risk assessment process, systems and controls to prevent, deter and detect fraudulent activity
- Evaluate the design of financial reporting controls during process testing to assess their effectiveness in detecting fraud
- Identify and select specific journal entries for detailed substantiation for appropriate evidence and basis
- Review significant accounting estimates for possible management bias

PROFESSIONAL FEES

Delivering value for money

We make a long-term investment in our clients, and are committed to fair and transparent fees. This fee proposal reflects our dedication and our desire to work with you. Our proposed fees are set at a realistic level and make absolutely no compromise to the quality of our service. The scope of work discussed in this document has been used as the basis of the fee proposal.

Our fees are charged on the basis of time occupied and expenses incurred having regard to the degree of responsibility involved and the experience and skills required for the audit of the financial statements.

Service	Fees SR
Audit of the financial statements of Tourism Enterprise Co. (Shams) including uploading financial statements to Qawaem portal	75,000
Quarterly review of the financial statements of Tourism Enterprise Co. (Shams) (SR 20,000 per quarter)	60,000
Preparing and uploading annual zakat return of Tourism Enterprise Co. (Shams)	15,000

- For the Audit, it is our practice to request a **50%** advance payment upon signing the Engagement Letter, **35%** upon commencement of the final audit and **15%** upon issuance of the draft report on the financial statements.

Assumptions

Our fee proposal is based on the following assumptions:

- We will be provided with the final trial balance and management accounts for the year end;
- We will receive comprehensive supporting documentation (the exact requirements will be communicated in the form of an information request list);
- You will be responsible for the preparation of the financial statements;
- Fees are exclusive of out-of-pocket expenses and VAT;
- Where there is no change in the scope of our work, our fees will be fixed at the levels outlined above.

Basis for charging for additional work

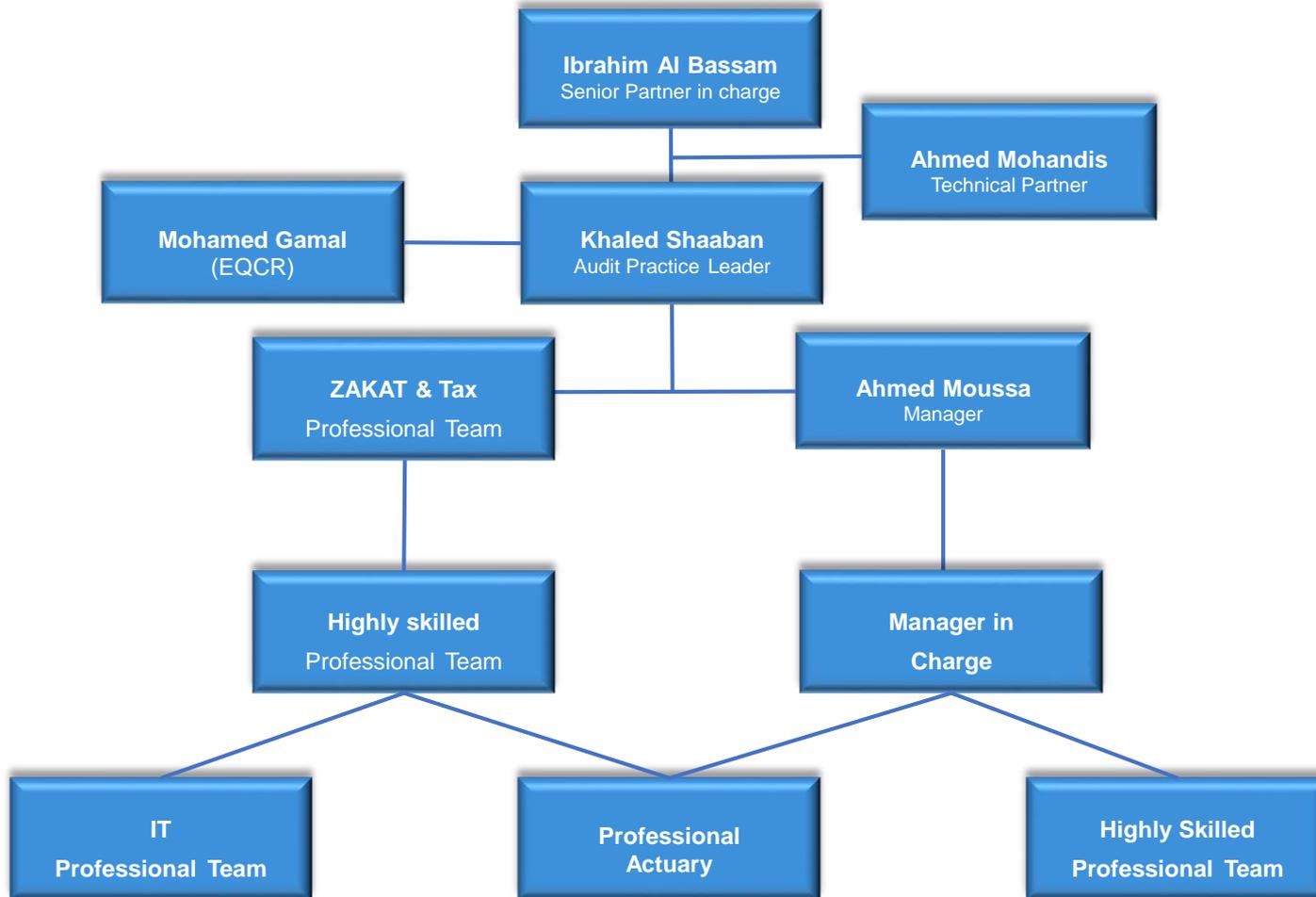
- Ad-hoc support during the year is included in our fee quote above, in order to encourage an open line of communication between us and Tourism Enterprise Co. (Shams) .
- Where we anticipate that a specific matter is likely to require a substantial time commitment, we will discuss our proposed fees with you in advance of carrying out the work, and will proceed only once instructed to do so. We believe transparency is key to all fee-related matters.

OUR PROFESSIONAL TEAM

ENGAGEMENT TEAM



Considering the nature and importance of this audit assignment, Ibrahim Al Bassam will be the Partner-in-charge and Khaled Shaaban will be the Practice Leader responsible for the advisory services with the assistance and co-operation of Ahmed Moussa, Audit Manager, who will be responsible for all the other audit team work.



DISTINGUISHED FEATURES OF OUR TEAM



Extensive knowledge in serving multinational clients.

Broad experience in managing group audits.

Highly experienced local teams with a clear understanding of their role and responsibility in contributing to the success of the global audit.

Proficient in timely and effective communication of audit results, both to the client and between the central and local audit teams

Pro-active and timely escalation of audit related matters outside the regular reporting process – no surprises

Understanding significance of timeliness and quality of inter-office communication, e.g. inter-office audit/review memorandum, inter-office audit /review opinion, etc.

High awareness for importance of meeting clients' deadlines, especially Audit Committee meeting and BOD meeting.



PARTNER-IN-CHARGE

Email: Ibrahim.Albassam@pkf.com

Phone: +966 13 893 3378

Mobile: +966 50 6825333

Mr. Ibrahim Al Bassam is the Audit Partner in PKF Al Bassam & Co. Ibrahim carries an experience of more than 22 years in the profession of audit, tax and assurance services in the Kingdom of Saudi Arabia and Bahrain in various sectors providing services of audit and advisory, zakat and tax, financial due diligence, valuation and other special assignments in various industries ranging from manufacturing, trading, oil and gas, banks, insurance, construction, hospitality, healthcare and numerous others industries. In addition to this he has also served on various committees of SOCPA and participated as a team leader in various SOCPA Peer Review visits.

Education and Professional Memberships:

- Certified Public Accountants (CPA)
- SOCPA Member of Saudi Organization of Certified Public Accountants
- Certified Information Systems Auditor (CISA)

Years of Experience:

+22 years in Kingdom and Bahrain

Notable experience in:

- Audit and advisory services in wide range of industries
- Due diligence and valuation services
- Zakat and tax services
- SOCPA Peer Review Visits

Notable clients in the region:

- Saudi Post Corporation
- Al Othman Group of Companies
- Adraj Group of Companies
- King Faisal Specialist Hospital and Research Center
- National Gas and Industrialization (GASCO)
- Al Arkan Group
- Al Judee Group
- Gecat limited company
- Al Shifa Medical Company
- Ash Sharqiyah Development Company (S.J.C.)
- United Cooperative Company (S.J.C.)
- AlSagr Cooperative Insurance (S.J.C.)
- Sleep High
- Salman Group of Companies
- A.A. Al Qahtani & Sons Group
- Allianz Saudi Fransi (S.J.C.).
- Saudi Re(S.J.C.).
- Saudi General Investment Fund



TECHNICAL PARTNER

Email: ahmed.mohandis@pkf.com

Phone: +966 13 893 3378

Mobile: +966 50 566 6424

Education and Professional Background

- Bachelor degree from King Abdulaziz University, Jeddah, Saudi Arabia.
- Modern Accountant Certificate (MAC).
- The Saudi Organization for Certified Public Accountants (SOCPA) Riyadh, Saudi Arabia

Summary of Experience

- 25+ years of combined experience in Arthur Andersen & Abdul Majeed A. Mohandis office.
- Partner at PKF AlBassam & Co.

Significant Experience in

- Audit and advisory services in wide range of industries.
- Due diligence and valuation services.
- Zakat and tax services.

Experience also include:

Ahmed managed, performed and reviewed various engagements in wide range of industries including:
Financial institutions, Healthcare, Education, Hospitality, Entertainment, Contracting, Investment, Manufacturing and Trading.

Certain Clients in region

- AL SORAYAI Trading and Industrial Group Company and its subsidiaries.
- SNASCO Holding Company.
- Abdul Latif Banaja Holding Company.
- Abdul Latif Banaja Sofian Pharma.
- Abdul Latif Banaja Sofian Medical Services.
- Abdul Latif Banaja Sofian Logistic.
- Saudi Center for Pharmaceuticals.
- Banaja Trading Company .
- Aljazira Takaful Company (S.J.C.)
- Acig Company (S.J.C.)
- United Cooperative Assurance (S.J.C.)
- Gulf General Cooperative Insurance Company (S.J.C.)
- Saudi Enaya Cooperative Insurance (S.J.C.)



AUDIT PRACTICE LEADER

Email: khaled.shaaban@pkf.com

Phone: +966 13 893 3378

Mobile: +966 56 5522205

Education and Professional Background

- Bachelor degree from the Faculty Commerce, Cairo University, Egypt
- Member of the Egyptian Society of Accountants & Auditors
- Member of the Egyptian Society of Taxation, around 22 years of experience in Saudi Arabia and Egypt

Summary of Experience

- 22 years of experience in Saudi Arabia and Egypt

Significant Experience in

- Audit and advisory services in wide range of industries
- Due diligence and valuation services
- Zakat and tax services

Experience also include:

During his professional career, he gained rich experience as he was involved in financial advisory and audit for clientele engaged in transportation, real estate, healthcare, education, hospitality, contracting, investment, advertising, service and manufacture / trading in consumer products.

Certain Clients in region:

- Siemens Ltd. Company
- Pepsi Cola Egypt “Egyptian Bottling Company”
- Schlumberger Logelco (Petroleum Co)
- Afri Medical Company (Medical Industry).
- United Company For Paints and Chemicals - S.A.E.
- Nortel Networks Inc.
- SCIB Chemicals.
- Alico-Egypt- S.A.E.
- EMAAR Misr
- Grandview BVI (Private Equity Company owned 18 subsidiary)
- Beltone Financial Holding.
- Beltone Capital.
- Beltone Brokerage.
- Beltone Assets Management.
- Beltone Investments Banking.
- P&G Egypt.
- Citadel group.
- Egyptian International Beverage Co.
- Societe Arab International De Banque (SAIB)



QUALITY CONTROL REVIEWER

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Mr. Gamal is the Senior Director at PKF. He obtained a Bachelors from the Faculty of Foreign Trade, Hellwan University, in 1998. He is certified internal auditor from the United States of America and he has more than 14 years of sound experience in the audit and finance field. His career experience is with the following firms Ernst & Young, BDO & PKF Al Bassam & Co. (10 years).

During his professional career, he gained rich experience as he was involved in financial advisory and audit for clientele engaged in banking, Insurance, transportation, real estate, healthcare, education, hospitality, contracting, investment, advertising, service and manufacture / trading in consumer products.

Education and Professional Background

- Bachelor degree from the Faculty of Foreign Trade, Hellwan University, Egypt
- Certified Internal Auditor

Summary of Experience

- 18 years of experience in Saudi Arabia and Egypt

Significant Experience in

- Audit and advisory services in wide range of industries
- Due diligence and valuation services
- Internal Audit, risk management

Major clients in region

- Al Othman Group of Companies
- Adraj Group of Companies
- Ash Sharqiyah Development Company (S.J.C.)
- United Cooperative Company (S.J.C.)
- AlSagr Cooperative Insurance (S.J.C.)
- Sleep High
- Al Arkan Group
- Al Falak Group
- AL JUDEE GROUP
- Gecat limited company
- Al Shifa Medical Company
- Packers Plus
- Pioneer medical laboratories company
- Salman Group Group of Companies
- A.A. Al Qahtani & Sons Group
- Gulf Union Insurance and Reinsurance (S.J.C.)
- AlAlamiya Insurance and Reinsurance (S.J.C.)
- Trade Union Cooperative Insurance (S.J.C.)
- Ace Arabia Insurance Company (S.J.C.)
- AXA Insurance and Reinsurance (S.J.C.)
- Walaa Insurance Company (S.J.C.)
- Mohammad Al Mojil Group (S.J.C.)



MANAGER

Email: ahmed.moussa@pkf.com

Phone: +966 12 652 5333

Mobile: +966 56 026 9608

Education and Professional Background

- Bachelor degree from the Faculty Commerce, Ain Shams University, Egypt
- Member of the Egyptian Society of Accountants & Auditors
- Member of the Egyptian Society of Taxation, around 14 years of experience in Egypt

Summary of Experience

- 14 years of experience in Egypt

Significant Experience in

- Audit and advisory services in wide range of industries
- Internal Audit, risk management

Experience also include:

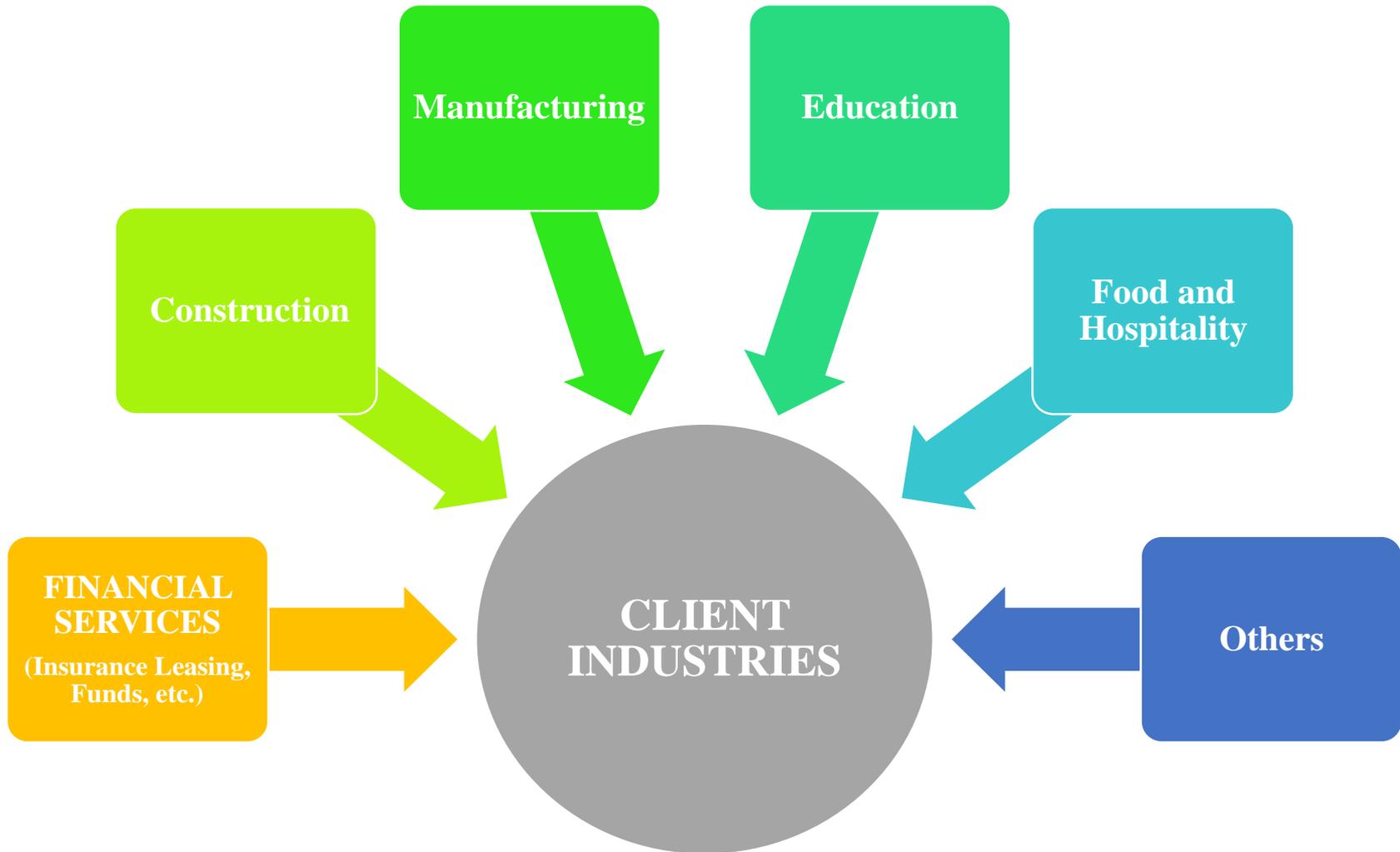
During his professional career, he gained rich experience as he was involved in financial advisory and audit for clientele engaged in real estate, healthcare, education, hospitality, investment, advertising, service and manufacture / trading in consumer products.

Major clients in region

- Takween Advanced Industries Group (S.J.C.)
- Nama Chemicals Company (S.J.C)
- Saudi Papers Company (S.J.C)
- Al-Jubail Chemical Industries Company
- Arabian Alkali Company (“SODA”)
- NAMA Industrial Investment Company
- Saudi Plastic Packaging Systems (“SPPF”)
- Advanced Fabrics Factory Company
- Al-Sharq Company for Plastic Industries Limited
- Ultra Pak Manufacturing Company Larsen Toubro Arabia
- Larsen & Toubro ATCO Saudi
- Larsen & Toubro Hydrocarbon
- L&tT Electricals & automation
- Seadrill GCC Operations Co. Ltd
- Arabian Pipeline And Services Co. Ltd.
- Anabeeb Industrial Services Co. Ltd.
- Frank’s Rawabi
- Saudi Trading and Research Company Limited
- Corrpower International Company Limited
- Mimosa Trading Establishment
- Sun Ace Gulf Company Limited
- Cluttons Saudi Arabia Company

CLIENTELE PORTFOLIO

MAJOR CLIENT INDUSTRIES



CLIENTELE PORTFOLIO



Following is the sector wise list of some of our esteemed clients to whom we are providing our leading edge services:

FAMILY GROUP

- ❖ Al Othman Group of Companies
- ❖ Al Gosaibi Group of Companies
- ❖ Al Ghamdi Group of Companies
- ❖ Al Osais Group
- ❖ Al Qahtani Group
- ❖ Pan Gulf Holding Group of Companies
- ❖ Pan Gulf Industrial Investments Group of Companies
- ❖ Salman Group of Companies
- ❖ Mizat Group of Companies
- ❖ Al Falak Group
- ❖ ATCO Group of Companies

CONSTRUCTION

- ❖ Snamprogetti Engineering & Contracting Co.
- ❖ Larson & Toubro Group of Companies
- ❖ Hanwah Contracting Company - Korea
- ❖ Nanjing huarun middle east
- ❖ Gecat limited company

FOOD AND HOSPITALITY

- ❖ Al Gosaibi hotel
- ❖ Sanbook Restaurant
- ❖ Saudi Pan Gulf - Food division
- ❖ Vita Food Products Company
- ❖ Al Ahsa Date Processing Company.

MANUFACTURING COMPANIES

- ❖ Titanium & Steel Manufacturing Company
- ❖ Al Othman Agricultural Products Company (NADA)
- ❖ Gulf Steel Works Company
- ❖ Saudi Belt Company
- ❖ Arabian Pipe Coating Company
- ❖ Age Steel Group
- ❖ Mizat Heavy Industries
- ❖ Fence and Barbed Wire technologies.

JOINT STOCK COMPANIES

- ❖ Saudi Steel Pipes Manufacturing Company (S.J.C.)
- ❖ Takween Advanced Industries Group (S.J.C.)
- ❖ United Electronics Company – Extra (S.J.C.)
- ❖ Al Ahsa Development Company (S.J.C.)
- ❖ Nama Chemicals Company (S.J.C.)
- ❖ Saudi Papers Company (S.J.C.)

FINANCIAL SECTOR

- ❖ Arabia Insurance and Reinsurance Company (S.J.C.)
- ❖ Chub Insurance Company (S.J.C.)
- ❖ Arabian Shield Insurance and Reinsurance Company (S.J.C.)
- ❖ Walaah Insurance Company (S.J.C.)
- ❖ Trade Union Insurance Company (S.J.C.)
- ❖ Burruj Insurance Company (S.J.C.)
- ❖ Salamah Insurance Company (S.J.C.)
- ❖ Al Jabr Financing Company
- ❖ Allied cooperative Insurance Company (S.J.C.)
- ❖ AlAlamiya Insurance and Reinsurance Company (S.J.C.)
- ❖ Amanah Insurance and Reinsurance Company (S.J.C.)
- ❖ AlAhliya Insurance Company (S.J.C.)
- ❖ Sanad Insurance Company (S.J.C.)
- ❖ AlSagr Insurance and Reinsurance Company (S.J.C.)
- ❖ Soildarity Takaful (S.J.C.)
- ❖ Tawuniya(S.J.C.)
- ❖ Allianz Saudi Fransi (S.J.C.),
- ❖ Saudi General Investment Fund
- ❖ Saudi Re (S.J.C.)
- ❖ United Cooperative Company (S.J.C.)
- ❖ AlJazira TakafuL (S.J.C.)

WHY PKF AL BASSAM & CO.?

TOO GOOD TO BE IGNORED



Competitive pricing

We will always be transparent in the way we work and how we price

World class service levels

As a top client for PKF you will be an extremely important client for us

A significant investment of time in the relationship

We will invest all the time necessary to understand your business and its processes

A fully coordinated, dedicated and highly qualified team

Your individually selected and highly qualified team will be coordinated by an experienced Partner and Director at group level

A robust and efficient audit process

We understand the importance of the audit process; delivering a robust audit, helping you to achieve 'good governance' and working to tight deadlines

Continuous communication leading to a "no surprises audit"

We will speak with you in a straight forward and candid way, take a transparent approach to our working relationship, and give you clarity on technical issues

Client satisfaction and improvement

You will be asked for feedback throughout the audit, ensuring we constantly refine our approach, and will also receive an annual face to face client service review

Our Mission

Enhancing our credibility by enabling our clients to meet their objectives through clarity in engagement, excellence in delivery, and committed fulfilment, nurturing talent, competence and continuous learning. In order reach the goals of our mission we work on the following areas:

Continuous improvement

Continuous improvement is an integral part of our audit methodology. Our standard audit work papers all require improvement points to be documented throughout the audit and these form the basis of our audit debrief, a process that will involve obtaining detailed feedback from all levels for the Group.

Training program

As part of our quality control policies and procedures, all our staff are obligatory required to complete at least 75 hours of technical, managerial, soft skills, and professional training on an annual basis.

Quality Review

As a member firm of PKF International, our firm is subject to periodical peer review from PKF. Also, we have been reviewed by SOCPA several times and last review were conducted in January 2015.

Regular debriefs

The audit team will debrief with you after the completion of each audit so that learning points can be incorporated into our plans for the following year.

Client service reviews

We will commission an independent review of our relationship at regular intervals to be jointly agreed. From this we will build an action plan to address the issues arising.

Performance measurement

Our performance will be measured in several ways:

- We will actively seek informal feedback from you throughout the year to gauge how we are doing,
- Annual client service reviews incorporate a points scoring system covering various aspects of our performance,
- We will adopt a variety of measures to ensure the quality of our work.



Why PKF AL BASSAM and Co. - (continued)

•*Increased interaction with those charges with governance*

•The role of those charged with governance is significant and Ibrahim Al-Bassam our Managing Partner together with Khaled Shaaban as practice audit leader will be continuously available to attend all the Board of Directors' meetings if specific issues arise that require their presence. In addition to the Engagement Director presenting the key audit issues, PKF team will be available to provide their perspectives on local risks, issues and accounting developments each year.

•We will also keep the Board of Directors fully informed of developments in corporate governance best practices.

•**TOOLS FOR PROFESSIONALISM**

•*Use of specialist knowledge*

•We use dedicated professionals in specialist areas as an integral part of PKF's audit process. This helps to ensure that you are provided with feedback based on an in-depth understanding of the risks and issues involved.

•*Independence*

•PKF has been, and continues to be, independent of the Group.

•Our initial risk management procedures require us to seek formal approval from our risk management team and your Board of Directors, prior to proposing for any non-audit related services.

•*No conflicts of interest*

•The team that will serve the Entity is specialized in your particular industry. They are highly experienced in auditing and advising clients in these industries, yet they have no conflicts of interest.

•*Smooth transition*

•We are confident that our current knowledge of you and the markets the Entity operate in will translate directly into a smooth transition, a short learning curve and the rapid deployment of a value-added audit.

“NO SURPRISES”

OUR EMPHASIS IS ON PLANNING TO ENSURE THAT THERE ARE NO AUDIT SURPRISES.

Focus on Planning, Quality and Clear Communications

Through comprehensive audit planning and the tracking of scheduled audit activities, we are able to consistently achieve timely results whilst minimizing risks of surprises. Our audit team preliminarily identifies the areas where the risk of material misstatements in your financial statements is the highest. We will do this through structured interviews of upper management, Finance team and others, analytical procedures, observation, and inspection to review activities, share observations, and expectations. Specifically, we may consider your financial reporting framework, business and industry, accounting policies and practices, financial performance and internal control.

We will identify also areas where estimates and management judgment could have a material impact on the financial statements. We analyse the significance of risks we have identified and determine our procedures accordingly. Our Planning Matrix links risk to significant accounts and related assertions in your financial statements, and accompanies the assertions about these accounts into the audit objectives. These assertions are; completeness of a given population, existence, accuracy, value, ownership, and presentation. For each objective, the team assigns a risk level and preliminarily determines an effective combination of tests of internal control, analytical procedures, and tests of individual transactions and balances.

We build up our audit planning procedures properly in order to ensure that it is closely and appropriately aligned with the Group’s activities, processes and cycles, and we will endeavor to build sound working relationships, fully respective of our imperatives related to objectivity and independence.



OUR APPROACH AND REPORTING



“NO SURPRISES” OUR EMPHASIS IS ON PLANNING TO ENSURE THAT THERE ARE NO AUDIT SURPRISES.

The Audit

Our comprehensive audit approach is risk-based and designed to anticipate issues and add value at all levels of our engagement. We understand the dynamics and complexity of your accounting and business issues. We will proactively provide strong support to your finance team in dealing with those issues. As part of our team, we have professionals who possess relevant in-depth industry knowledge to advise you on accounting standards, if needed.

Emphasis On Understanding Your Environmental Controls

Attaining and continually helping management to enhance confidence in the Group’s controls will be a primary objective of our engagement. Our audit effectiveness is much greater when we are able to rely on controls and financial management procedures at a level that permits greater attention to those items where risks and/or exceptions are identified. We will clearly report our findings to management and the board, and make recommendations as appropriate, at the earliest possible date.

For audit objectives where we plan to rely on controls to modify the nature, timing, and extent of our substantive procedures, our control evaluation may include:

- Evaluating the design and implementation of entity-wide controls;
- Understanding the relevant accounting and reporting activities for each audit objective. For transactions processing, we look for significant risk points / places where errors could occur;
- Evaluating and testing any antifraud controls you have implemented;
- Evaluating selected controls over the significant risk points where material misstatements may occur;
- Performing a “walkthrough test,” tracing a transaction through the accounting activities and selected controls to confirm that we understand how your accounting activities and controls work; and
- Testing the operating effectiveness of selected controls.

***Rule of
Thumb***



Deadlines

are

Sacred

Our vision

A dynamic, high quality accounting network

Universally recognised and respected

Presented in all the world's geographic locations

• Too good to be ignored

Our values



Passion

We have an appetite for progress, strive to exceed our clients' expectations and provide opportunities to our people to grow personally and professionally



Teamwork

We are advisers without borders. Member firms are independently owned and managed, but strong personal relationships allow us to work seamlessly. We treat our fellow members' clients as if they were our own.



Clarity

We initiate clear and direct action, are open and transparent at all times, and are consistent with our approach



Quality

We apply the highest standards of quality to our work, and are all party to the PKF Commitment



Integrity

We have shared standards and a mutual respect for entrepreneurs and influential leads, which extends our voice and reach. There is a strong sense of support and encouragement to make things happen, together

Contact us

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Manager

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www.pkf.com



عرض تقديم خدمات مهنية المراجعة الخارجية

٢٠٢١/٢/٢٥ م

مقدم إلى:

شركة المشروعات السياحية – شمس

مقدم من:

العظم و السديري وآل الشيخ
محاسبون قانونيون و استشاريون
عضو كرو العالمية
الخبر – طريق الملك فهد بن عبد العزيز
برج الشيخ – الدور الخامس
هاتف موحد: ٩٢٠٠٠١٤٧٤

شركة المشروعات السياحية - شمس

السلام عليكم ورحمة الله وبركاته،،

نود أن نشكركم على إتاحتكم الفرصة لنا لتزويدكم بتعريف مختصر عن مجموعة كرو وخدماتها في المملكة العربية السعودية.

وانه لمن دواعي سرورنا أن نتاح لنا الفرصة لتقديم خدماتنا المهنية إلى منشآتكم كما إننا نعتز بتقديم خدماتنا المهنية المتكاملة على أعلى المستويات العالمية ولنساهم بدورنا في تطوير مهنة المراجعة في المملكة وتعزيز قدرات عملائنا.

إننا على يقين بأن اختيار مدقق الحسابات أو المستشار المالي أو الإداري لأي منشأة بغض النظر عن شكلها القانوني يعتبر عملية مهمة وحساسة خصوصاً إذا كانت المنشأة رائدة في نشاطها ولها سمعتها ومركزها على المستويين المحلي والعالمي لأن هذا القرار يعتمد بالدرجة الأولى على مدى توفر المهارات والخبرات العلمية والعملية والتقنية لدى مكتب المحاسب القانوني. و بما إنه يتوفر لدى مكاتبنا حول العالم بشكل عام وبالمملكة العربية السعودية بشكل خاص هذا النموذج المطلوب من القدرات والكفاءات والمهارات والخبرات فإننا على يقين بأن قرار أي منشأة للتعامل معنا سوف يكون سهلاً جداً ولن يحتاج من إدارة المنشأة إلا الإتصال بفريق العمل والتفاهم مع أعضائه لتحديد نطاق الخدمات المطلوبة بشكل دقيق و الإتفاق على طريقة التنفيذ والأتعاب والتي دائماً ما تكون مدروسة ومناسبة.

نشكركم مرة أخرى على إتاحتكم هذه الفرصة، كما نرغب بأن نؤكد حرصنا وإهتمامنا بتقديم خدماتنا كمراجع حسابات لمنشآتكم ومستشارين ماليين لكم. نأمل منكم الإتصال بنا في حال وجود أية إستفسارات أو لطلب أية معلومات إضافية أو لمناقشة أية خدمات أخرى قد تحتاجونها لمنشآتكم. كما يسعدنا أن نقدم لكم أية توضيحات ذات العلاقة بالعرض المقدم لكم، كما أننا نتطلع لبناء علاقة مثمرة وطويلة الأجل معكم.

وتفضلوا بقبول خالص التحية وفائق الاحترام،،

العظم والسديري وآل الشيخ

محاسبون قانونيون واستشاريون

إدارة التدقيق

قائمة المحتويات

١	لماذا كرو العالمية.....
٢	منهجية المراجعة لدى كرو.....
٣	الوقت المقترح لعملية المراجعة.....
٤	الأتعاب المقترحة.....
٥	ملخص تقديري لساعات العمل المرحلية والنهائية.....
٥	بيان الفروع التابعة للمكتب و عدد الموظفين الفنيين.....
٦	خبرة المكتب في الشركات المساهمة و الصناعة.....
٧	نبذة عن مجموعة كرو.....
٨	قائمة ببعض عملائنا بالمملكة العربية السعودية.....
٩	الوصول إلى أعضاء مجموعة كرو عالمياً.....
١٠	الملحق الأول (الشركاء و فريق العمل).....

لماذا كرو

نبذة عن كرو في المملكة العربية السعودية

تضم مجموعة كرو في المملكة العربية السعودية مهنين على مستوى عال من القدرات والمؤهلات العلمية والعملية ويتحلون بالنزاهة والاستقلالية والتفاني في تقديم خدماتنا بجودة عالية للعملاء والمجتمع. نحن نقدم خدماتنا ذات الجودة العالية لكل عميل من خلال التجاوب والاستجابة الشخصية والفعالة والتي تقود هذه العلاقة، كما تقوم هذه العلاقة على أساس تفهمنا واهتمامنا بأعمال عملائنا وتلبية احتياجاتهم.

نحن عضو مجموعة كرو العالمية ، تعتبر مجموعة كرو من ضمن أكبر الشركات المهنية المتخصصة والتي تشمل خدمات المراجعة، المحاسبة والاستشارات الزكوية والضريبية وخدمات الاستشارات بمختلف المجالات. تضم مجموعة كرو أكثر من ٢٠٠ عضو مستقل متخصص في مجال المحاسبة و الخدمات الاستشارية موزعة على ٧٠٠ مكتب في أكثر من ١٢٠ دولة حول العالم.

إن أعضاء مجموعة كرو يتميزون بالمعرفة والخبرة في السوق المحلي الذي يعملون فيه والخبرة في موازنة ذلك مع السمعة عالمياً بتقديم أعلى جودة في الأداء المهني سواءً من خلال تقديم خدمات التدقيق والاستشارات الزكوية والضريبية وإدارة المخاطر. ويتم توحيد ذلك من خلال المشاركة في الالتزام بتقديم أعلى جودة والتي لا تشوبها شائبة من الخدمات سواءً إجراءات التنفيذ أو تأسيس مجموعة من القيم الأساسية والفلسفة الإدارية التي تحتاجها الشركة في توجيه قراراتها اليومية.

إن هذا المزيج الفريد من المهارات المقدمة من خلال مجموعة كرو حول العالم من خلال القدرات المتوفرة للمجموعة كشبكة عالمية مترابطة لتقديم قيم عالية من الأداء للشركات المتعددة الجنسية حول العالم.

القيادة: إن كل عضو من أعضاء مجموعة كرو تم تأسيسه كقائد متميز ضمن المجتمع الذي يعمل فيه بما يشمل ذلك الموظفين اللذين يعملون فيه بما يملكونه من خبرات ومهارات ومعرفة بقوانين وأنظمة وعادات وتقاليد البلد الذي يعمل فيه والذي يعتبر من أهم الاعتبارات للمنشآت التي ترغب في توسيع نشاطها بإنشاء شركات متعددة الجنسية أو إنشاء شركات خارج حدودها في مختلف البلدان.

الجودة والخدمات المهنية: جودة الخدمات المهنية (المراجعة، الزكاة، الضريبة والاستشارات) هي من أهم الأساسيات في عمليات أعضاء مجموعة كرو ، بالإضافة إلى تطوير توحيد إجراءات العمل عالمياً لدى أعضاء المجموعة.

القوة والمتانة عالمياً: تم توزيع المناطق عالمياً وتنسيقها من خلال المدراء التنفيذيين للمناطق على النحو التالي: أوروبا، الشرق الأوسط، وأفريقيا (EMEA) برئاسة المدير التنفيذي Bernard Delomenie. آسيا والشرق الأقصى برئاسة المدير التنفيذي Mok Yuen Lok، والأمريكيتين برئاسة المدير التنفيذي Eduardo Pestarino.

ثلاثة مواقع تقدم مختلف الخدمات

إن فريق العمل المتخصص والمهني لدى مكاتبنا في كل من الرياض، جدة والخبر ليسوا فقط مراجعي حسابات، خبراء زكاة وضريبة، ومستشارون هم جميع ذلك وأكثر. بالإضافة إلى ذلك هم يملكون المعرفة كمقدمي خدمات استشارية ومالية لأعمال المراجعة والاستشارات الزكوية والضريبية بما يشمل ذلك المحاسبة، الاستشارات الإدارية، الاستشارات في مجال تقنية المعلومات، وكافة الخدمات الاستشارية الأخرى.

منهجية المراجعة لدى كرو

المعايير المهنية

التخطيط والجدولة: إن أول مرحلة من مراحل المراجعة هي وضع جدول زمني لعملية المراجعة يتفق عليه الطرفان، ومع ذلك نقترح جدول زمني ملائم للفقرات التالية.

المراجعة المرحلية: والتي تتم خلال الفترة من شهري أكتوبر ونوفمبر والتي تغطي الفترة المالية من بداية يناير لغاية نهاية شهر سبتمبر من كل عام. وأول مرحلة من مراحل المراجعة المرحلية يتم التركيز على التخطيط والتقييم للفترة الزمنية المتوقعة للمراجعة، من حيث المدة وطبيعة إجراءات الفحص والمراجعة التي ستنفذ من خلال فريق العمل للفتريات اللاحقة. كما سيتم تقييم إجراءات الرقابة الداخلية للمنشأة وعملياتها والتي تعتبر جزء من إجراءات المراجعة.

التخطيط الأولي لعملية المراجعة للقوائم والبيانات المالية سيضمن ما يلي:

- المراجعة والتقييم الأولي لإجراءات الرقابة الداخلية للمنشأة من خلال استكمال الاستفسارات، الاستبيانات لتحديد منهج المراجعة اللازم. كما سيتم التنسيق مع الأشخاص المعنيين لدى المنشأة بهذه الاستفسارات والاستبيانات لمساعدتنا لفهم إجراءات الرقابة الداخلية للمنشأة والمسؤولين عن هذه الإجراءات.

● مراجعة و تقييم برنامج الحاسب الالى (ERP)

- تحديد البرامج المستخدمة و التي لها تأثير محاسبي
- تقييم عمليات الربط بين البرنامج المحاسبي و البرامج الأخرى.
- مراجعة عملية انشاء القيود المحاسبية الآلية
- تحديد مدى تمكن المحاسبين من فهم عمليات الربط الآلية و أثر العمليات على انشاء القيود المحاسبية الآلية.

- الانتهاء من الإجراءات التحليلية للمساعدة في تحديد العناصر الجوهرية للمراجعة من وجهة نظرنا. هذه المراجعة تشمل عناصر القوائم والبيانات المالية والتقارير الداخلية للمنشأة.

- تحديد حجم عينة التأكيدات ومستوى الأهمية النسبية لها.

- بناءً على المعلومات التي حصلنا عليها، سيتم الانتهاء من التقييم المرحلي للمخاطر وتطوير المنهج المناسب بهدف التركيز على نقاط الخطر التي تشكل عنصراً أساسياً في عملية المراجعة.

- إن الأشخاص المعنيين لديكم هم عنصر أساسي في مساعدتنا على فهم إجراءات الرقابة الداخلية لديكم وتحديد الأشخاص المسؤولين عن تلك الإجراءات.

- كما أن الانتهاء من إجراءات المراجعة التحليلية يساعدنا في تحديد العناصر الجوهرية للمراجعة من وجهة نظرنا. هذه المراجعة تشمل عناصر القوائم والبيانات المالية والتقارير الداخلية للمنشأة

بناءً على المعلومات التي حصلنا عليها، سيمكننا ذلك من الانتهاء من التقييم المرحلي للمخاطر وتطوير المنهج المناسب بهدف التركيز على نقاط الخطر التي تشكل عنصراً أساسياً في عملية المراجعة.

كما إننا سوف نسعى للحصول على أية معلومات أو طلبات من إدارة المنشأة كمدخلات خلال عملية التخطيط للمراجعة من خلال حوار مشترك حول عناصر المخاطر لدى المنشأة في القوائم والبيانات المالية للتحقق من أن أية جوانب بحاجة إلى التركيز عليها أثناء عملية المراجعة.

وكجزء من عملية التخطيط، سوف نقوم بمراجعة كافة التقارير الصادرة من قبل الإدارة المالية للمنشأة للتأكد من معرفتنا بالمعلومات المقدمة لنا، إن هذه المعرفة سوف تساعدنا وتسمح لنا لكي نكون أكثر تحديداً للمعلومات التي نرغب بالحصول عليها وللتقليل من الوقت والجهد للمسؤولين لديكم في التعاون معنا خلال العمل الميداني لفريق العمل لدينا.

خلال عملنا الميداني في عملية المراجعة المرحلية، سوف نقوم بمراجعة عمليات وإجراءات الرقابة الداخلية للمنشأة والمصمم من قبل إدارة المنشأة والهدف من هذه المراجعة للحصول على ما يلي:

- إجراءات وتقنيات محددة للرقابة والمصممة من قبل المنشأة لتحقيق أهداف الرقابة لديها.
- أهداف الرقابة المحددة ذات العلاقة بسير عمليات المنشأة.

وسوف تكون خطوتنا التالية هي فحص مدى الالتزام والتوافق مع أنظمة الرقابة والضبط الداخلي. كما أن الاستنتاجات النهائية سوف تعتمد بالأساس على مدى قابلية هذه الأنظمة والضوابط على التطبيق والتي سوف تكون أساساً لنا لتحديد نطاق المراجعة وتوسيع إجراءات التحقق أثناء عملية المراجعة.

جرد المخزون: سيتم جرد المخزون في نهاية كل عام. وهذا يغطي جرد المخزون في جميع المستودعات لدى المنشأة. والهدف من هذا الإجراء للمساعدة في التحقق من وجود المخزون واكتمال هذا العنصر في القوائم والبيانات المالية.

المراجعة النهائية: كجزء من إجراءات التحقق والتثبت التي سوف يتم تنفيذها خلال عملية المراجعة المرحلية، ومع ذلك فإن أغلبية هذه الإجراءات سوف يتم تنفيذها خلال عملية المراجعة النهائية التي سوف تتم بعد الانتهاء وإقفال الحسابات سنوياً. والهدف من هذا الفحص هو دعم ومساعدة إدارة المنشأة من التحقق والتأكد من القوائم والبيانات المالية للمنشأة. كما إن الإجراءات التحليلية في نهاية العام سوف يتم تنفيذها بمقارنة نتائج الفحص مع القوائم والبيانات المالية المعدة من قبل إدارة المنشأة.

الوقت المقترح لعملية المراجعة

تنظيم وخطة العمل الميداني (بدأ من شهر أبريل)

سيتم الاجتماع مع إدارة المنشأة لمناقشة أعلى مستوى من الأعمال ومسائل الرقابة الداخلية، المحاسبة، ونظام التقارير والاتفاق على منهجيتنا في المراجعة. كما سوف نعتمد الجدول الزمني للمراجعة، وتاريخ تسليم التقارير، نطاق العمل، وجدولة المساندة من قبلكم. كما سوف يتم مناقشة خطة العمل مع إدارة المراجعة الداخلية وقسم تقنية المعلومات. المراجعة المرحلية (فيما بين شهري سبتمبر ونوفمبر)

خلال هذه المرحلة، سيتم فحص نظام الرقابة الداخلية. كما سيتم تنفيذ إجراءات شبيهه بالمراجعة النهائية إن أمكن خلال هذه المرحلة، كما سيتم إصدار تقرير خاص في حال وجود أية ملاحظات جوهرية تستدعي لفت انتباه إدارة ومجلس إدارة المنشأة.

المراجعة النهائية (والتي تبدأ من شهر يناير)

سيكون من المفيد عقد اجتماع نهائي ومناقشة المسائل التي تظهر خلال عملية المراجعة، كما سيتم تقديم كتاب الملاحظات وتحسين الإجراءات متضمناً كافة التفاصيل، كما سيتم الاتفاق على الإجراءات اللازمة لإنهاء أعمال المراجعة وإصدار تقرير المراجعة حول القوائم المالية. بالإضافة إلى ذلك سوف يتم مناقشة كتاب الملاحظات وتحسين الإجراءات المحاسبية، وهذا يشمل اقتراحات وتوصيات واقعية لتحسين الإجراءات الرقابية و / أو فعاليتها. كما سيتم إعداد ملف خدمة العملاء والذي سيشمل أهم المستندات التي تخص المنشأة والتقارير الصادرة. كما هو متفق عليه حول التقارير المطلوب تسليمها.

المخرجات (التقارير التي سيتم إصدارها)

- تقرير مراجعي الحسابات حول القوائم والبيانات المالية.
- تقرير الاقتراحات لتحسين الأداء والإجراءات المحاسبية ونظام الرقابة الداخلية (إن لزم).
- تقرير بالمسائل المعلقة، إن وجدت.
- قائمة الاستبيانات لخدمة العملاء.

التواصل والاتصالات المستمرة وتحديث البيانات حتى الفترة اللاحقة من اجتماع خطة المراجعة. سوف نكون على اتصال متواصل ومستمر مع إدارة المنشأة، لتزويدكم بأخر المعلومات والتطورات في مجال العمل، البيئة التنظيمية، وأيه مسائل وتطورات من الممكن أن تنشأ.

المخرجات (التقارير التي سيتم إصدارها)

- مراسلات / تعاميم
- استشارات محاسبية متواصلة والمناقشة حول آخر التطورات في المعايير المحاسبية.

الأتعاب المقترحة

أتعاب المراجعة المقترحة

بناءً على معرفتنا وخبرتنا السابقة لمنشآت وعمليات شبيهة، فإننا على ثقة بقدرتنا على تلبية متطلباتكم وحاجاتكم، بفعالية وكفاءة. ونحن في مجموعة كرو نتطلع لبناء علاقة طويلة الأجل. ولتحقيق ذلك فإننا نسعى من خلال التحكم بتكاليفنا بتحقيق فوائد مكتسبة من المفهوم، أن العمل خلال السنة الأولى من المراجعة سوف يكون أكثر اتساعاً وشمولاً من السنوات اللاحقة، لذلك فإن تقديمنا لعرضنا التالي بناءً على مبدأ استمرارية عقد الارتباط مع منشأتكم، لذا فإن السنة الأولى سوف تكون أتعابها لتحمل تكاليف بدء التعامل معكم.

أتعابنا المهنية سوف تغطي أعمال المراجعة لقوائم شركة المشروعات السياحية - شمس كما يلي:

(الأتعاب (ر.س)	نطاق الخدمة
١٢٥,٠٠٠	مراجعة القوائم المالية وفقاً لمعايير التقارير الدولية للسنة المالية المنتهية في ٣١ ديسمبر ٢٠٢١
٧٥,٠٠٠	مراجعة القوائم المالية الأولية من الربع الثاني ٢٠٢١ الي الربع الاول ٢٠٢٢
١٠,٠٠٠	ومتابعة الإقرار الزكوي للسنة المنتهية في ٣١ ديسمبر ٢٠٢١
٢١٠,٠٠٠	المجموع (فقط مائتان و عشرة الاف ريال سعودي لا غير)

هذا العرض ساري لمدة (٦٠) يوم من تاريخه
هذا العرض غير شامل لضريبة القيمة المضافة

عملاء المكتب في الشركات المساهمة:

#	اسم الشركة
١	شركة الدريس للنقلات والمحروقات
٢	شركة تهامة للدعاية والاعلان
٣	شركة الحمادي
٤	شركة الباحة
٥	شركة اللجين
٦	شركة الشرق الاوسط للكابلات مسك
٧	شركة اتحاد عذيب للاتصالات
٨	شركة وفرة
٩	شركة ثمار للاستثمار الزراعي
١٠	شركة رياض التعمير
١١	شركة المتوسط والخليج للتأمين التعاوني
١٢	شركة الدرع العربي للتأمين التعاوني
١٣	شركة سولديرتي
١٤	شركة العربية للتأمين
١٥	شركة ساب تكافل
١٦	شركة المجموعة المتحدة للتأمين التعاوني
١٧	شركة سلامة للتأمين
١٨	شركة الاهلية للتأمين التعاوني
١٩	شركة الجزيرة تكافل تعاوني
٢٠	شركة ولاء للتأمين التعاوني
٢١	شركة السعودية للكابلات
٢٢	شركة صدق
٢٣	شركة الشرقية للتنمية
٢٤	شركة اسمنت تبوك
٢٥	شركة الخليج للتدريب والتعليم
٢٦	الشركة السعودية لخدمات السيارات والمعدات - ساسكو

خبرة المكتب في مراجعة الشركات الصناعية:

- مجموعة مصانع الشرق.
- شركة اليمامة للجرانيت والرخام.
- الشركة السعودية الحديثة لصناعة الكابلات.
- شركة المسعود للصناعات البترولية
- الشركة السعودية لصناعة الورق (شركة مساهمة سعودية عامة).
- الشركة السعودية للتنمية الصناعية (صدق) (شركة مساهمة سعودية عامة).
- الشركة العربية المتحدة للزجاج المسطح (شركة مساهمة سعودية مغلقة).
- مجموعة شركات العبيكان المحدودة
- شركة مصنع يو اس جي الشرق الاوسط
- شركة مصنع جيرفلور الشرق الاوسط

بيان الفروع التابعة للمكتب و عدد الموظفين الفنيين :

الفرع	الشريك	مدير تدقيق	مدقق رئيسي	مدقق
الرياض	٢	٨	٣٠	٣٧
الخبر	١	٣	١٢	٢١
جدة	١	٣	٧	١٣

نبذة عن مجموعة كرو العالمية

تشكل مجموعة كرو شبكة عالمية متكاملة من الاستشاريين المستقلين في المجال المحاسبي والإداري



تعتبر مجموعة كرو ثامن أكبر شبكة خدمات عالمية من المستشارين ومراجعي الحسابات المستقلين حول العالم وذلك وفقاً للتقرير الصادر عن International Accounting Bulletin (IAB). تعتبر مجموعة كرو من ضمن أكبر ١٠ شركات مهنية في مجال المراجعة والمحاسبة عالمياً وتشمل أكثر من ١٧٠ عضو مستقل متخصص في مجال المحاسبة و الخدمات الاستشارية موزعة على ٧٠٠ مكتب بما يقارب ٣١,٠٠٠ مهني وموظف في أكثر من ١٢٠ دولة حول العالم. إن أعضاء مجموعة كرو ملتزمين ببناء علاقة راسخة ودائمة مع عملائهم، من خلال فهم وتفهم وجهة نظر، حاجات وأهداف عملائهم، كما أن نتائج حلول الأعمال يجب أن تكون مبتكرة حول المراجعة، الزكاة، الضريبة بالإضافة الى تعزيز قيمة حقوق المساهمين، الشركاء، المالك وبناء قدرة تنافسية لعملائهم. واسعة، ومعرفة بالسوق المحلي، تقدم مجموعة كرو مجموعة من الخدمات التي تتميز بالتكامل والجودة العالية لمختلف العملاء حول العالم.

مهنيون متخصصون

لكي تكون ريادياً في مجالك، فإن منشأتكم بحاجة للبحث المستمر عن الميزات التنافسية. نحن نؤمن بأن هناك عنصر وحيد يميزنا عن غيرنا من منافسينا، هو مدى قدرة مهنييننا في الاتصال والتواصل مع أهم الخبراء والمهنيين. إن الوقت المبذول مع عملائنا من خلال كبار مهنييننا هي فرصة كبيرة مقابل أية مكاتب مراجعة واستشارية أخرى. ولتشجيع مثل هذه الفرص، فإننا نؤكد على الحفاظ على أتعاب شركاؤنا ضمن الحد الأدنى. وذلك من خلال العمل مع كبار مهنييننا، سوف يحصل عملائنا على المشورة بشكل عاجل من خبرائنا ذوي المعرفة المعمقة في مجالكم وصناعتكم.

نشاطاتنا العالمية المتخصصة



خدمات الاستدامة العالمية

• توفر مجموعة خدماتنا العالمية للاستدامة لكم الخبراء والمعالجات الدولية لمساعدة شركتكم في:



عملائنا بالمملكة العربية السعودية الجهات التجارية

- مجموعة الراجحي الدولية.
- مجموعة الشيخ عبد الرحمن سعد الراشد وأولاده المحدودة والشركات التابعة.
- مجموعة شركات داييم القابضة.
- مجموعة مصانع الشرق.
- الشركة الطبية التخصصية المحدودة.
- شركة اليمامة للجرانيت والرخام.
- الشركة السعودية الحديثة لصناعة الكابلات.
- شركة فيرايزون للأعمال.
- مكتب الأمم المتحدة لمشاريع التنمية والتطوير (UNDP).
- أوقاف الشيخ محمد بن عبدالعزيز الراجحي.
- فنادق هلتون جدة ، المدينة المنورة ، هلتون للأجنحة الملكية .
- شركة شامبيون العربية.
- شركة المسعود للصناعات البترولية.
- الشركة العالمية المتحدة المحدودة – (وسطاء تأمين).
- الشركة السعودية لصناعة الورق (شركة مساهمة سعودية عامة).
- الشركة السعودية للتنمية الصناعية (صدق) (شركة مساهمة سعودية عامة).
- شركة الرياض للتعمير (شركة مساهمة سعودية عامة).
- الشركة الوطنية للبتروكيماويات (بتروكيم) (شركة مساهمة سعودية عامة).
- شركة حائل للتنمية الزراعية (شركة مساهمة سعودية عامة).
- شركة تبوك للتنمية الزراعية (شركة مساهمة سعودية عامة).
- شركة المنتجات الغذائية (شركة مساهمة سعودية عامة).
- الشركة التعليمية المتطورة (شركة مساهمة سعودية مقفلة).
- الشركة العربية المتحدة للزجاج المسطح (شركة مساهمة سعودية مقفلة).
- مجموعة شركات أوقاف الشيخ سليمان الراجحي.
- الشركة الوطنية للنقل.
- شركة دواجن الوطنية.
- كليات سليمان عبد العزيز الراجحي.
- مجموعة القفاري (شركة مساهمة سعودية مقفلة).
- مجموعة شركات البابطين.
- مجموعة شركات العبيكان المحدودة.
- مجموعة شركات سامة.
- مجموعات شركات الظاهري.
- مجموعة شركات اليمنى للسيارات (Suzuki- Isuzu).
- شركة جلوبال لوساطة التأمين.
- الشركة السعودية البلجيكية لإعادة التأمين.
- شركة ميرالك (TNS).
- شركة تشاينا زيجانق بوسن للإتصالات (شركة صينية).
- شركة سي إم إي العربية للمقاولات.
- شركة هواشن للاستشارات المحدودة.
- فرع شركة مايكروستار نذر لاندز هوليدنج بي في – MSI.
- شركة مطعم بارك سنترال-دبي.
- مجموعة حلويات سعد الدين.
- شركة الإيوان الطبية.

الوصول إلى أعضاء مجموعة كرو عالمياً

فلسطين*	غواتيمالا	أنجولا
بنما	هندوراس	الأرجنتين
البيرو	هونج كونج	استراليا
الفلبين	هنغاريا	النمسا
بولاندا	الهند	أذربيجان
البرتغال	أندونيسيا	البحرين*
بورتوريكو	إيران	بنغلاديش
قطر*	العراق*	بلجيكا
رومانيا	إيرلاندا	بيليز
روسيا	إيطاليا	بوليفيا
المملكة العربية السعودية*	كوت ديفوار	البرازيل
السنغال	اليابان	بروناي
صربيا	الأردن*	بلغاريا
سنغافورا	كينيا	كامبوديا
سلوفاكيا	كوريا	كندا
سلوفينيا	الكويت*	وسط شرق أوروبا
جنوب أفريقيا	لاتفيا	تشيلي
إسبانيا	لبنان*	الصين
سريلانكا	ليختنشتاين	كولومبيا
السويد	ليتوانيا	كوستاريكا
سويسرا	لوكسمبورغ	كرواتيا
سوريا*	مدغشقر	قبرص
تايوان	ماليزيا	جمهورية التشيك
تنزانيا	مالطا	الدنمارك
تايلاند	موريشيوس	جمهورية الدومنيكان
تونس*	المكسيك	الأكوادور
تركيا	مونغوليا	مصر*
أوكرانيا	المغرب*	السلفادور
الإمارات العربية المتحدة*	نيبال	ايسنتونيا
المملكة المتحدة	هولندا	فرنسا
الولايات المتحدة الأمريكية	نيوزيلندا	بولينزيا الفرنسية
فنزويلا	نيجيريا	جورجيا
فيتنام	النرويج	ألمانيا
	عمان*	غانا
	باكستان	اليونان

الملحق الأول (الشركاء و فريق العمل)

السيد/ عبد الله محمد العظم شريك ومدير منتدب



- بكالوريوس محاسبة
- عضو في المعهد الأمريكي للمحاسبين القانونيين (AICPA)
- حامل شهادة الزمالة السعودية
- عضو المحاسبين القانونيين بولاية إيلينوي
- عضو سابق في لجنة التدريب والتعليم المستمر بالهيئة السعودية للمحاسبين القانونيين (SOCPA)

حصل عبد الله على رخصة مزاولة خدمات التأكيد والتدقيق المحاسبي في المملكة العربية السعودية عام ١٩٩٧. وهو يعتبر واحد من أبرز المواطنين السعوديين المرخص لهم بمزاولة المهنة بعد إنشاء الهيئة السعودية للمحاسبين القانونيين. عمل عبد الله لأكثر من ١٩ عاماً في أحد أكبر الشركات المتخصصة في مجال التأكيد واستشارات الأعمال والخدمات الاستشارية، وبها تدرج في المناصب حتى وصل إلى منصب مدير المراجعة والتدقيق المحاسبي. خلال مسيرته المهنية، اكتسب عبد الله خبرة واسعة ومتنوعة في مراجعة الشركات التجارية والصناعات الكبرى ومجال التصنيع والبتترول والغاز والمؤسسات المالية والبنوك والتأمين والإنشاءات والمقاولات والفنادق والسياحة والمستشفيات والمنظمات غير الهادفة للربح، والمرافق والشركات الزراعية. علاوة على ذلك، فقد تعامل عبد الله مع عدة أسواق، ودراسات الجدوى وتقييم الشركات، وعمل الاجراءات اللازمة للوفاء بالمتطلبات. أخيراً، شارك عبد الله في أعمال الاستشارات الخاصة بإعادة هيكلة الشركات وتصميم وتطوير النظم المالية والمحاسبية بها.

السيد/ سلمان بندر السديري شريك



- بكالوريوس في إدارة الأعمال
- ماجستير إدارة الأعمال
- محاسب قانوني معتمد
- مستشار إداري مرخص

شغل السيد/ سلمان السديري العديد من المناصب الإدارية والقياسية من خلال حياة مهنية تتجاوز ١٥ عاماً في شركات ومؤسسات متعددة الأنشطة. لقد بدأ مسيرته المهنية بممارسة مهنة المحاسبة والمراجعة القانونية عام ١٩٩١. حصل السيد/ سلمان السديري على خبرات متعددة في المؤسسات الزراعية والصناعية والطبية ومؤسسات الرعاية الصحية والمؤسسات العامة. ولقد حضر العديد من الدورات والمؤتمرات حول المحاسبة والإدارة. حصل السيد/ سلمان السديري على رخصة لمزاولة مهنة الاستشارات الإدارية عام ٢٠٣٣، ويحمل السيد/ السديري كذلك درجة الماجستير في إدارة الأعمال من جامعة ستانفر بالولايات المتحدة الأمريكية.



السيد/ مصعب آل الشيخ
شريك ومدير قسم المراجعة

بكالوريوس محاسبة
الزمالة السعودية للمحاسبين القانونيين
CFE فاحص مرخص من الولايات المتحدة الأمريكية
IOSCO عضو سابق في لجنة الفحص النوعي لمكاتب المراجعة، ولجنة المحاسبة والمراجعة والإفصاح

انضم مصعب لشركة كرو كمدير لقسم بالمراجعة، وسبق له العمل لأكثر من ٥ سنوات في أحد أكبر الشركات المتخصصة في مجال التدقيق واستشارات الأعمال والخدمات الاستشارية، كما سبق له العمل لأكثر من ١٤ عاماً في هيئة السوق المالية منذ تأسيسها. وخلال خبرته الطويلة اكتسب مصعب خبرة كبيرة في مجال المراجعة والتشريعات الخاصة بالقطاع الحكومي والخاص مثل البنوك والتأمين ومؤسسات السوق المالية والصناعة والزراعة والتجارة والمقاولات وغيرها.

IFRS في هيئة السوق المالية كان مصعب مدير لمراجعة القوائم المالية والتي تعنى بمتابعة تطبيق المعايير الدولية وحوكمة الشركات للشركات المدرجة، كما كان مصعب مستشاراً لوكالة الهيئة للشركات المدرجة والمنتجات الاستثمارية وشارك في وضع وتطوير التشريعات الخاصة بالشركات المدرجة والمنتجات الاستثمارية ومتابعة التزام الشركات بها بالإضافة لنظام الشركات ونظام الزكاة والضريبة ونظام الإفلاس ونظام التأمين.

كما تولي مصعب عدد من المشاريع الخاصة بالتزام قطاع الأعمال بالأنظمة ذات العلاقة، ومثل هيئة السوق المالية في ولجنة المحاسبة والمراجعة والإفصاح لدى IFRS عده لجان محليه ودوليه ومنها لجنة التحول للمعايير الدولية بالولايات المتحدة الأمريكية، FINR، وعمل مع بعض الهيئات الدولية مثل الهيئة الماليزية للأوراق المالية وIOSCO كما تلقى عدد كبير من الدورات التدريبية في مجال الإدارة والمحاسبة والمراجعة

علاء الدين الجيلاني مدير تدقيق



تخرج علاء من الجامعة الأردنية في عام ٢٠٠٦ و عمل في عدة شركات عالمية لعدة سنوات قبل انتقاله إلى العظم و السديري محاسبون و مراجعون قانونيون (كرو هوروث) الرياض في عام ٢٠١٤ كمشرف تدقيق وتدرج في الوظيفة الى ان اصبح مدير تدقيق
لقد حصل علاء خلال السنوات الماضية على خبرة كبيرة وواسعة في مجال المراجعة والتدقيق والاستشارات المالية لعدد كبير من الشركات والتي تعمل في عدة مجالات منها شركات مالية وصناديق استثمارية – شركات صناعية – شركات تجارية وتجزئة – شركات عقارية ومقاولات – شركات استثمارات متعدد محلية وخارجية
يتميز علاء بخبرته بمعايير المحاسبة المحلية ومعايير المحاسبة الدولية والمعايير الدولية لأعداد التقارير المالية والتي اكتسبها من خبرته التي تزيد عن العشر سنوات و الدورات المتعددة سواء داخل المملكة او خارجها وهو يعمل حالياً للحصول على شهادة المحاسب القانوني المعتمد ..

خلدون الجعبري مدير تدقيق



التحق خلدون بمجموعة العظم و السديري محاسبون و مراجعون قانونيون (كرو) كمشرف رئيسي في بداية عام ٢٠١٣م وتدرج في الوظيفة إلى أن أصبح مدير تدقيق.
تخرج خلدون من جامعة الإسراء الخاصة-عمان- الأردن بشهادة بكالوريوس في المحاسبة بدرجة جيد جدا.
لقد حصل خلدون خلال السنوات الماضية على خبرة كبيرة وواسعة في مجال المراجعة والتدقيق والاستشارات المالية لعدد كبير من الشركات في المجالات المختلفة داخل وخارج المملكة منها الشركات المالية والزراعية والصناعية والتجارية والعقارية والمقاولات وشركات المنافع العامة وبعض الجهات الحكومية والمستشفيات والخدمات الفندقية وغيرها. وهو يعمل حالياً للحصول على شهادة المحاسبة الإدارية وقد اجتاز الدورة بنجاح وهو بصدد تقديم الامتحان لها.

Form No. (1) CV

A) Personal Data of the Applicant Member						
Full name		Thamer Musfer Al-Wadie				
Nationality		Saudi		Date of birth		28/02/1404 H.
B) Scientific qualifications of the applicant member						
No.	Qualification	Major	Date of obtaining the qualification	Grantor		
1	Master's Degree	Business administration	2016	Al-Yamamah University		
2	Bachelor Degree	Business administration	2014	Imam Muhammad Ibn Saud Islamic University		
3	Diploma	Business accounting	2006	Institute of Public Administration		
C) Practical experience of the applicant member:						
Period		Areas of Expertise				
2006 to 2013		Assistant director – internal supervision - Samba Financial Group				
2013 to 2014		Assistant director – internal supervision – Alinma Bank				
2014 to 2017		Assistant director – internal supervision – Alawwal Bank				
2018 to 2018		Executive Chairman of internal audit - Al Yusr Leasing and Financing Co.				
2018 until 2019		American Express Co. - Executive Chairman of internal audit				
April 2018 to November 2019		Samba Financial Group – Director of internal supervision program				
December 2019 until now		General Customs Authority – Director General of Internal Supervision				
D) Current membership in board of directors of other (listed - unlisted) joint-stock companies or any other company regardless of its legal form or committees emanating therefrom:						
No.	Company name	Main activity	Membership capacity (executive, non-executive independent)	Membership nature (his personal capacity, legal person representative)	Committees' membership	Legal form of the company
1	MetLife Insurance Company	Insurance	Independent	Personal capacity	Member of board of directors Member of audit committee	Listed
2	Arab National Bank	Banks	Independent	Personal capacity	Member of board of directors Chairman of Audit Committee Nomination and Remuneration Committee	Listed

Form No. (1) CV

1- Personal Data of the Applicant Member						
Full name	Mohamed Ahmed Abdul-Malek bin Ali					
Nationality	Saudi	Date of birth	22/10/1393 H.			
2- Scientific qualifications of the applicant member						
No.	Qualification	Major	Date of obtaining the qualification	Grantor		
1	Bachelor degree	Accounting	1994	King Saudi University		
2	SCOPA		2019	Saudi Organization for Certified Public Accountants		
3						
4						
3- Practical experience of the applicant member:						
Period	Areas of Expertise					
1994 – 2010	Saudia – director assistant of financial management and accounts					
2020 – 2015	Riyadh Care Hospital (Care Co.) - director of financial management and accounts					
2015 – 2016	Education Development Co. - director of financial management and accounts					
2016 – 2020	AJA Pharma (Saudi Chemical Group) - director of financial management and accounts					
2020 – until date	Haboob Cybersecurity Services (Saudi Federation for Cyber Security and Programming) – Financial and Administrative Director					
4- Current membership in board of directors of other (listed - unlisted) joint-stock companies or any other company regardless of its legal form or committees emanating therefrom:						
No.	Company name	Main activity	Membership capacity (executive, non-executive independent)	Membership nature (his personal capacity, legal person representative)	Committees' membership	Legal form of the company
1	Arabian Shield Co.	Insurance	Independent	Personality	Member of board of directors	Public joint Stock
2	Arabian Shield Co.	Insurance	Independent	Personality	Audit Committee Chairman	Public joint Stock
3	Tamkeen Co.	Human resources	Independent	Personality	Audit Committee Chairman	Closed joint Stock

Name: Mohamed Ahmed bin Ali

Signature:

Form No. (1) CV

1- Personal Data of the Applicant Member						
Full name		Khaled Abdul-Aziz Al Hawshan				
Nationality		Saudi		Date of birth		15/10/1395 H.
E) Scientific qualifications of the applicant member						
No.	Qualification	Major	Date of obtaining the qualification		Grantor	
1	Master's Degree	Business administration	2009		Newcastle University – Australia	
2	Master's Degree	Applied financing	2010		Newcastle University – Australia	
3	Postgraduate diploma	International Trade	2020		Newcastle University – Australia	
4	Bachelor of Systems	Law	1999		King Saud University – Saudi Arabia	
2- Practical experience of the applicant member:						
Period		Areas of Expertise				
2002 – 2016		Audit and compliance “General Organization for Social Insurance”				
2011 until now		Membership of The Institute of Internal Auditors				
2016 – until now		Various experience in internal audit				
2017 – until now		Expertise in audit committee in multiple companies				
2018 – until now		Membership of audit standards committee in Saudi Organization for Certified Public Accountants				
3- Current membership in board of directors of other (listed - unlisted) joint-stock companies or any other company regardless of its legal form or committees emanating therefrom:						
No.	Company name	Main activity	Membership capacity (executive, non-executive independent)	Membership nature (his personal capacity, legal person representative)	Committees' membership	Legal form of the company
1	Saudi Organization for Certified Public Accountants	Audit and accounting	Independent	In his Personal capacity	Audit standards committee	Government
2	Gulf General Cooperative Insurance Company	Insurance	Independent	In his Personal capacity	Audit committee	Listed Joint Stock
3	National Gypsum Co.	Basic materials	Independent	In his Personal capacity	Member of board of directors Nomination and Remuneration Committee member	Listed Joint Stock
4	Arab Sea Information Systems	Information technology	Independent	In his Personal capacity	Audit committee	Listed Joint Stock



INDEPENDENT AUDITOR'S REPORT

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Tourism Enterprise Company (Shams) and the statement of financial position as at 31 December 2020, the statements of profit and loss, other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) that are endorsed in the Kingdom of Saudi Arabia, Other standards and pronouncements issued by Saudi Organization for Certified Public Accountants (SCOPA).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the company in accordance with the professional code of conduct and ethics that are endorsed in the Kingdom of Saudi Arabia together and are relevant to our audit of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the year ended 31 December 2020. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matters, a description how our audit addressed the matter is set out below:

INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
 Tourism Enterprise Company (Shams)
 (A Saudi Joint Stock Company)
 Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Key Audit Matters "continued"

The key audit matter	How the matter was addressed
Revenue Recognition – Sale of goods	
<p>As at December 31, 2020, the Company recognized total revenue of SR 16,056,275 Thousand (2019: 12,688,593 Thousand).</p> <p>Revenue recognition has been identified as a key audit matter due to the following:</p> <ul style="list-style-type: none"> • Significant volume of transactions; • The auditing professional standards presume that there is significant risk related to revenue recognition. <p>The accounting policy for revenue is outlined in Note 2 and a breakdown of revenue is presented in Note 15.</p>	<p>We performed the following procedure in relation to revenue recognition:</p> <ul style="list-style-type: none"> • Evaluating the design and implementation, and testing the operating effectiveness of relevant controls over the revenue cycle; • Testing of IT general controls and major IT applications controls related to revenue recognition; • Inspected sales transactions taking place at either side of year-end to assess whether revenue was recognized in the correct period; and • Performing substantive test of details and analytical procedures.

Other Information included in the Company's 2020 annual report

Management is responsible for the other information. The other information comprises the information included in the Company's annual report, other than the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, and conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.



INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Responsibilities of Management and Those Charged with Governance for the financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by SOCPA, Company's By-laws and the applicable requirements of Company's regulations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process

Auditor's Responsibilities for the Audit of the financial statements

Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with ISAs as endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used, the reasonableness of accounting estimates and related disclosures made by management.



INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Auditor's Responsibilities for the Audit of the financial statements "continued"

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exist related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosure in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Report on Other Legal and Regulatory Requirements

Based on the information that has been made available to us while performing our audit procedures, nothing has come to our attention that causes us to believe that the Company is not in compliance, in all material respects, with the applicable requirements of the Regulation for Companies in the Kingdom of Saudi Arabia and the Company's By-laws in so far as they affect the preparation and presentation of the financial statements.

For Al Bassam & Co.

**Ibrahim A. Al Bassam
License No. 337**



30 March 2021
17 Sha'aban 1442
Dammam, Kingdom of Saudi Arabia

Tourism Enterprise Company (Shams)

(A Saudi Joint Stock Company)

Financial Statements

For the year ended December 31, 2020

With Independent Auditor's Report

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Financial Statements
For the year ended December 31, 2020

INDEX	PAGE
Independent auditor's report	1-5
Statement of financial position	6
Statement of profit or loss and other comprehensive income	7
Statement of changes in shareholders' equity	8
Statement of cash flows	9
Notes to the financial statements	10-44



INDEPENDENT AUDITOR'S REPORT

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Tourism Enterprise Company (Shams) and the statement of financial position as at 31 December 2020, the statements of profit and loss, other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) that are endorsed in the Kingdom of Saudi Arabia, Other standards and pronouncements issued by Saudi Organization for Certified Public Accountants (SCOPA).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the company in accordance with the professional code of conduct and ethics that are endorsed in the Kingdom of Saudi Arabia together and are relevant to our audit of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the year ended 31 December 2020. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matters, a description how our audit addressed the matter is set out below:

INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
 Tourism Enterprise Company (Shams)
 (A Saudi Joint Stock Company)
 Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Key Audit Matters "continued"

The key audit matter	How the matter was addressed
Revenue Recognition – Sale of goods	
<p>As at December 31, 2020, the Company recognized total revenue of SR 16,056,275 Thousand (2019: 12,688,593 Thousand).</p> <p>Revenue recognition has been identified as a key audit matter due to the following:</p> <ul style="list-style-type: none"> • Significant volume of transactions; • The auditing professional standards presume that there is significant risk related to revenue recognition. <p>The accounting policy for revenue is outlined in Note 2 and a breakdown of revenue is presented in Note 15.</p>	<p>We performed the following procedure in relation to revenue recognition:</p> <ul style="list-style-type: none"> • Evaluating the design and implementation, and testing the operating effectiveness of relevant controls over the revenue cycle; • Testing of IT general controls and major IT applications controls related to revenue recognition; • Inspected sales transactions taking place at either side of year-end to assess whether revenue was recognized in the correct period; and • Performing substantive test of details and analytical procedures.

Other Information included in the Company's 2020 annual report

Management is responsible for the other information. The other information comprises the information included in the Company's annual report, other than the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the annual report, and conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.



INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Responsibilities of Management and Those Charged with Governance for the financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by SOCPA, Company's By-laws and the applicable requirements of Company's regulations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process

Auditor's Responsibilities for the Audit of the financial statements

Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

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- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used, the reasonableness of accounting estimates and related disclosures made by management.



INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Auditor's Responsibilities for the Audit of the financial statements "continued"

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exist related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosure in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

INDEPENDENT AUDITOR'S REPORT "CONTINUED"

**To the shareholders of
Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)
Dammam, Saudi Arabia**

Report on the audit of the financial statements "continued"

Report on Other Legal and Regulatory Requirements

Based on the information that has been made available to us while performing our audit procedures, nothing has come to our attention that causes us to believe that the Company is not in compliance, in all material respects, with the applicable requirements of the Regulation for Companies in the Kingdom of Saudi Arabia and the Company's By-laws in so far as they affect the preparation and presentation of the financial statements.

For Al Bassam & Co.

**Ibrahim A. Al Bassam
License No. 337**



30 March 2021
17 Sha'aban 1442
Dammam, Kingdom of Saudi Arabia

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Statement of financial position
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

	Note	31 December 2020	31 December 2019
Assets			
Non-current assets			
Property, plant and equipment, net	6	50,074,710	54,685,425
Investments Property, net	7	6,775,126	7,009,067
Total non-current assets		56,849,836	61,694,492
Current assets			
Trade receivables, net	8	3,197,279	5,538,868
Prepayments and other receivables, net	9	667,121	3,014,054
Cash and cash equivalents	10	15,776,891	11,547,822
Total current assets		19,641,291	20,100,744
Total assets		76,491,127	81,795,236
liabilities and shareholders' Equity			
Shareholders' Equity			
Share capital	5	101,500,000	101,500,000
Statutory deserve		2,913,121	2,913,121
Accumulated losses		(34,770,370)	(26,520,303)
Total shareholders' Equity		69,642,751	77,892,818
Liabilities			
Non-current liabilities			
End of service provision	11	1,204,872	1,179,651
Total non-current liabilities		1,204,872	1,179,651
Current liabilities			
Trade payables		168,666	356,935
Accrued expenses and other credit balances	12	2,909,548	1,572,033
Provision for claims	14	1,966,300	-
Accrued zakat	13	598,990	793,799
Total current liabilities		5,643,504	2,722,767
Total liabilities		6,848,379	3,902,418
Total shareholders' Equity and liabilities		76,491,127	81,795,236

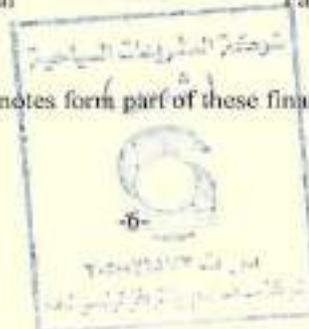
Chief Financial Officer

Ahmed Mohammed Suleiman

Chief Executive Officer

Farid Ibrahim Al-Sayed

The accompanying notes form part of these financial statements



Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Statement of profit or loss and other comprehensive income
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

	Note	31 December 2020	31 December 2019
Continuing operations			
Revenue	15	16,056,275	12,688,593
Cost of revenue	16	(10,622,505)	(10,902,033)
Gross profit		5,433,770	1,786,560
Selling and distribution expenses	17	(774,393)	(1,197,505)
Administrative expenses	18	(10,222,925)	(10,345,672)
Claims provision expense	14	(1,966,300)	-
Other gains	19	75,289	892,897
(Loss) before zakat		(7,454,559)	(8,863,720)
Zakat expense	13	(740,821)	4,678,279
(Loss) for the year		(8,195,380)	(4,185,441)
Other comprehensive income:			
Other comprehensive income not to be reclassified to profit or loss in subsequent years (net of zakat):			
Actuarial (loss) from Re-measurements of post-employment benefit obligations	11	(54,687)	(109,168)
Other comprehensive (loss) for the year, net of zakat		(54,687)	(109,168)
Total comprehensive (loss) for the year, net of zakat		(8,250,067)	(4,294,609)
Loss per share			
(Loss) per share before zakat	22	(0,73)	(0,87)
(Loss) for the year	22	(0,81)	(0,42)

Chief Financial Officer

Ahmed Mohammed-Suleiman

Chief Executive Officer

Farid Ibrahim Al-Sayed

The accompanying notes form part of these financial statements

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Statement of changes in shareholders' equity
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

	Share capital	Statutory reserve	Accumulated losses	Total
Balance at 31 December 2018	101,500,000	2,913,121	(22,225,694)	82,187,427
Net loss for the year	-	-	(4,185,441)	(4,185,441)
Actuarial loss	-	-	(109,168)	(109,168)
Total comprehensive loss for the year	-	-	(4,294,609)	(4,294,609)
Balance at 31 December 2019	101,500,000	2,913,121	(26,520,303)	77,892,818
Net loss for the year	-	-	(8,195,380)	(8,195,380)
Actuarial loss	-	-	(54,687)	(54,687)
Total comprehensive loss for the year	-	-	(8,250,067)	(8,250,067)
Balance at 31 December 2020	101,500,000	2,913,121	(37,891,581)	69,642,751

Chief Financial Officer
Ahmed Mohammed Suleiman

Chief Executive Officer
Farid Ibrahim Al-Sayed



The accompanying notes form part of these financial statements

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

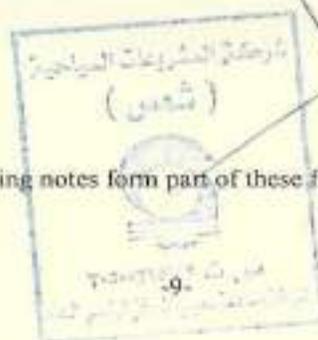
Statement of cash flows
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

	31 December 2020	31 December 2019
Operating activities		
Net loss before zakat	(7,454,559)	(8,863,720)
Adjustments for:		
Depreciation of property, plant and equipment	5,793,531	5,923,355
Depreciation of investments in property	233,941	213,061
Loss of disposal work in progress	-	794,046
Expected credit losses	1,087,538	1,732,844
Provision for doubtful debt	2,628,628	-
Provision for claims	1,966,300	-
Provision for employees' end of service benefits	213,883	290,041
Gain from disposal property, plant and equipment	(12,000)	(36,000)
Changes in operating assets and liabilities:		
Trade receivables	1,254,051	(265,325)
prepayments and other receivables, net	(281,695)	(1,409,442)
Trade payable	(188,269)	(135,547)
Accrued expenses and other credit balance	1,337,515	(212,036)
Net cash generated from (used in) operations	6,578,864	(1,968,723)
Employees' end of service benefits paid	(243,349)	(498,316)
Zakat paid	(935,630)	(3,940,599)
Net cash generated from (used in) operating activities	5,399,885	(6,407,638)
Investing activities		
Purchase of property, plant and equipment	(1,182,816)	(1,960,128)
Proceeds from sale of property, plant and equipment	12,000	36,000
Net cash (used in) investing activities	(1,170,816)	(1,924,128)
Change in cash and cash equivalents	4,229,069	(8,331,766)
Cash and cash equivalents at the beginning of the year	11,547,822	19,879,588
Cash and cash equivalents at the end of the year	15,776,891	11,547,822

Chief Financial Officer
Ahmed Mohammed Saleman

Chief Executive Officer
Farid Ibrahim Al-Sayed

The accompanying notes form part of these financial statements



Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

1- Organization and principle activities

Tourism Enterprise Company (Shams) (the Company”) is a Saudi Joint Stock Company which was established in the Kingdom of Saudi Arabia in accordance with the Ministry of Commerce under Commercial Registration No. 2050021572 from Dammam dated Moharam 20, 1412 corresponding to August 1, 1991.

The company is engaged in managing business and tourism building including, chalets, motels, hotels, parks, restaurants, cities, playgrounds, swimming pools, rest houses, central service station and all service that lodges need.

The main activity head office is the only tourism project (Palm Beach Resort), which is located on land leased from the Municipality of Dammam for 40 years from the date of Muharram 1, 1410 corresponding to August 3, 1989 ending on Dhu al-Hijjah 30, 1450 corresponding to May 14, 2029. Without specifying the contract on the possibility of renewing the lease contract.

The company conducts its activities in the Kingdom of Saudi Arabia in the city of Dammam in the Half Moon Beach area, Dammam Postal code 31482 P.O. Box 8383.

The period terms of the company are 99 years from the date of issuance of the Minister of Commerce’s decision to establish it and renewed by an extraordinary general assembly at least one year before the date of its expiry.

The financial statements included the Head office accounts and the accounts of the branches.

Palm Beach Tourist Resort - Branch of the Touristic Enterprises Company (Shams) operates under the sub-commercial registry number 2051049490 issued by the Ministry of Trade and Industry in Dammam on Shaaban 7, 1433.

2- Basis of preparation

2/1 Statement of compliance

These financial statements have been prepared as of 31 December 2020 in accordance with the International Financial Reporting Standards (IFRS) as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are endorsed by the Saudi Organization for Certified Public Accountants (“SOCPA”).

As required by the Capital Market Authority through its circular issued on October 16, 2016, the Company must apply the cost model to measure property, machinery, equipment, real estate investments and intangible assets when adopting the IFRS for a period of three years beginning from the date of application of the IFRS, it was later extended until December 31, 2021.

2/2 Preparation of financial statements

The financial statements have been prepared under the historical cost principle, unless International Financial Reporting Standards allow measurement in accordance with other valuation methods that are indicated in the clarification of the main accounting policies.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

2- Basis of preparation "continued"

2/2 Preparation of financial statements "continued"

The preparation of the financial statements in accordance with international standards for the preparation of financial reports requires the management to make judgments, estimates and assumptions that may affect the application of accounting policies and the amounts disclosed in the financial statements. These important estimates and assumptions are disclosed in Note 4.

The Company financial statements are measured using the currency of the primary economic environment in which the company operates ("the functional currency"). The financial statements are presented in Saudi riyals, which is the functional and presentation currency. The numbers were rounded to the nearest thousand riyals, unless otherwise stated.

2/3 International Financial Reporting Standards and interpretations of the IFRIC Interpretations Committee and new accounting amendments that the Company has adopted for application

The following are the accounting standards, interpretations, and amendments to the current published standards that are mandatory for accounting periods beginning on January 1, 2020 or later.

Amendments to standard	Description	Effective for annual years beginning on or after
IAS 1 and IAS 8	Definition of material	January 1, 2020
IFRS 3	Definition of business	January 1, 2020
Revised Conceptual Framework for Financial Reporting	Amendments to references to References to Conceptual Framework in IFRS Standards and updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts.	January 1, 2020
IFRS 9, IAS 39 and IFRS 7	Interest Rate Benchmark Reform	January 1, 2020
IFRS 16	COVID-19-Related Rent Concessions	June 1, 2020

Amendments to IFRS 3 – definition of a business

This amendment revises the definition of a business. According to feedback received by the IASB, application of the current guidance is commonly thought to be too complex, and it results in too many transactions qualifying as business combinations.

Amendments to IAS 1 and IAS 8 on the definition of material

These amendments to IAS 1, 'Presentation of financial statements', and IAS 8, 'Accounting policies, changes in accounting estimates and errors', and consequential amendments to other IFRSs:

- Use a consistent definition of materiality throughout IFRSs and the Conceptual Framework for Financial Reporting;
- Clarify the explanation of the definition of material; and
- Incorporate some of the guidance in IAS 1 about immaterial information.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

2- Basis of preparation "continued"

2/2 Preparation of financial statements "continued"

Amendments to IFRS 9, IAS 39 and IFRS 7 – Interest rate benchmark reform

These amendments provide certain reliefs in connection with interest rate benchmark reform. The reliefs relate to hedge accounting and have the effect that IBOR reform should not generally, cause hedge accounting to terminate. However, any hedge ineffectiveness should continue to be recorded in the Statement of Profit or Loss.

The adoption of above amendments does not have any material impact on the Financial Statements during the year.

2/4 International Financial Reporting Standards and interpretations of the IFRIC Interpretations Committee and new accounting amendments that the Company has not adopted for application

The following are the new standards and amendments to standards which are effective for annual periods beginning on or after 1 January 2021 and earlier application is permitted

Amendments to IFRS 3, IAS 16, IAS 37

- IFRS 3, 'Business combinations' update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.
- IAS 16, 'Property, plant and equipment' prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognize such sales proceeds and related cost in profit or loss.
- IAS 37, 'Provisions, contingent liabilities and contingent assets' specify which costs a company includes when assessing whether a contract will be loss-making.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

2- Basis of preparation "continued"

2/4 International Financial Reporting Standards and interpretations of the IFRIC Interpretations Committee and new accounting amendments that the Company has not adopted for application (continued)

Amendments to standard	Description	Effective for annual years beginning on or after
IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	Interest Rate Benchmark Reform – Phase 2	January 1, 2021
IAS 37	Onerous Contracts – Cost of Fulfilling a Contract	January 1, 2022
IFRS 16, IFRS 9, IAS 41 and IFRS 1	Annual Improvements to IFRS Standards 2018–2020	January 1, 2022
IAS 16	Property, Plant and Equipment: Proceeds before Intended Use	January 1, 2022
IFRS 3	Reference to the Conceptual Framework	January 1, 2022
IFRS 17	Insurance Contracts	January 1, 2023
IAS 1	Classification of Liabilities as Current or Non-current	January 1, 2023
Amendment to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and Associate or Joint Venture	N/A

The management anticipates that these new standards, interpretations and amendments will be adopted in the Company's financial statements when they are in effect, and the application of these new standards, interpretations and amendments will not have a material impact on the Company's financial statements during the initial application period.

2/5 Annual improvements cycle to IFRS 2018-2020

These improvements are effective on or after 1 January 2021.

IFRS 9 “Financial Instruments”: The amendment clarifies that in applying the ‘10 per cent’ test to assess whether to derecognize a financial liability

IFRS 16 “Leases”: The amendment removes the illustration of the reimbursement of leasehold improvements

IAS 41 “Agriculture”: The amendment removes the requirement in IAS 41 for entities to exclude cash flows for taxation when measuring fair value

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies

The following is an overview of the important accounting policies applied in preparing these financial statements of the company Tourism Enterprise Company (Shams) (a Saudi joint stock company) These policies are applied continuously to all periods presented, except as indicated in the basis for preparation note 2, unless specified otherwise.

3/1 Foreign currencies

Foreign currency translation differences

Transactions denominated in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the end of each reporting period are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Exchange differences on monetary items are recognized in the statement of profit or loss in the period in which they arise except for exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognized initially in other comprehensive income and reclassified from equity to the statement of profit or loss on repayment of the monetary items.

Differences arising from the retranslation of opening net assets of foreign operations, together with differences arising from the translation of the net results for the year of foreign operations, are recognized in other comprehensive income.

When there is a change of control in a foreign operation, exchange differences that were recorded in equity are recognized in the statement of profit or loss as part of the gain or loss on disposal.

3/2 Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

Segment results that are reported to the CODM include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items compose mainly corporate expenses and related assets/liabilities (primarily the Company's headquarters). Head office expenses, research and development costs and related assets/liabilities, some goodwill and intangible assets and Zakat liabilities.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/3 Property, plant and equipment

Property, plant and equipment except lands owned by the company and properties work in progress are stated at cost less accumulated depreciation and impairment in value, if any. lands owned by the company and properties work in progress is valued at cost.

Depreciation is charged to income applying the straight line method at the rates specified in the property, plant and equipment note.

The estimated useful lives of assets will be depreciated as follow:

	<u>Years</u>
Buildings	5-30
Marina equipment	10-20
Motor Vehicles	4
Marina Equipment's and tools	5-10
Furniture, fixture and office equipment	4-10
Tools & Equipment's	5

In respect of additions and disposals during the year, depreciation is charged from the months of acquisition or capitalization and up to the months preceding of disposal respectively.

Annual review of residual values and useful lives

The residual value of the asset is the current estimated amount that the Company can obtain from excluding the asset after deducting the estimated costs of exclusion if the asset has already reached the expected life and condition at the end of its useful life.

The residual values and useful lives of the assets are reviewed and adjusted, if necessary, at the end of each financial period. If the forecasts differ from previous estimates, the change (s) are calculated as a change in accounting estimates.

Asset segmentation

Property, plant and equipment often consists of different parts with different useful lives or consumption patterns. These parts are replaced (independently) during the useful life of the asset. Accordingly:

Each part of the item of property, plant and equipment is depreciated, the cost of which is relatively important relative to the total cost of the item independently (unless one of the important parts has the same useful life and the method of consuming another part of the same item of property, plant and equipment, in which case, the two parts can be combined together for the purpose of consumption).

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/3 Property, plant and equipment "continued"

Asset segmentation "continued"

- Under the segmentation approach. The Company does not recognize the daily maintenance costs of the item in the carrying amount of the item of property, plant and equipment. These costs are recognized in the statement of profit or loss when incurred. The components of the different assets are determined and depreciated separately only for the significant parts of property, plant and equipment with useful lives or different depreciation patterns. However, the principles regarding parts replacement (which represent the subsequent cost of a replacement part) generally apply to all specific parts, regardless of whether they are significant or not important.

Capitalization of costs within property, plant and equipment

The cost of item of property, plant and equipment consists of the following:

- Purchase price, including import duties and non-refundable purchase taxes, after discounting commercial discounts and discounts.
- Any costs directly related to the origin of the site and the necessary condition for its operation in the manner deemed appropriate for the administration.
- Initial estimation of the costs of dismantling and moving the item, returning the site on which it is located to its natural state, and the obligation incurred either as a result of purchasing this item or as a result of using it during a specific period for purposes other than producing inventory during that year.

Subsequent costs are included in the carrying amount of the asset or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably, the recognition of the carrying amount of one of the parts recognized as a separate asset ceases at replace it.

Borrowing costs related to the qualifying assets are capitalized as part of the cost of the qualifying assets until commencement of commercial production.

All other repair and maintenance expenses are charged to the statement of profit or loss during the period of the financial statements in which they are incurred. Regular maintenance and repairs that do not increase the estimated useful life of the asset or production outputs are charged to the statement of profit or loss when incurred.

Profits and losses resulting from the disposal of property, plant and equipment are determined by comparing the proceeds with the net book value and are included in other income.

3/4 Impairment of non-financial assets

An impairment loss is recognized wherever the carrying amount of the asset exceeds its recoverable amount that is higher of an asset's fair value less costs of disposal and its value in use. Impairment losses are recognized in statement of profit or loss.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/4 Impairment of non-financial assets "continued"

The fair value is determined according to IFRS 13 on fair value and the cost of disposal is the cost that can only be added. The book value of the assets is evaluated by the current discounted value of future cash flows, taking into account the risks associated with money in the country in which it is dealt.

On the date of each financial position, the values of the non-financial assets other than the financial assets and those that were subject to impairment are reviewed for the possibility of reversing the decrease in the value. When the impairment loss is subsequently refunded, the carrying amount of the asset or cash-generating unit is increased in accordance with adjusted estimates of its recoverable amount, provided that the book value does not exceed if no loss has been recorded for the asset or cash-generating unit in previous years. A reversal of an impairment loss is recognized as direct income in the statement of profit or loss. Impairment of property, plant and equipment primarily idle production capacity of the plant by closing or selling ineffective products from auxiliary products. When the impairment loss is subsequently reversed, the carrying amount of the asset is increased to the adjusted recoverable amount, within the book value limits that would have been determined if the impairment loss was not recognized for the asset in prior years. A reversal of an impairment loss is recognized immediately in the statement of profit or loss, unless the underlying asset is included in the revalued value, in which case the reversal of the impairment loss is treated as an increase in the revaluation.

3/5 Assets held for sale and disposal Groups

Non-current assets held for sale and disposal Groups are presented separately in the current section of the statement of financial position when the following criteria are met:

- The Company is committed to selling the asset or disposal Group,
- An active plan of sale has commenced,
- And the sale is expected to be completed within 12 months.

Immediately before the initial classification of the assets and disposal Groups as held for sale, the carrying amounts of the assets (or all the assets and liabilities in the disposal Groups) are measured in accordance with the applicable accounting policy. Assets held for sale and disposal Groups are subsequently measured at the lower of their carrying amount and fair value less cost to sell. Assets held for sale are no longer amortized or depreciated.

Discontinued operations

Discontinued operations are reported when a component of an entity comprising operations and cash flows that can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the entity is classified as held for disposal or has been disposed of, if the component either, represents a separate major line of business or geographical area of operations and is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations or is a subsidiary acquired exclusively with a view to resale. Also, when board of directors has both approved and announced the planned discontinuance.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/5 Assets held for sale and disposal Groups "continued"

In the statement of profit or loss, income / (loss) from discontinued operations is reported separately from income and expenses from continuing operations; prior periods are presented on a comparable basis. In the statement of cash flow, the cash flows from discontinued operations are presented separately from cash flows of continuing operations with disclosing the related assets and liabilities to be disposed of or settled from and the causes of those changes; prior periods are presented on a comparable basis.

3/6 Cash and cash equivalents

For the purpose of cash flow statement, cash and cash equivalents consist of cash on hand, balances with banks, highly liquid short term investments with maturity of three months or less from date of acquisition that are readily convertible to known amount of cash and are subject to insignificant risk of change in value, demand deposits and overdrafts which are payable on demand are deducted.

3/7 Financial risks management

In the course of its business, the Company is exposed to a number of financial risks: credit risk, liquidity risk, market risk (including foreign currency risk and interest rate risk, commodity price risk and equity price risk). This note presents the Company's objectives, policies and processes for managing its financial risks and capital.

Financial risk management is an integral part of the way the Company is managed. The Board of Directors determines the financial control principles as well as the principles of financial planning. The Chief Executive Officer organizes, manages and monitors all financial risks, including asset and liability matters.

The Chief Executive Officer, chaired with the Chief Financial Officer, is the governing body for the establishment and subsequent execution of the Company's Financial Asset and Liability Management Policy. It ensures implementation of strategies and achievement of objectives of the Company's financial assets and liabilities management, which are executed by the Central Treasury, in specific local circumstances, by the subsidiaries. Approved treasury management guidelines define and classify risks as well as determine, by category of transaction, specific approval, execution and monitoring procedures. The activities of the Central Treasury are supervised by the finance manager, which verifies the compliance of the strategies and/or operations with the approved guidelines and decisions taken by the BOD.

Credit risk

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises on liquid assets, non-current financial assets, derivative assets, trade and other receivables.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/7 Financial risks management "continued"

Credit risk "continued"

Credit risk management "continued"

The Company aims to minimize its financial credit risk through the application of risk management policies. Credit limits are set based on each counterparty's size and risk of default. The methodology used to set the credit limit considers the counterparty's, credit ratings, risk ratios and default probabilities upon a professional assessment to such party at the time of granting a credit limit.

Counterparties are monitored regularly, taking into consideration the evolution of the above parameters, as well as their share prices and credit default swaps. As a result of this review, changes on credit limits and risk allocation are carried out. The Company avoids the concentration of credit risk on its liquid assets by spreading them over several institutions and sectors.

Trade receivables are subject to credit limits, control and approval procedures in all the subsidiaries. Due to its large geographic base and number of customers, the Company is not exposed to material concentrations of credit risk on its trade receivables. Nevertheless, commercial counterparties are constantly monitored following the similar methodology used for financial counterparties. The maximum exposure to credit risk resulting from financial activities, without considering netting agreements and without taking into account any collateral held or other credit enhancements, is the carrying amount of the Company's financial assets.

Liquidity risk

Liquidity risk is the risk that a Company may encounter difficulties in meeting its obligations associated with financial liabilities that are settled by delivering cash or other financial assets. Such risk may result from the Company's inability to sell financial assets at a faster or fair value. The Company's objective is to manage this risk by limiting exposures in financial instruments that may be affected by liquidity problems and by maintaining sufficient back-up facilities.

Market risk

The Company is exposed to risk from movements in foreign currency exchange rates, interest rates and market prices that affect its assets, liabilities and future transactions.

Foreign currency risk

The Company is exposed to foreign currency risk from transactions and translation. Transactional exposures arise from transactions in foreign currency. These are managed within a prudent and systematic hedging policy in accordance with the Company's specific business needs through the use of swaps.

Commission rate risk

The commission rate risk arises from the possibility of fluctuating commission rates which will affect the future profitability or fair value of the financial instruments. The Company is exposed to commission rate risk on its commission payable, specifically amounts due to banks. The management works to reduce commission rate risk on the Company through monitoring changes in commission rates relating to liabilities to which the Company pays commission.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/8 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Recognition and initial measurement:

The Company's financial assets comprise of cash and cash equivalents, Account receivables and other debit balances. Financial assets are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset is initially measured at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement:

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of commission receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Commission receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15 Revenue from contracts with customers.

On initial recognition, a financial asset is classified as measured at:

- Amortized cost;
- Fair value through other comprehensive income (FVOCI) – debt investment;
- FVOCI – equity investment; or
- Fair value through profit or loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

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

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

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

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

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/8 Financial instruments "continued"

Financial Assets "continued"

Classification and subsequent measurement "continued":

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

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

Financial assets: Business model assessment

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

Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.
Financial assets at amortized Cost	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On de-recognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/8 Financial instruments "continued"

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, or payables, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of payables, net of directly attributable transaction costs.

The Company's significant financial liabilities include trade and other payables and lease liabilities.

Classification and subsequent measurement

An entity shall classify all financial liabilities as subsequently measured at amortised cost, except for:

- Financial liabilities at fair value through statement of profit or loss and other comprehensive income.
- Financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies.
- Financial guarantee contracts.
- Commitments to provide a loan at a below-market interest rate.
- Contingent consideration recognized by as an acquirer in a business combination to which IFRS 3 applies. Such contingent consideration shall subsequently be measured at fair value with changes recognized in the statement of profit or loss and other comprehensive income.

De-recognition

Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
 - (a) The Company has transferred substantially all the risks and rewards of the asset, or
 - (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Company also recognizes an associated liability.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/8 Financial instruments "continued"

De-recognition "continued"

Financial assets "continued"

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are paid discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified, and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in the Statement of Profit or Loss and Other Comprehensive Income.

Offsetting of financial instruments

Financial asset and financial liability are offset and the net amount presented in the statement of financial position when, and only when the Company:

- Currently has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

3/9 Derivative financial instruments

The Company's derivatives mainly consist of interest rate swaps and foreign currency swaps. Derivatives are mainly used to manage exposures to foreign exchange and interest rate risks as described in Market risk.

Derivatives are initially recognized at fair value. They are subsequently remeasured at fair value on a regular basis and at each reporting date as a minimum, with all their gains and losses, realized and unrealized, recognized in the statement of profit or loss unless they are in a qualifying hedging relationship.

Hedge account

The Company designates and documents certain derivatives and other financial assets or financial liabilities as hedging instruments against changes in fair values of recognized assets and liabilities (fair value hedges) and highly probable forecast transactions (cash flow hedges). The effectiveness of such hedges is assessed at inception and verified at regular intervals and at least on a quarterly basis, using prospective and retrospective testing.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/9 Derivative financial instruments "continued"

Cash flow hedges

The Company uses cash flow hedges to mitigate a particular risk associated with a recognized asset or liability or highly probable forecast transactions, such as anticipated future export sales, purchases of equipment and raw materials, as well as the variability of expected interest payments and receipts. The effective part of the changes in fair value of hedging instruments is recognized in other comprehensive income, while any ineffective part is recognized immediately in the statement of profit or loss. When the hedged item results in the recognition of a non-financial asset or liability, including acquired businesses, the gains or losses previously recognized in other comprehensive income are included in the measurement of the cost of the asset or of the liability. Otherwise the gains or losses previously recognized in statement of other comprehensive income are removed and recognized in the statement of profit or loss at the same time as the hedged transaction.

Undesignated derivatives

Derivatives which are not designated in a hedging relationship are classified as undesignated derivatives. They are acquired in the frame of approved risk management policies even though hedge accounting is not applied.

3/10 Impairment of Financial Assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset or a Group of financial assets is impaired. A financial asset or a Group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that have occurred after the initial recognition of the asset and a loss event has an impact on the estimated future cash flows of the financial asset or the Group of financial assets that can be reliably estimated. Evidence of impairment may include indications that debtors or a Group of debtors are experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter into bankruptcy or other financial reorganization and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as economic conditions that correlate with defaults.

IFRS 9 requires an entity to follow an expected credit loss model for the impairment of financial assets. ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset. For trade receivables, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward- looking factors specific to the debtors and the economic environment. The Company considers evidence of impairment at both a specific asset and collective level. All individually significant financial instruments found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/10 Impairment of financial assets "continued"

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

The Company considers a financial asset to be in default when the debtor is unlikely to repay the outstanding balance to the Company in full, without recourse by the Company to actions such as realizing security (if any is held).

3/11 Employee benefits

Short and long-term benefits

Liabilities for wages and salaries, including non-monetary benefits and accumulating unused paid leaves that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations within accruals in the statement of financial position.

Employees' end-of-service benefits (EOSB)

The liability or asset recognized in the statement of financial position in respect of defined benefit. EOSB plan is the present value of the defined benefit obligation at the end of the reporting year. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

Defined benefit costs are categorized as follows:

Service cost

Service costs include current service cost and past service cost are recognized immediately in statement of profit or loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in the statement of profit or loss as past service costs.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/11 Employee benefits "continued"

Interest cost

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefits obligation. This cost is included in employee benefit expense in the statement of profit or loss.

Re-measurement gains or losses

Re-measurement gains or losses arising from experience adjustments and changes in actuarial assumptions are recognized in the year in which they occur, directly in the other comprehensive income.

3/12 Zakat & Tax

The Company is subject to zakat in accordance with the regulations of General Authority of Zakat and Tax ("GAZT"). Company's zakat income tax is accrued and charged to the statement of profit or loss currently. Additional zakat and foreign income tax liabilities, if any, related to prior years' assessments are accounted for in the period in which the final assessments are finalized.

3/13 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated. The amount recognized as a provision at the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset and not as a reduction of the required provision and also the amount to be recognized as an asset should not exceed the amount of the provision, If it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent assets and liabilities are possible rights and obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not fully within the control of the Company.

3/14 Revenues

Revenue is recognized when control over an asset is transferred, either over time or at a specific time. Control of an asset is known as the ability to direct the use and virtually all the benefits related to that asset.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/14 Revenues "continued"

Service Revenues

Revenue is recognized when the required services are transferred to customers in an amount that reflects the consideration that the Company expects it deserves in exchange for those services. Revenue is recognized when the following steps are met:

- Identify the contract(s) with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognize revenue when (or as) the entity satisfies a performance obligation

When assessing these steps, management considers the following:

- The consent of the two parties (the buyer and the seller) to the sale, while transferring the rights of each party to these goods and services under the sale. Payment terms should also be studied to ensure that the contract has a commercial basis and that it is possible that a fee will be collected for the sale of these goods and services.
- Determine the agreed independent goods or services under the contract. These independent goods and services are referred to as performance obligation. When examining whether these goods and services are independent, the management evaluates whether these goods or services can provide a benefit in itself and that the Company's promise to transfer these goods and services to the customer has been determined separately, and all Company sales are considered independent.
- The financial consideration expected to be paid by the Group in exchange for the transportation of these goods and services. All Company sales are at a fixed rate.
- Distributing the transaction price to the goods or services under the contract.
- Fulfillment of a performance obligation.

Other income

Other income is recognized on an accrual basis.

3/15 Expenses

Cost of goods sold is determined on the basis of the cost of production or of purchase, adjusted for the variation of inventories. All other expenses, including those in respect of advertising and promotions, are recognized when the Company receives the risks and rewards of ownership of the goods or when it receives the services.

Selling and marketing expenses

Selling and marketing expenses comprise of all costs for selling and marketing the Company's products and include expenses for advertising, marketing fees and other sales related overheads. Allocation between selling and marketing expenses and cost of sales are made on a consistent basis, when required.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

3- The principal accounting policies "continued"

3/15 Expenses "continued"

General and administrative expenses

General and administrative expenses include direct and indirect costs not specifically part of cost of sales or the selling and marketing activity of the Company. Allocation between general and administrative expenses and cost of sales, are made on a consistent basis, when required.

3/16 Earnings per share

The Company presents basic and diluted earnings per share data for its ordinary shares. Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted earnings per share is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible bonds and share options granted to employees if any.

3/17 Related party transactions

Transactions with related parties are priced on arm's length basis. Prices for these transactions are determined on the basis of comparable uncontrolled price method, which sets the price by reference to comparable goods and services sold in an economically comparable market to a buyer unrelated to the seller.

3/18 Subsequent Events

The Company adjusts the financial statements, if an event occurs after the reporting period that provides further evidence of conditions that existed at the end of the reporting period, including an event that indicates that the going concern assumption in relation to the whole or part of the enterprise is not appropriate. These adjustments are made up to the date of approval of the Financial Statements by the Board of Directors.

4- Critical accounting estimates and judgments

The preparation of the Financial Statements requires Company Management to exercise judgment and to make estimates and assumptions that affect the application of policies, reported amounts of revenues, expenses, assets and liabilities and disclosures. These estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

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

The following critical judgments and estimates have the most significant effect on the amounts recognized in the financial statements:

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

4- Critical accounting estimates and judgments "continued"

- Lease contract duration
- Economic useful lives of property, plant, equipment;
- Zakat and income taxes;
- Impairment of non-financial assets;
- Estimation of defined benefit obligation;
- Provision for doubtful debts;
- Provision for obsolete, slow moving and damaged inventory; and
- Contingencies.

The areas subject to critical accounting estimates and judgments are mainly represented as follows:

Duration of lease contracts

When determining the term of a lease, management takes into account all facts and circumstances that create an economic incentive to exercise the option to extend or terminate. An evaluation is reviewed in the event of a material event or significant change in the circumstances that affect this assessment. During the current fiscal year, there was no material financial impact for reviewing the terms of the lease contracts to reflect the effect of exercising options for extension or termination.

Depreciation and amortization of non- current assets

Depreciation and amortization is recognized as to write off the cost of assets less their residual values over their useful lives, using appropriate method. The Company's management estimates the useful lives, residual values and depreciation method and review it at the end of each reporting period. The effect of any changes in estimate accounted for on a prospective basis.

Zakat and Tax

Where the amount of zakat and tax liabilities or assets is uncertain, the Company recognizes provisions that reflect management's best estimate of the most likely outcome based on the facts known in the relevant jurisdiction. Any differences between zakat and tax estimates and final tax assessments are charged to the statement of profit or loss in the period in which they are incurred, unless anticipated.

Allowance for doubtful receivables

Allowances for doubtful receivables represent the Company's estimate of the losses that could arise from the failure or inability of customers to make payments when due. These estimates are based on the ageing of customers' balances, specific credit circumstances and the Company's historical bad receivables experience.

Impairment for tangible and intangible assets

At the end of each reporting period, the Company estimates the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Contingencies

By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of such contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

4- Critical accounting estimates and judgments "continued"

Employee Benefits

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

The Company determines the appropriate discount rate at the date of each financial report. In determining the appropriate discount rate, management considers interest rates for corporate bonds denominated in the currency in which the benefits are to be paid and which have maturity periods that are close to the expected duration of the relevant pension obligation.

Refer to disclosure 11 for further disclosure of the main sources of unconfirmed estimates in relation to the retirement benefit obligation.

5- Capital

Tourism Enterprises Company (Shams) is a Saudi joint stock company listed in the Saudi Capital Market, with a capital of 101,500,000 SR, divided into 10,150,000 shares, with a nominal value of 10 SR per share. All its shares have been subscribed and paid in full.

Based on the meeting of the company's board of directors on Muharram 19, 1441 H, corresponding to September 18, 2019, the extraordinary general assembly recommended that on the next meeting the company should reduce the capital and then increase the company's capital by initial public offering of its shares for the requirements of the business interest and in support of its future investment plans. The recommendation to reduce the capital is subject to the approval of the official authorities and the extraordinary general assembly of the company. To be as follows

A) Capital Reduction

Recommendation to reduce the company's capital in order to amortize the accumulated losses that amounted to SR 20,807,254, 20.50% of the company's capital of SR 101,500,000, so that the company's capital after the reduction becomes SR 80,692,746.

And the number of its shares after the decreasing will be as follows:

No of shares before Reducing	No of shares after Reducing	Canceled shares to amortized losses
10,150,000	8,069,275	2,080,725

B) Increase Company capital

Recommending an increase in the company's capital through subscribing to priority rights for the requirements of the business interest and the company's strategy and the company's need for liquidity necessary to diversify its investments during the coming period, so that the company's capital after the reduction and before the increase becomes SR 80,692,746, and after the increase it becomes SR 161,385,492.

And the number of its shares after the increasing will be as follows:

No of shares before Reducing	No of shares after Reducing	Canceled shares to amortized losses
8,069,275	16,138,549	8,069,275

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

6- Property, plant and equipment, net

	Buildings	Marina Equipment's	Motor Vehicles	Marina machineries, equipment and tools	Furniture, fixture and office equipment	Tools and Equipment	Project under constructor	Total
Cost:								
1 January 2019	111,601,834	5,579,186	2,697,096	1,103,264	15,249,466	846,086	978,546	138,055,478
Additions	1,500,587	-	6,730	-	250,583	66,919	135,309	1,960,128
Transfer	-	-	(485,400)	-	-	-	(794,046)	(1,279,446)
31 December 2019	113,102,421	5,579,186	2,218,426	1,103,264	15,500,049	913,005	319,809	138,736,160
Additions	261,580	-	-	-	83,277	-	837,959	1,182,816
Transfer	427,118	-	10,696	-	187,021	-	(624,835)	-
Disposals	-	-	(60,500)	-	-	-	-	(60,500)
31 December 2020	113,791,119	5,579,186	2,168,622	1,103,264	15,770,347	913,005	532,933	139,858,476
Accumulated depreciation:								
1 January 2019	63,884,068	1,219,113	2,416,743	417,430	9,975,495	699,931	-	78,612,780
Charge for the year	4,017,228	347,262	205,882	110,738	1,167,776	74,469	-	5,923,335
Depreciation for Disposal	-	-	(485,400)	-	-	-	-	(485,400)
31 December 2019	67,901,296	1,566,375	2,137,225	528,168	11,143,271	774,400	-	84,050,735
Charge for the year	4,112,035	348,218	65,622	111,044	1,087,510	69,102	-	5,793,531
Disposals	-	-	(60,500)	-	-	-	-	(60,500)
31 December 2020	72,013,331	1,914,593	2,142,347	639,212	12,230,781	843,502	-	89,783,766
Net book value:								
As of 31 December 2020	41,777,788	3,664,593	26,275	464,052	3,539,566	69,503	532,933	50,074,710
As of 31 December 2019	45,201,125	4,012,811	81,201	575,096	4,356,778	138,605	319,809	54,685,425

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

6- Property, plant and equipment, net "continued"

Depreciation for the year has been allocated as follow:

	31 December 2020	31 December 2019
Cost of revenue (Note 16)	5,593,097	5,726,915
General and administrative expenses (Note 18)	200,434	196,440
	<u>5,793,531</u>	<u>5,923,355</u>

7- Investments in properties, net

	Land	Buildings	Furniture, fixture and office equipment	Total
Cost:				
1 January 2019	3,000,000	6,917,106	394,927	10,312,033
Additions	-	-	-	-
31 December 2019	<u>3,000,000</u>	<u>6,917,106</u>	<u>394,927</u>	<u>10,312,033</u>
Additions	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
31 December 2020	<u>3,000,000</u>	<u>6,917,106</u>	<u>394,927</u>	<u>10,312,033</u>
Accumulated depreciation :				
1 January 2019	-	2,794,105	295,800	3,089,905
Charge for the year (Note 18)	-	186,703	26,358	213,061
31 December 2019	<u>-</u>	<u>2,980,808</u>	<u>322,158</u>	<u>3,302,966</u>
Charge for the year (Note 18)	<u>-</u>	<u>207,511</u>	<u>26,430</u>	<u>233,941</u>
31 December 2020	<u>-</u>	<u>3,188,319</u>	<u>348,588</u>	<u>3,536,907</u>
Net book value:				
As of 31 December 2020	<u>3,000,000</u>	<u>3,728,787</u>	<u>46,339</u>	<u>6,775,126</u>
As of 31 December 2019	<u>3,000,000</u>	<u>3,936,298</u>	<u>72,769</u>	<u>7,009,067</u>

8- Trade receivable, net

	31 December 2020	31 December 2019
Service fees receivables	5,682,080	6,936,131
Annual rent receivables	281,000	281,000
Building rent receivables	750,000	750,000
	<u>6,713,080</u>	<u>7,967,131</u>
Expected credit loss (note 8/1)	<u>(3,515,801)</u>	<u>(2,428,263)</u>
	<u>3,197,279</u>	<u>5,538,868</u>

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

8- Trade receivable, net "continued"
8/1 Expected Credit Loss Movement

	31 December 2020	31 December 2019
Balance at 1 January	2,428,263	695,419
Formed during the year (note 18)	1,087,538	1,732,844
Balance at 31 December	3,515,801	2,428,263

9- Prepayments and other debt balances

	31 December 2020	31 December 2019
Prepayments	554,779	755,092
Advances to vendors	2,674,309	2,083,127
Employee loans	66,661	175,835
	3,295,749	3,014,054
Provision for doubtful debts (Note 1/9)	(2,628,628)	-
	667,121	3,014,054

9/1 Movement of provision for doubtful debts

	31 December 2020	31 December 2019
Balance at 1 January	-	-
Charged for the year (Note 18)	2,628,628	-
Balance at 31 December	2,628,628	-

10- Cash and cash equivalents

	31 December 2020	31 December 2019
Cash on hand	57,446	1,169
Cash at banks	15,719,445	11,546,653
	15,776,891	11,547,822

11- End of service provision

Movement in employees' end of service benefits during the year is as follows:

	31 December 2020	31 December 2019
Balance at 1 January	1,179,651	1,278,758
Expense charge for the year	213,883	290,041
Actuarial losses	54,687	109,168
Payments / payable to outgoing members	(243,349)	(498,316)
Balance at 31 December	1,204,872	1,179,651

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

11- End of service provision "continued"
Principal actuarial assumptions

	31 December 2020	31 December 2019
Discount factor rate used	2.15%	3.40%
Salary increase rate	3%	3.40%
Average Rate of employees	40.77	40.10
Employees turnover rate	7.37	7.68

Sensitivity analysis on present value of defined benefit obligations plan are as below:

	31 December 2020		31 December 2019	
	Percentage	Amount	Percentage	Amount
Discount rate				
Increase	+1%	1,121,781	+1%	1,095,094
Decrease	-1%	1,299,312	-1%	1,276,191
Expected change of salary				
Increase	+1%	1,303,477	+1%	1,281,024
Decrease	-1%	1,116,505	-1%	1,089,348

12- Accrued expenses and other credit balances.

	31 December 2020	31 December 2019
Accrued expenses	1,492,341	966,137
Advances from customers	295,421	135,532
Other Payable	889,838	238,068
Dividends Payable	180,003	180,003
GOSI	51,945	52,293
	2,909,548	1,572,033

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

13- Zakat

13/1 Accrued Zakat

	31 December 2020	31 December 2019
Net Loss before zakat	(7,454,559)	(8,863,720)
Provisions	5,896,349	2,522,885
Adjusted net loss	(1,558,210)	(6,340,835)
Share Capital	101,500,000	101,500,000
Statutory reserve	2,913,121	2,913,121
Other	173,762	-
Accumulated losses	(26,520,303)	(22,225,695)
Adjusted net loss	(1,558,210)	(6,340,835)
Provisions	3,364,565	1,585,026
Property, plant and equipment, net	(50,074,710)	(54,685,423)
Investments in Property	(6,775,126)	(7,009,069)
Zakat base	23,023,099	15,737,125
Zakat at 2.5%	575,577	393,428

13/2 Movement in provision during the year

The movement in the zakat provision for the year was as follows:

	31 December 2020	31 December 2019
Balance at the beginning of the year	793,799	9,412,677
Difference in Zakat	17,152	-
Decrease of the accrued zakat	-	(5,472,079)
Zakat adjustments	148,092	400,372
Provided during the year	575,577	393,428
Paid during the year	(935,630)	(3,940,599)
Balance at the end of the year	598,990	793,799

13/3 Zakat Status

The company submitted the zakat return for all years up to December 31, 2019, and paid its due according to these zakat returns. The company received the Zakat assessment from the General Authority for Zakat and Income for the years from 1996 until 2010, and it resulted in differences due from the company in the amount of 7,986,794 Saudi riyals, and based on the recommendation of the audit committee at its meeting on March 31, 2013, the differences were recorded on the provision account, and the company's management made a contract with an advisory office to verify the differences claimed by the General Authority for Zakat and Income for the period from 1996 until 2010.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

13- Zakat "continued"

13/3 Zakat Status "continued"

The elected board of directors on May 28, 2018, objected to the zakat assessments submitted by the General Authority for Zakat and Income for the period from 1996 to 2010, and the elected board appointed one of the Zakat expertise houses to verify the correctness of the differences claimed by the General Authority of Zakat and Income for the period in dispute. After submitting the supporting documents the company's objection, a solution was found with the Zakat Claims Settlement Committee at the General Authority for Zakat and Income during the first quarter of 2019, by reducing the claims value for the period in dispute from an amount of SR 7,986,794 to be an amount of SR 3,600,021 and accordingly the total difference in favor of the company is SR 4,386,773 which in turn reflected positively on the financial statements for the first quarter of 2019, note that the value of the settlements was divided into 6 installments.

The company received the zakat assessment for the years from 2015 until 2018, and the zakat assessment was approved by an amount of SR 148,092.

14- Provision for Claims

	31 December 2020	31 December 2019
Balance at 1 January	-	-
During the year (note 20)	1,966,300	-
Balance at 31 December	1,966,300	-

The claims provision represented in the provision provided in connection with the case of Hemaya Company for Security, Safety Equipment's and Trading Ltd., based on the preliminary court decision on Rajab 20, 1442 corresponding to March 4, 2021 in which the lawsuit against Hemaya company was rejected. It is expected that the judgment in favor of the Tourism Projects Company (Shams) before the Court of Appeal. In case that the company loses this issue with the Court of Appeal, the company is only committed to within the limits of its share in the capital of the Hemaya Company (note 20).

15- Revenue

	31 December 2020	31 December 2019
Daily rent revenue	11,470,185	7,319,316
Services and other fees revenue	4,288,348	4,949,277
Annual rent revenue	297,742	420,000
	16,056,275	12,688,593

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

16- Cost of sales

	31 December 2020	31 December 2019
Depreciation of property, plant and equipment (note 6)	5,593,097	5,726,915
Employees' Salaries and wages	887,147	1,103,488
Rent	31,650	32,466
Security	381,442	465,170
Medical insurance	111,428	97,549
Government fees	359,793	143,019
Maintenance	1,579,942	1,285,529
Hospitality	227,033	210,682
Bank charges	59,946	49,435
Printing and stationary	8,311	14,310
Electricity and water	855,618	947,377
Telephone and post	137	13,095
Cleaning	222,650	249,633
Fuel	136,638	177,926
Parties	25,603	206,607
Others	142,070	178,832
	10,622,505	10,902,033

17- Selling and marketing expenses

	31 December 2020	31 December 2019
Employees' salaries and wages	511,028	806,162
Events and festivals	39,156	238,519
Printing and stationary	-	5,524
Hospitality	1,500	2,149
Governmental expenses	21,839	-
Advertising	15,634	74,162
Medical insurance	53,636	51,877
Others	131,600	19,112
	774,393	1,197,505

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

18- General and administrative expenses

	31 December 2020	31 December 2019
Employees' salaries and wages	3,772,948	5,209,910
Depreciation of property, plant and equipment (note 6)	200,434	196,440
Depreciation of Property investments (note 7)	233,941	213,061
Rent	163,295	202,785
Telephone and post	19,869	11,531
Medical insurance	194,849	180,353
Government fees	1,114,870	701,062
Professional fees	595,685	826,817
Maintenance	48,174	5,460
Hospitality	35,634	32,087
Bank charges	3,547	1,829
Advertising	-	75,472
Training expenses	-	24,750
Printing and stationary	21,193	13,695
Electricity and water	2,900	10,152
Cleaning	-	39,185
Fuel	-	31,223
Provision for doubtful debts (note 9)	2,628,628	-
Excepted credit loss (note 8)	1,087,538	1,732,844
Transportation	3,488	21,292
Bad debts (note 6)	-	794,046
Others	95,932	21,678
	10,222,925	10,345,672

19- Other Income

Other income includes an amount of SR 45,000 as chalets assignment fees during the year.

20- Contingent liabilities

At Jumada Al-Akher 9, 1440 corresponding to February 14, 2019, the company's board of directors agreed to sign a memorandum of understanding to acquire part of the owners' shares in a group of Hemaya companies, which includes both:

- Saud Khalifa Med`j Al Fisam & Co. for the transfer of money, gold, jewelry and stones.
- Saud Khalifa Med`j Al Fasam & Co. for Private Civil Security Services.
- Hemaya Company for Security, Safety Equipment's and Trading Ltd.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

20- Contingent liabilities "continued"

At Dhu Al Qaeda 4, 1440 corresponding to July 7, 2019, the Company's Board of Directors nullified the company's entry contract into the Hemaya Security Equipment, Safety and Trade Limited Company and did not proceed with the acquisition of Saud Khalifa Mud`ej Al Fasam and Co. for the transfer of funds, gold, jewelry and stones, and Saud Khalifa Mud`ej Al Fasam and Co. for Security Services and Private Civil. This is as a result of the discovery of material financial obligations owed by the company to Hemaya Security, Safety and Trade Equipment Ltd. which was not disclosed in the company financial statement and due diligence.

It is worth noting that the "Shams" company quickly reacted to the matter and took the necessary measures and did not transfer any cash to date to a Hemaya Company for Security Equipment, Safety and Trade Limited due to the suspension of bank accounts for a protection company, and no cash will be paid in this regard as a result of those measures.

Accordingly, there are potential commitments of 10 million Saudi riyals, which represent the contract value until the completion of the legal procedures.

At Rajab 20, 1442 AH, corresponding to March 4, 2021 AD, a document was issued in the first instance ruling, which was decided by the majority of the members rejecting the case, and based on the opinion of the legal advisor, this judgment is preliminary and does not have any authority and does not change the case and has no argument or consideration except in the case of ratification by a court of Appeal or not to object on it. The consultant believes that a judgment is expected in favor of the Tourism Projects Company (Shams), and the company has hedged the formation of a claims allowance within the limits of the possibility of non-judgment in favor of the company within the limits of the company's share in the capital of Hemaya Company for Security, Safety Equipment's and Trading Ltd. (note 14).

21- Financial risk management

The Company's activities expose it to the following financial risks from its use of the financial instruments:

- Credit risk and concentration of credit risk.
- Liquidity risk.
- Market risk (including Interest rate risk and foreign currency exchange risk).

The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

21- Financial risk management "continued"

21/1 Financial instruments by category

	31 December 2020	31 December 2019
Financial assets at amortized cost:		
Trade receivables	3,197,279	5,538,868
Other receivables	667,121	3,014,054
Cash and cash equivalents	15,776,891	11,547,822
Total Financial assets	19,641,291	20,100,744
Financial liabilities at amortized cost:		
Trade payables	168,666	356,935
Other payables	2,909,548	1,572,033
Total financial liabilities	3,078,214	1,928,968

21/2 Credit risk

Credit risk represents the accounting loss that would be recognized at the financial position date if counter parties failed completely to perform as contracted. The Company has policies in place to minimize its exposure to credit risk. The maximum exposure to credit risk at the reporting date is as follows:

	31 December 2020	31 December 2019
Financial assets		
Trade receivables	3,197,279	5,538,868
Cash and cash equivalents	15,776,891	11,547,822
Other receivables	667,121	3,014,054
Total financial assets	19,641,291	20,100,744
Financial liabilities		
Trade payables	168,666	356,935
Other payables	2,909,548	1,572,033
	3,078,214	1,928,968

Due to Company's long standing relations with counterparties and after giving due consideration to their financial position, the management does not expect non-performance by these counter parties on their obligations to the Company except trade debts considered doubtful.

Banking transactions are limited to local banks and international banks with high credit ratings. The management believes that the remaining balance with the financial banks without official classification is highly qualified international financial institutions.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

21- Financial risk management "continued"

21/3 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial liabilities. Liquidity requirements are monitored on a regular basis and management ensures that sufficient funds are available to meet any commitments as they arise.

The Company's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due. To achieve this aim, it seeks to maintain cash balances (or agreed facilities) to meet expected requirements for a period of at least 12 months. The Company also seeks to reduce liquidity risk by fixing interest rates (and hence cash flows) on a portion of its long-term borrowings, this is further discussed in the 'interest rate risk' section below.

The Board receives rolling 12-month cash flow projections on a monthly basis as well as information regarding cash balances. At the end of the financial year, these projections indicated that the Company expected to have sufficient liquid resources to meet its obligations under all reasonably expected circumstances and will not need to draw down on its agreed overdraft facility.

The liquidity risk of each Company entity is managed centrally by the Company treasury function. Each operation has a facility with Company treasury, the amount of the facility being based on budgets. The budgets are set on individual basis and agreed by the board in advance, enabling the Company's cash requirements to be anticipated. Where facilities of Company entities need to be increased, approval must be sought from the Company management.

The Company's financial current liabilities consist of the current portion of bank facilities; trade accounts payable and accrued expenses and other liabilities. These liabilities are expected to be settled within 12 months of the balance sheet date and the Company expects to have adequate funds available to do so.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted contractual cash payments:

	Carrying amount	Contractual cash flows	Less than 3 months
December 31, 2020			
Accounts payable	168,666	168,666	168,666
Accrued liabilities and Other liabilities	2,909,548	2,909,548	2,909,548
Total undiscounted financial liabilities	3,078,214	3,078,214	3,078,214
December 31, 2019			
Accounts payable	356,935	356,935	356,935
Accrued liabilities and Other liabilities	1,572,033	1,572,033	1,572,033
Total undiscounted financial liabilities	1,928,968	1,928,968	1,928,968

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

21- Financial risk management "continued"

21/4 Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and equity prices will affect the Company's income or the value of its holdings of financial instruments due to fluctuation in the related financial instruments value. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing returns.

Fair value and cash flow interest risk

Fair value and cash flow interest rate risks are the exposures to various risks associated with the effect of fluctuations in the prevailing interest rates on the Company's financial positions and cash flows. The Company is exposed to interest rate risk on its interest bearing assets and liabilities mainly bank overdraft, bank facilities and other borrowings. Management limits the Company's interest rate risk by monitoring changes in interest rates. Management monitors the changes in interest rates and believes that the cash flow and fair value interest rate risk to the Company is not significant.

The Company's receivables and payables carried at amortized cost are not subject to interest rate risk as defined in IFRS 7, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Hence, the Company is not exposed to fair value interest rate risk.

Sensitivity analysis

Sensitivity to interest rate risk arises from mismatches of financial assets and financial liabilities that mature or reprise in a given period.

Foreign currency exchange risk

Foreign currency exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company is not exposed to fluctuations in foreign exchange rates during its ordinary course of business, since all significant transactions of the Company during the year are in Saudi Riyals and US Dollars and there are no significant risks related to balance stated at USD Dollars since the exchange of Saudi Riyal begged to US Dollar. The Company's expo-sure to currency risk arising from currencies that are not pegged to USD is not material. The Company is exposed to currency risk on foreign debtors and foreign trade payables in EURO and GBP. The total foreign currency risk exposure on reporting date is immaterial.

21/5 Fair values of financial instruments

The price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company's financial assets consist of cash and cash equivalents, accounts receivables and some other assets, while its financial liabilities consist of trade accounts payables, some accrued expenses and other liabilities. The fair values of financial instruments are not materially different from their carrying values.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

21- Financial risk management "continued"

21/6 Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can continue to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may obtain / repay financing from / to financial institutions.

Consistent with others in the industry, the Company manages its capital risk by monitoring its debt levels and liquid assets and keeping in view future investment requirements and expectations of the shareholders. Total capital comprises shareholders' equity as shown in the balance sheet under 'share capital and reserves' and net debt (net of cash and cash equivalent). The salient information relating to capital risk management of the Company as of December 31, 2020 and 2019 were as follows:

	31 December 2020	31 December 2019
Total debt	6,848,376	3,902,418
Less: cash and bank balances	(15,776,891)	(11,547,822)
Net debt	(8,928,515)	(7,645,404)
Total equity	69,642,751	77,892,818
Total capital employed	60,714,236	70,247,414
Gearing ratio	6,80%	9.18%

22- Loss per share

Basic loss per share calculated by dividing the loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

23- Transactions with related parties

Transactions with related parties during the year represented in salaries, benefits and equivalent for high level management amounted by SR 1,817,338 (2019: SR 2,627,813).

24- Comparative figures

Some of the prior year figures have been reclassified to conform to the current year presentation.

25- Subsequent events

Corona Virus (Covid-19)

The presence of the new Corona virus (Covid-19) was confirmed in early 2020 and spread throughout China and from there to most countries of the world, which led to many countries taking many precautionary measures such as stopping work in government and private sector establishments and institutions and stopping the movement of transportation. The trade exchange has caused turmoil in business and economic activities around the world.

The management considers these subsequent events to be one of the events that do not require the amendment of the financial statements of the Company as a result of the unstable situation which is characterized by rapid development, which makes it difficult to determine the potential financial impact of this virus on the financial statements of the Company until the date of the report.

Tourism Enterprise Company (Shams)
(A Saudi Joint Stock Company)

Notes to the financial statements "continued"
For the year ended December 31, 2020
(All amounts are in Saudi Riyals)

25- Subsequent events "continued"

The Management will study the financial impact of these events and procedures on the company during 2020.

26- Board of directors' approval

These audited financial statements have been approved on Sha'aban 17, 1442 corresponding to March 30, 2021 by the Board of Directors.

Tourism Enterprises Co.

Tourism Enterprises Co. (Shams)

Board of Directors' Report The fiscal year 2020

**In The Name of Allah, The Most Beneficent, The Most Merciful
M/S Shareholders of Tourism Enterprises Co. (Shams)**

God bless them

Greetings

The Board of Directors of the Tourism Enterprises Co. (Shams) is pleased to submit its annual report, including a review of the Company's operational and financial performance for 2020, and we also highlight the most prominent stages and turns of the Company.

The Company is starting 2021 to continue restructuring of the company's capital in line with diversifying sources of income and plans for development, growth and expansion of the tourism and entertainment sector in conformity with the targets of the Saudi Vision 2030 and to achieve the aspirations of the shareholders.

Board of Directors of the Tourism Enterprises Co. (Shams)
1

Article (1): The applied provisions of the Corporate Governance Regulations and what has not been applied, and its reasons

The Company applies all the provisions mentioned in the Corporate Governance Regulations issued by the Capital Market Authority, except for the provisions mentioned in the table below:

Article No. (Paragraph)	Provision of Article (Paragraph)	Reasons for not applying
38	Determining the conditions that shall be provided by the Secretary of the Board	This paragraph is an indicative
39	Training of Board Directors and Executive Management	This paragraph is an indicative
41	Evaluation of Board Directors and Executive Management	This paragraph is indicative The Nomination and Remuneration Committee uses the means in its evaluation
70 71 72	- Formation of the Risk Management Committee - Terms of reference of the Risk Committee - Risk Committee Meetings	This paragraph is indicative The Company's management is constantly reviewing the risk management policies and approved programs to reduce the risks that may face the Company
76 77 78	- Forming an Internal Audit Unit or Department - Internal Audit Plan - Internal Audit Report	This paragraph is indicative The Audit Committee studies the reports of evaluating the internal control procedures. The Company is currently referring to an external office to study and audit the internal control procedures. Its report is submitted to the Audit Committee, which studies it and makes recommendations to the management of the Company and the Board of Directors, if any.
83	Organizing the relationship with stakeholders The Articles of Association and Company Governance Regulations ensure the organization of the relationship with stakeholders	This paragraph is indicative
85	Workers Motivation	This paragraph is indicative The Company and the Executive Management motivate the workers of the Company
87 88	Social Responsibility Social Work Initiatives	This paragraph is indicative The Company contributes to many social initiatives, in general, and in particular for its employees
95	Formation of the Corporate Governance Committee	This paragraph is indicative The Company applies the governance regulation and adheres to all its dealings and follows it up

Article (2): First - Directors

Here is a list with the names of Directors, members of the committees and the executive management, their current and previous positions, qualifications and experiences in the ninth session, which started on 28/05/2018.



Chairman of Board of Directors

His Royal Highness Prince
Mishaal bin Saud bin Abdulaziz Al
Saud

Bachelor degree in Aviation Sciences

Deputy Chairman of the Board of Directors

Eng. Hisham bin Ahmed Abu Al-Ola

Bachelor degree in Civil Engineering

- Chairman of the Audit Committee.
- Member of the Executive Committee.
- Member of the Nomination and Rewards Committee.

- Former Prince of Najran Province.



- Chairman of Board of Directors of Onwanak Real-Estate Development Co.
- Financial advisor of the Chairman of the Board of Directors of Mubasher financial Srv Co.- formerly.
- CEO and director of Al Jazira Capital- formerly
- Deputy CEO of Bank AlJazira- formerly.
- General Manager of Banking Services, Bank AlJazira – formerly.



Delegated Director - Acting CEO in the company

On 03/09/2020 his resignation from the position of “Delegated Director - Acting CEO” was accepted, which he submitted on 31/08/2020, as it becomes valid on the same date of submission.

Mr. Nader bin Rashid Al-Nasser

Bachelor degree in Business Administration and Marketing

- Chairman of the Executive Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”
- Member of the Investment Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”

- Delegated Director and CEO of (batic) - formerly.
- Chairman of the Board of Directors of (AMNCO) - formerly.
- General Manager of (Auto Star) - formerly.
- Delegated Director and CEO of Kroll Associates Uk LTD.- formerly.
- General Director of Wall Street Institute G.C.C.- formerly.
- General Director of future Entertainment- formerly.
- Marketing Director of Thomson Imaging



Director
Mr. Badr bin Khalaf Al-Shammari
Bachelor degree in Business
Administration

- Chairman of the Nomination and Rewards Committee.
- Member of the Audit Committee.
- Member of the Executive Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”
- Member of the Investment Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”

System Boston-
formerly.

- CEO of Al Yusr Leasing and Financing.
- Samba Bank
- Abdullatif Alissa Group Holding Co.- formerly



Director

Mr. Nasser Saleh Al-Sorayai
Bachelor degree and Master's degree in financial management

- Chairman of the Investment Committee "until it was dissolved on 03/09/2020 under the resolution of the Board of Directors."
- Member of the Audit Committee.
- CEO and Director of Member of Raidah Investment Company – currently.
- Director of Adeem Capital – currently.
- Director of World of Restaurants Co. – currently.
- Director of SNASCO Investment Company – currently.
- Relationship Manager (business banking)
Riyad Bank – formerly



Secretary-General of the Board of Directors
Director of the Delegated Director's Office until 31/08/2020.

Mr. Mohsen Saleh Al-Yafei

Bachelor degree in Business Administration

- Acting Director of Marketing and Logistic Services at Al Safwa Food Co. – Formerly.
- Bachelor degree in Business Administration.
- Advanced diploma (International Cambridge College I.C.C) in political and diplomatic relations, international law and disputes.
- Certified Consultant from the International Arbitration Organization.
- Banking Services Assistant, Baboush Group for Exchange and Remittances India - Goa

Article (2): Second - Executive Management



Mr. Nader bin Rashid Al-Nasser
Bachelor degree in Business Administration and Marketing
Delegated Director - Acting CEO in the company until 31/8/2020.
On 03/09/2020, the Board of Directors accepted his resignation from the position of "Delegated Director - Acting CEO" which he submitted on

- Delegated Director and CEO of (batic) - formerly.
- Chairman of the Board of Directors of (AMNCO) - formerly.

31/08/2020, as it become valid on the same date of submission.

- Chairman of the Executive Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”
- Member of the Investment Committee “until it was dissolved on 03/09/2020 under the resolution of the Board of Directors.”

- General Manager of (Auto Star) - formerly.
- Delegated Director and CEO of Kroll Associates Uk LTD.- formerly.
- General Director of Wall Street Institute G.C.C.- formerly.
- General Director of future Entertainment- formerly.
- Marketing Director of Thomson Imaging System Boston- formerly.



Mr. Mohammed bin Saleh Al-Shteivi

Bachelor degree in Business Administration

- He held the position of Assistant CEO until 20/09/2020.

- He held the position of Assistant CEO for Government Relations and Population from 21/09/2020. until the Board of Directors' resolution was issued on 03/12/2020 to approve the recommendation of the Nomination and Rewards Committee not to renew his contract, which shall be terminated on February 2021. He is exempt from the notice period, in addition to the employee retaining all his labor rights starting from the end of service gratuity, vacations, dues and salaries until the end of his contract. He also worked during his tenure.

- Disclosure Officer and Shareholder Relations.
- Administrative Affairs Director



Mr. Nagy Layas

Bachelor degree in Accounting

Chief of Accountants

On 11/04/2020, The Board of Directors approved the recommendation of the Nominations and Rewards Committee to accept the resignation submitted by him on 22/03/2020.

Mr. Farid Ibrahim Al-Sayed

Bachelor degree in Commerce - Accounting Division

- He held the position of Financial Adviser as of 28/09/2018 until 27/07/2019.

- He held the position of Chief Financial Officer from 28/07/2019 until the Board of Directors' resolution was issued on 21/09/2020. Approving the recommendation of the Nomination and Rewards Committee to appoint him as the Deputy CEO for Financial Affairs and Operations, responsible for managing the resort's operations for two years as the date of the resolution, and assigning him to the position of CEO of the company for one year as the date of the resolution.

Mr. Ahmed Mohammed Suleiman

Bachelor degree in Commerce - Accounting Division

The financial director of the company

On 21/09/2020, The Board of Directors approved the recommendation of the Nominations and Rewards Committee to appoint him as the chief financial officer.

Article (3): Names of companies inside or outside the Kingdom that the company's member of the board of director is a member / director at their previous or current boards of directors

The Member	The Companies that the member of the board is a member/director at their current boards of directors	Inside/ outside the kingdom	The legal entity of the company	The Companies that the member of the board is a member / director at their previous boards of directors	Inside/ outside the kingdom	The legal entity of the company
His Royal Highness Prince/ Meshaal bin Saud bin Abdul Aziz Al Saud	-	-	-	-	-	-
M. Hisham bin Ahmed Abu Al-Ela	-	-	-	-	-	-
Nader bin Rashid Al-Nasser	Directors of Skap Group of Companies	inside the kingdom	Closed Company	Deputy Chairman of Board of Directors of a company Al Sorayai Manufacturing and Industrial Group until 26/08/2020	Inside the kingdom	Joint stock company
				Director of National Petrochemical Industrial Co. NATPET until June 2020.	Inside the kingdom	Closed company
Badr bin Khalaf al-Shammari	-	-	-	CEO of Al Yusr Leasing and Financing	Inside the kingdom	Closed company
Nasser bin Saleh Al-Sorayai	CEO - Directors of Al Raida Investment Company	Inside the kingdom	Closed company			
	Directors of Adeem Capital company	Inside the kingdom	Closed company			
	Directors of World of Restaurants Company	Inside the kingdom	Limited liability			
	General manager of SNASCO Holding Company	Inside the kingdom	Limited liability			

Article (4): Formation the Board of Directors and classification of its directors:

S/ L	Name of Member	Classification of membership Executive / Non-Executive / Independent
1	His Royal Highness Prince / Mishaal bin Saud bin Abdulaziz Al Saud	Independent
The ownership of the Board of Directors decreased during July 2020 to become less than 5%, and accordingly, the classification of membership changed from non-independent to independent		
2	M. Hisham bin Ahmed Abu Al-Ela	Independent
3	Nader bin Rashid Al-Nasser	Non-Executive
The Board of Directors accepted on 03/09/2020 his resignation of the positions" the delegated Director - CEO designates", which he submitted on 31 / 08 / 2020, as it becomes effective on the same date of submission and accordingly the classification of membership changed from Executive to Non-Executive.		
4	Badr bin Khalaf al-Shammari	Independent
5	Nasser bin Saleh Al-Sorayai	Independent

Article (5): The procedures taken by the board of directors to inform its directors, especially non-executives about the company's works, financial and legal aspects, the shareholders' suggestions and their comments about the company and its performance:

The Directors, especially the non-executives, are being informed about the company's work, especially the financial and legal aspects, and shareholder's suggestions, and thus for the performance of their work through the following:

- 1- Informing them about the facts of the general assembly of the company.
- 2- Informing them about the shareholders' complaints, comments and suggestions.
- 3- Reviewing the financial statements and reports prepared by the company's external and internal auditor's office, the company's law office, the minutes of the committees and listening to the views of the executive management.

Article (6): A brief description of the committee's jurisdiction, tasks, names, chairmen and directors, the number of their meetings, dates of committee's holding, and the data of directors' attendance for each meeting:

Initially, the tasks and the work controls of the Audit Committee determined by a resolution of the general assembly, but the rest of the committees by a resolution of Board of Directors and how the Board of Directors supervises the Audit Committee in accordance with the government system. The Board of Directors informed of all committee meetings and recommendations that are submitted to the Board, the Board of Directors monitors the work of the Audit Committee periodically follow-up to ensure that they doing the tasks assigned to the Audit Committee in accordance with the company's government regulations and the regulations of the Capital Market Authority and the Ministry of Commerce.

Please find below a brief description of the committee of the Board of Directors to assist the Board of Directors to perform its tasks:

1. Audit Committee:

A table showing the names and nature of membership and the attendance record of the Committee's Meetings for 2020.

Director	Position	Date of the Minutes of Meeting								Number of sessions attended by the Director
		(1) 22/02/2020	(2) 30/03/2020	(3) 29/04/2020	(4) 21/05/2020	(5) 03/06/2020	(6) 13/08/2020	(7) 10/11/2020	(8) 30/11/2020	
Eng. Hisham bin Ahmed Abu Al-Ola	Chairman	attended	attended	attended	attended	attended	attended	attended	attended	8
Mr. Badr bin Khalaf al-Shammari	Director	attended	attended	attended	attended	attended	attended	attended	attended	8
Mr. Nasser bin Saleh Al-Sorayai	Director	attended	attended	attended	attended	attended	attended	attended	attended	8

The tasks and controls of the work and remuneration of the Audit Committee

- Formation of the Committee, the mechanism for appointing its directors, and the period of their membership:

It operates by a resolution of the General Assembly of the Company, whether from the shareholders or from others, provided that at least one of them is an independent director, and it does not include any of the executive board of directors. The number of Directors is determined by three directors (Chairman and two directors), one of them has experience in financial and accounting affairs.

B. The tasks of the Audit Committee and its supervisory and advisory responsibilities:

The Audit Committee is responsible for monitoring the Company's business and verifying the integrity of the reports, financial statements, and internal control systems therein. The Committee's duties include, in particular, as follows:

1. Financial Reports

- Studying the initial and annual financial statements of the Company before submitting it to the Board of Directors and expressing its opinion and recommendation regarding it to ensure its integrity, fairness and transparency.
- Expressing a technical opinion - upon the request of the Board of Directors - on whether the report of the Board of Directors and the financial statements of the company are fair, balanced and understandable, and include information that allows shareholders and investors to evaluate the financial position of the company, its performance, its business model and its strategy.
- Studying any important or unusual issues included in the financial reports.
- Carefully researching any issues raised by the Company's financial director, whoever assumes its duties, the Company's compliance officer, or the Auditor.
- Verifying accounting estimates in the material issues included in the financial reports.
- Studying the accounting policies followed in the Company and give opinions and recommendations to the Board of Directors regarding them.

2. The Internal Audit

- Studying and auditing the internal and financial control systems and the risk management in the Company.
- Studying the internal audit reports and following up the implementation of the corrective procedure for the notes included herein.
- Controlling and supervising the performance and activities of the internal auditor to verify the availability of the necessary materials and their effectiveness in performing the work and tasks entrusted to the auditor. If the Company does not have an internal auditor, the Committee submits the recommendation to the Board regarding the extent of the need to appoint this auditor.
- Recommending to the Board of Directors to appoint a director of the internal audit unit or management or the internal auditor and suggesting his remuneration.

3. The Auditor

- Recommending to the Board of Directors to nominate and dismiss auditors, determine their fees and evaluate their performance after verifying their independence and reviewing the scope of their work and its terms of contracting.
- Verifying the auditor's independence, objectivity and fairness and the effectiveness of the audit work, taking the relevant rules and standards into the consideration.
- Auditing the plan and work of the Company's auditor, verifying that the auditor does not submit technical or administrative works outside the scope of the audit works and expressing its views about it.
- Responding to the inquiries of the Company's audit.
- Studying the auditor's report and its notes on the financial statements and follow up its procedures

4. Compliance

- Auditing the results of the reports of the regulators and verifying that the Company has taken the necessary proceedings on it.
- Verifying the Company's compliance with the relating laws, regulations, policies and instructions.
- Auditing the contracts and proposed transactions of the Company with the related Parties and submit their attestations on this to the Board of Directors.
- Submitting the issues that it deems necessary to take the proceedings on these to the Board of Directors and make recommendations on the taken procedures.

C. The Conflict between the Audit Committee and the Board of the Directors

If there is a conflict between the recommendations of the audit committee and the resolutions of the Board of the Directors or if the Board refuses to take the committee's recommendation regarding the appointment and dismissal of the Company's auditor, determining his fees and

evaluating his performance or appointing the internal auditor, the Board's report should include the committee's recommendation, justifications, and reasons for not taking it into the consideration.

D. Committee's Meetings

- The Audit Committee holds the meeting regularly every three months.
- The Committee holds the meeting regularly with the Company's auditor and the Company's internal auditor.
- The auditor and the internal auditor are entitled to request to hold a meeting with the Audit Committee as needed.

E. Arrangements for submitting comments

The Committee establishes a mechanism that allows the Company's workers to submit their comments regarding any excess in financial or other reports with complete confidentiality. The Committee verifies the application of their comments by conducting an independent investigation in line with the size of the error, and the Committee adopts appropriate follow-up procedures.

F. Committee Powers

- The right to review the company's records and documents.
- To request any note or statement from directors or the Executive Management.
- To request the Board of Directors to invite the General Assembly of the company to hold a meeting if the Board of Directors obstructed its work or the Company was exposed to severe damages or losses.

G. Directors Remuneration:

Allowance for attending sessions for all directors is (2000) riyals for each session, in addition to all director expenses for attending the Meeting.

2. Nominations and Remunerations Committee:

A table showing the names, membership status, and attendance record of the Committee's Meetings for 2020.

Director/ Member	Position	Date of the Minutes of Meeting					Number of sessions attended by the Director
		(1) 24/03/2020	(2) 17/05/2020	(3) 20/09/2020	(4) 12/10/2020	(5) 27/11/2020	
Mr. Badr bin Khalaf al-Shammari	Chairman	attended	attended	attended	attended	attended	5
Eng. Hisham bin Ahmed Abu Al-Ola	Director	attended	attended	attended	attended	attended	5
Mr. Nasser bin Saleh Al-Sorayai	Director	attended	attended	attended	attended	attended	5

*** An indication that Work Regulation of the Nomination and Remuneration Committee does not include the amount of remuneration for directors of the Committee, and it is not disbursed until approved by the General Assembly of shareholders.

Competence, tasks and responsibilities of the Nomination and Remuneration Committee:

- Recommending to the Board of Directors to nominate the members of the Board in accordance with the approved policies and criteria, taking into account not to nominate any person previously convicted of a crime involving breach of honor and trust.
- Annual reviewing of the required needs of appropriate skills for membership of the Board of Directors and preparation of a description of the capabilities and qualifications required for membership of the Board of Directors, including determining the time that the director should allocate to the business of the Board of Directors.
- Reviewing the structure of the Board of Directors and submitting recommendations regarding possible changes.

- Determining the strengths and weaknesses of the Board of Directors and proposing solutions consistent with the Company's Interest.
- Ensuring, on an annual basis, the independence of independent directors and the absence of any conflict of interest if the director occupies the membership of the Board of Directors of another company.
- Establishing clear compensation and remuneration policies for directors and senior executives, taking into consideration when developing these policies the use of standards related to performance.

3. Executive Committee:

A table showing the names and membership status, noting that no meeting was held for them during 2020. The Board of Directors issued a resolution to dissolve it on 03/09/2020.

Director/Member	Position
Nader bin Rashid Al-Nasser	Chairman
Eng. Hisham bin Ahmed Abu Al-Ola	Director/ Member
Mr. Badr bin Khalaf al-Shammari	Director/Member

Tasks and responsibilities of the executive committee: -

- Auditing periodic management reports, evaluating performance, auditing new investments or reinvestments, and ratified them before submitting to the Board for approval.
- Auditing budgets and annual plans and investigate the material differences related to budgets, if any, before presenting them to the Board of Directors.
- Following up and receiving reports on the implementation and completion of major projects or major expansion works of the Company.
- Following up on the Company's performance and seek explanations for any deviations from the approved plans, budget and expectations.
- Assisting the council in carrying out its responsibilities, especially concerning the tasks entrusted to it by the Board when the time factor is crucial.
- Recommending to amend the Company's Articles of Association.
- Making recommendations on mergers and acquisitions to the Board of Directors.
- Making recommendations regarding the Company's purchase of its shares.
- Auditing plans to invest in the Company's surplus liquidity.
- Receiving periodic reports from the Company's management on the Company's risk management processes, including the assessment of risks and the established procedures to address and follow up these risks.
- Ensuring that the Management Committees (if any) in the Company are operating effectively.
- Receiving management reports periodically through the CEO on the Company's performance, to be presented at the Executive Committee's Meetings for discussion and review before submitting them to the Board as needed.

M. Other Responsibilities:

1. Auditing the previous minutes and following up on the resolutions that were taken and documented in the minutes of previous meetings in order to ensure that the outstanding issues were resolved.
2. Managing the Committee's Work Regulation and keeping it by the Committee Secretary and ensuring the flexibility of the Regulation to be adapted to changing circumstances and regulatory requirements.
3. Auditing and reassess the adequacy of the Regulation and recommending any proposed changes to the Board for approval.
4. The Executive Committee may not delegate its duties to an Ad Hoc Committee.

4. Investment Committee:

A table showing the names and membership status, noting that no meeting was held for them during 2020. The Board of Directors issued a resolution to dissolve it on 03/09/2020.

Director	Position
Nasser bin Saleh Al-Sorayai	Chairman
Mr. Badr bin Khalaf al-Shammari	Director
Nader bin Rashid Al-Nasser	Director

The tasks and responsibilities of the Investment Committee is as follows:-

- o Working with the Executive Management to develop a strategy and policy for investment in the company, in line with the nature of its actions, activities and the risks to which it is exposed, and its recommendation.
- o Reviewing the investment strategy and policy periodically to ensure its suitability to the changes that may occur to the external environment in which the company operates or the legislation governing its business or strategic objectives or others, and to recommend to the Board of Directors regarding the proposed changes to this policy.
- o General supervising of the investment activities of the Company and setting appropriate procedures for measuring and evaluating the investment performance.
- o Studying and evaluating the investment opportunities proposed by the Company's management regarding the following transactions and its recommendation:-
 - Mergers or acquisitions of Companies, businesses, or assets.
 - Any termination, sale, transfer of ownership and get out of an existing investment or disposal of it.
 - Joint Projects under the agreement of partners or Joint Venture Companies.
 - Investing in new or existing projects or expansion projects in which the company has an interest.
 - Any investment opportunity that the Company's management wants to enter into.
 - studying financing possibilities for the above-mentioned transactions.

- Ensure that the proposed investment opportunities comply with the relevant laws, regulations and instructions.
- Defining and arranging the priorities of the proposed investment offers.
- Study the periodic reports from the executive management regarding the progress of the investment opportunities business approved by the Board.

Article (7): The means adopted by the Board of Directors in evaluating its performance and the performance of its committees and members, the authority that carried out the evaluation and its relationship to the company (if any) and the criteria for selecting members of the Board.

The Board of Directors confirms its full commitment to all regulations, instructions and expressions related to the membership of the Board of Directors, and the Nomination and Remuneration Committee periodically reviews to ensure that the proportion of independent members of the Board and the skills, experience and qualifications appropriate to the members of the Board are achieved and discuss any needs that arise, and the company has not assigned any external bodies to evaluate the performance of the Board during 2020.

Article (8): Disclosure of the remuneration of members of the Board of Directors and Executive Management, including:

- 1- Rewards policy.
- 2- The relationship between the awards granted and the remuneration policy in force.
- 3- Details of the remuneration and compensation paid to each of (board members/ committee members / senior executives).

1- Rewards policy:

A) The policy of remuneration of members of the board of directors and members of committees and the distribution of profits to shareholders.

1- The company's Articles of Association stipulated a policy of dividend distribution and remuneration for board members as follows:

According to Article (46) of the company's Articles of Association, the annual net profits of the company shall be distributed after deducting all general expenses and other costs as follows:

- 1- Set aside 10% of the net profits to form a statutory reserve, and the Ordinary General Assembly may stop this retainer when the aforementioned reserve reaches 30% of the capital.
- 2- Avoidance of the remaining 20% as an agreement reserve to be deducted to consolidate the financial position of the company upon a proposal from the Board of Directors to the Ordinary General Assembly.
- 3- The Ordinary General Assembly may decide to create other reserves, to the extent that achieves the interest of the company and ensures that fixed profits are distributed as much as possible to the shareholders, and the aforementioned association may deduct from the net profits amounts to establish social institutions for the company's employees or to assist what may exist from these institutions.

4- From the remainder, a first payment equal 5% of the paid-up capital will be distributed to the shareholders.

5- Subject to the provisions stipulated in Article (20) of the Company's Articles of Association, and Article (76) of the Companies Law, after the aforementioned, what does not exceed 10% of the remainder shall be allocated as a remuneration to the Board of Directors with a maximum of 500,000 riyals (five hundred thousand riyals) for each member Including financial and in-kind benefits in addition to the attendance allowance the member deserves of 5,000 riyals (five thousand riyals) for each session of the council in addition to the overnight stay and the transportation allowance for the non-resident member, and the rest is distributed after that to the shareholders as an additional share in the profits according to the resolution of the association or carried over for years The member's reward is estimated to the extent of his commitment to attend in the sessions of the council and committees, provided that the annual report of the board of directors to the general assembly includes a comprehensive statement of all the remuneration, expense allowance and benefits that the members of the board received during the year and what they received as workers or administrators or what they received in return for technical or administrative work or advisory and a statement of the number of meetings attended by each member from the date of the last meeting of the General Assembly.

We note that there was no proposal to distribute profits and no dividends were distributed on the shares during 2020.

B) Senior Executives Remuneration Policy:

Remuneration for the company's senior executives is determined according to the powers granted to the Board of Directors.

2. The relationship between the bonuses awarded and the applicable remuneration policy. The Board of Directors adheres to the remuneration policy according to what is stated in the articles of association of the company regarding the remuneration of the members of the board of directors and members of the committees, as well as the remuneration policy established in accordance with the powers granted by the board regarding the remuneration of the executive management and senior executives, and there is no deviation between the established policies and the bonuses granted.

3, Details of the awards and remuneration granted to:

A) Remuneration from members of the Board of Directors:

The members of the Board of Directors and their responsibilities pay due attention by preparing for the meetings in advance of sufficient time, and coordination is made between the President and all members and the Secretary of the Board to prepare the meeting agenda and coordinate to review the views of the executive management and all documents related to the meeting, and the proceedings and deliberations of the meeting and the results of voting on resolutions are recorded at the minutes submitted by the members, **it should be noted that the Chairman of the Board did not receive any written request from either the members or the Audit Committee to hold an emergency meeting.**

A table showing the record attendance of the Board of Directors meetings for the year 2020

Director	position	The date of the meeting	The number of sessions attended by the Director
		(1)- 30/11/2020	
His Royal Highness Prince / Mishaal bin Saud bin Abdulaziz Al Saud	As Chairman of the Board	apologize	0
M. Hisham bin Ahmed Abu Al-Ola	Deputy Chairman	Attended	1
A. Nader bin Rashid Al-Nasser	the Director	Attended	1
<u>A. Badr bin Khalaf al-Shammari</u>	the Director	Attended	1
A. Nasser bin Saleh Al-Sorayai	the Director	Attended	1

A table showing the details of the remuneration and compensation that the Board of Directors shall receive for its session (9) of 2020

Name	Fixed remuneration							Variable remuneration							Expense allowance	
	A certain fund	Allowance for attending the Board sessions	Total allowance for attending committee sessions	in-kind benefits	A statement of what the Board of Directors received as workers or received in return for technical or administrative work or consultations	Remuneration of the Chairman Board of Directors and delegated Director or the Secretary, if he is a Director	Total	percentage of profits	Periodic remuneration	Short-term incentive plans	Long-term incentive plans	Awarded Shares (Enter Value)	Total	End of Service		Grand total

First/ Independent Directors

His Royal Highness / Prince Mishaal bin Saud bin Abdulaziz Al Saud	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
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Notice! Within the month of July 2020, his ownership decreased to less than 5%, and accordingly, his membership position changed to an independent member, noting that no remuneration was recorded for him before the change in his membership.

M. Hisham Abu Ola	-	5.000	26.000	-	-	-	31.000	-	-	-	-	-	-	-	31.000	-
Badr Al-Shammari	-	5.000	26.000	-	-	-	31.000	-	-	-	-	-	-	-	31.000	-
Nasser Al-Sorayai	-	5.000	26.000	-	-	-	31.000	-	-	-	-	-	-	-	31.000	-
Total	-	15.000	78.000	-	-	-	93.000	-	-	-	-	-	-	-	93.000	-

Second/ non-executive members

Nader Al-Nasser	-	<u>5.000</u>	=	=	=	=	<u>5.000</u>	=	=	=	=	=	=	=	<u>5.000</u>	=
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The Board of Directors accepted on 03/09/2020 Nader Al-Nasser's resignation of the positions" the delegated Director - CEO designates", which he submitted on 31 / 08 / 2020, as it becomes effective on the same date of submission and accordingly the classification of membership changed from Executive to Non-Executive, Noting that Nader Al-Nasser did not record any remuneration before changing his membership.

Total	-	5.000	-	-	-	-	5.000	-	-	-	-	-	-	-	5.000	-
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Third / Executive Directors

-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

1- A table showing the details of the remuneration and compensation that five of senior CEO received, including the CEO and Chief Financial Officer for the year 2020.

Statement	Fixed remuneration				Variable remuneration							End of Service	Total CEO remuneration for the Board	Grand Total
	salaries	Allowances	in-kind benefits	total	percentage of profits	Periodic remuneration	Profits	Long-term incentive plans	Short-term incentive plans	Awarded Shares (Enter Value)	Total			
Nader bin Rashid Al-Nasser	1,000,500.00	112,800.00	-	1,113,300.00	-	-	-	-	-	-	1,113,300.00	307,865.00	5,000.00	1,426,165.00
Farid Ibrahim El Sayed	323,100.00	-	-	323,100.00	-	-	-	-	-	-	323,100.00	---	--	323,100.00
Ahmed Mohammed Suleiman	58,073.00	10,000.00		68,073.00							68,073.00	-	-	68,073.00
Mohammed Saleh Al-Shteiwi	285,300.00	-		285,300.00							285,300.00	131,735.43	-	417,035.43
Total	1,381,673.00	122,800.00		1,504,473.00							1,504,473.00	307,865.00	5,000.00	1,817,338.00

B) Remuneration and compensation for Directors of the committees:

1- Details of the remuneration and compensation obtained by (Directors of the Board committees for session (9) within the year 2020

Ad Hoc Committee in its session (9)				
statement	Committee membership	Fixed rewards except for attendance allowances	Allowance for attending sessions	Total
Eng. Hisham Abu Al-Ola	- Chairman of the Audit Committee - Member of the Nomination and rewards Committee - Member of the Executive Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors	-	26.000	26.000

Badr bin Khalaf Al-Shammari	<ul style="list-style-type: none"> - Chairman of the Nomination and rewards Committee. - Member of the Audit Committee. - Chairman of the Executive Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors - Member of the Investment Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors 	-	26.000	26.000
Nader Bin Rashid Al-Nasser	<ul style="list-style-type: none"> - Chairman of the Executive Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors - Member of the Investment Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors 	-	-	-
Nasser bin Saleh Al-Sorayai	<ul style="list-style-type: none"> - Chairman of the Executive Committee until it was dissolved on 03/09/2020 under the resolution of the Board of Directors - Chairman of the Audit Committee - Member of the Nomination and rewards Committee 	-	26.000	26.000
Total		-	78.000	78.000

Article (9): Any penalty, sanction, precautionary measure, or precautionary restriction imposed on the company by the Authority or any supervisory, regulatory or judicial authority, the causes of the violation, the authorized signatory, the means of remedies and avoiding in the future.

S/L	violation reason	the authorized signatory	Precautionary measures to avoid future
1	A penalty for a worker's injury in the social insurance (SAR 8,837.49)	Social insurance	Approving internal procedures for administrative affairs to not repeat violations
2	Violations of delaying the renewal of employees residency in the due dates (SAR 10.150)	General Directorate of Passports	Approving internal procedures for administrative affairs to not repeat violations

The company confirms that there are no penalties, sanctions or precautionary attachments imposed either by the Capital Market Authority or from any supervisory, regulatory or judicial authority within 2020 that are not mentioned in the above table.

Article (10): Results of the annual audit of the effectiveness of the company's internal control procedures, in addition to the audit committee's opinion on the adequacy of the company's internal control system: -

The company is working on developing an internal control system. At the current time, the office of Rami K. Al-Kheder Certified Public Accounts has been contracted to verify the efficiency and effectiveness of the internal control in the company and analyze the performance level of the company within the current year and comparing them with previous years and to study all the important issues existing in the company and submit the related proposals. The internal audit process for 2020 is carried out and submit its report and recommendations to the Audit Committee, which reviewed and discussed the report, found that the Board of Directors and the attached Committee taking all necessary measures to achieve the benefit of the Company and the shareholders. The committee also made a recommendation to the Board of Directors to consider some items of the recommendations included in the report. Accordingly, the Board of Directors has directed the Executive management and financial management by providing the internal auditor of the Company with the resolutions and documents supporting the aforementioned by the recommendation of the Audit Committee to make the report more accurate. It also found that the Board of Directors had previously occupied with the included recommendations in the report. The internal control system, regardless of the integrity of its design and the effectiveness of its implementation cannot provide an absolute confirmation but a reasonable basis for expressing an opinion.

Article (11): The Audit Committee's recommendation regarding the urgency of appointing an internal auditor in the company.

We have contracted with the office of Rami K. Al-Kheder Certified Public Accounts, to carry out internal audit work for 2020

Article (12): Recommendations of the Audit Committee which has been inconsistent with the resolutions of the Board of Directors or has been rejected by the latter regarding the appointment and dismissal of the company's auditor, determining the fees, evaluating the performance, or appointing the internal auditor and the grounds for certain recommendations and the reasons for rejection.

There are no resolutions from the Audit Committee that is inconsistent with the resolutions of the Board of Directors, whether with regard to appointing or dismissing the auditor, evaluating its performance, or appointing an internal auditor.

Article (13): Details of the company's social contributions:

In accordance with the Corona pandemic, the company did not have any social contributions.

Article (14): A statement of the dates of the General Assemblies of shareholders held during the fiscal year 2020G and the names of the directors attending these General Assemblies.

The General Assembly of Shams Company held, during the fiscal year 2020, (one meeting) through the means of modern technology at 8:30 pm on Thursday 4/11/1441 AH corresponding to 25/6/2020 G. We would also like to note that the assemblies of listed companies have only been held by means of modern technology remotely and their contract was temporarily suspended in presence after the Capital Market Authority's resolution, therefore, in order to ensure the safety of the persons dealing with the Corona pandemic.

Director	Attendance book	Position
His Royal Highness Prince Mishaal bin Saud bin Abdulaziz Al Saud	Attend	Chairman of the Board of the Directors
Eng. Hisham bin Ahmed Abu Al-Ola	Attend	Deputy Chairman
Badr bin Khalaf al-Shammari	Attend	Director
Nasser bin Saleh Al-Sorayai	Attend	Director
Nader bin Rashid Al-Nasser	Not Attend	Director

Notice!! On 03/09/2020, the Board of Directors accepted the resignation of Mr. Nader bin Rashid Al-Nasser from the positions of "Managing Director - Acting CEO", which he submitted on 31/08/2020 AD, as the resignation shall be valid on the same date of submission. Accordingly, the membership of Mr. Nader bin Rashid Al-Nasser changed from an executive director to a non-executive director, noting that on the date of the holding of the General Assembly of shareholders, he was the managing Director and the Acting CEO.

Article (15): An overview of the company and a description of its main activities and the subsidiaries. A statement of the types of each activity and its impact on the volume of the company's business and its contribution to the results: -

a. An overview of incorporating the company:

Tourism Enterprises Co. is a Saudi joint-stock company. The license to incorporate the company was approved in accordance with Ministerial Resolution No. (819) on 23/09/1411

and its incorporation was announced in accordance with His Excellency the Minister of Commerce Resolution No. (17) on 04/01/1412 and obtained Commercial Registration No. (2050021572) Issued by the Ministry of Commerce branch in Dammam on 20/01/1412.

b. The Headquarter:

The headquarter of the company is located in Dammam in the Palm Beach resort /Half Moon Beach.

The company also opened a branch represented by an office in Riyadh within the fourth quarter of 2018. This branch was closed due to the company's business being affected by the Corona pandemic according to the Resolution of the Board of Directors issued on 15/10/2020.

C. The main activity of the company: -

The main activity of the company, according to the commercial register, is establishing and managing resorts and tourist facilities, including chalets, motels, hotels, parks, restaurants, entertainment cities, sports stadiums, swimming pools, breaks, service stations, central markets, and all services needed by tourist resorts.

d. The current main activity of the company:

1. Investing and operating the Palm Beach Resort in Half Moon Beach in Khobar city as it deems the main activity of the company at the current time and all the results of the company's business are affected thereby.

2. The company owns a residential tower in the upper district in Al-Khobar city.

Table showing the impact of the main and current activities in the volume of the company's business and its contribution to the results as follows.

Activity	Activity revenues	Rate
Palm Beach Resort	16,056.275	99.58%
Shams Residential Tower	67.500	0.42%
Total	16,123.775	100%

d. Description of the subsidiaries' activity:

The Tourism Enterprises Co. (Shams) does not have any subsidiaries or affiliated companies.

Article (16): A description of the company's important plans and resolutions (including structural changes to the company, expansion of its business, or suspension of its operations) and future expectations of the company's business:

S/L	Important Company's resolutions	Importance of the resolution
1	The Board of Directors of Shams Company decided to approve the recommendation submitted to the Directors of the Board by the Directors of the Nominations and Remuneration Committee in the minutes of the Committee No. (117/03-2020) on 23/03/2020, regarding as follows:- A/ Acceptance of the resignation of the Head of the Company's accounts, Mr. Najj Elias Al-Hassan B/ Appointing the Company's financial advisor, Mr. Farid Ibrahim Al-Sayed , as CEO of the Company's financial affairs.	Changes to the Company's administrative structure
2	The Board of Directors decided to approve the adoption of the policies, standards and procedures for membership in the Company's Board of Directors, which aims to define criteria and procedures for candidacy for membership of the Board of Directors of the Tourism Enterprises Co. (Shams) and sets clear and specific criteria and procedures for membership. It was presented to the General Assembly of shareholders on Thursday 4/11/1441 corresponding to 25/06/2020 and it was approved.	To apply the provisions of the Company's Corporate Governance Regulations and the provisions of the Corporate Governance Regulations issued by the Capital Market Authority Resolution No. (8-16-2017) on 16/05/1438 (corresponding to 13/02/2017) and amended by the Resolution of the Capital Market Authority Board (3-45-2018) on 07 / 08/1439 (corresponding to 23/04/2018) and any subsequent amendments.
3	The Board of Directors decided to approve the recommendation of the Nominations and Remuneration Committee (No. 118/05-2020) regarding as follows: - Assigning the Head of Accounts (CEO of Financial Affairs Department) Mr. Farid Ibrahim Al-Sayed ,	Conducting the Company's business during this period

	<p>1. Conducting the Company's non-essential administrative business, and implementing the Company's internal policies, regulations and systems</p> <p>2. Obtaining the approval of (the Chairman of the Board of Directors or his deputy) regarding the essential administrative matters, collectively or individually.</p> <p>3. Obtaining the approval of (the Chairman of the Board of Directors or his deputy) regarding financial matters, collectively or individually.</p> <p>The resolution shall be implemented starting from 21/05/2020 until 31/12/2020</p>	
4	<p>The Board of Directors decided to approve the reduction of the Company's expenses, and to benefit from the initiatives of the Kingdom of Saudi Arabia, "May Allah preserve it" to support and stimulate the private sector and economic activities.</p>	<p>The Company's revenues were affected due to precautionary measures to limit the spread of the emerging Corona Virus (COVID- 19), to care the human health, and the Company and its shareholders</p>
5	<p>The Board of Directors decided:</p> <ul style="list-style-type: none"> - Approving to extend the Confidentiality Agreement attached with (Adhwaa Al-Hedaya Schools for Boys and Girls) in order to access the information of Adhwaa Al-Hedaya Schools to conduct evaluation and examination procedures for affiliate due diligence review - Approving to sign a contract with (Aljazira Capital) to carry out evaluation work for Adhwaa Al-Hedaya Schools, and to conduct the financial and legal affiliate due diligence review (for Adhwaa Al-Hedaya Schools Company), according to which (the continuation of the acquisition transaction). Determining the percentage of the acquisition and the price, or (not to continue the acquisition transaction), and Aljazira Capital will carry out the evaluation work in two stages. 	<p>Support for the Company's investment plans and the Company's transformation from losses to profit</p>
6	<p>The resolution of the Company's Board of Directors after receiving two letters of resignation from Mr. Nader bin Rashid Al-Nasser</p> <ul style="list-style-type: none"> - Accepting the resignation of Mr. Nader bin Rashid Al-Nasser from the two positions (Delegated Director - CEO designate) of the Company, as well as continuing to be a director of the Board Dissolve the Executive Committee and the Investment Committee 	<p>Changes to the Company's administrative structure</p>
7	<p>On 09/21/2020, the Board of Directors decided to approve the recommendation of the Nomination and Remuneration Committee</p> <p>No. (119/ 09 -2020) regarding as follows: -</p> <p>First: Approval of the appointment of Mr. Farid Ibrahim Al-Sayed, "Deputy CEO for Financial Affairs and Operations," responsible for managing the resort's operations</p> <ul style="list-style-type: none"> - Assigning to the position of CEO of the Company for one year from the date of the Board's Resolution. - Conducting a new employment contract under the new job title "Deputy CEO for Financial Affairs and Operations" for two years from the date of the Board's Resolution. <p>Second: Approval of the appointment of Mr. Ahmed Mohamed Suleiman, the Company's financial director</p>	<p>Changes to the Company's administrative structure</p>

	Third: Approval of the continuation of Mr. Mohammad Saleh Al-Shteivi as CEO assistant, and the job title is amended to "CEO Assistant for Government Relations and Population."	
8	The Board of Directors decided to close the Branch of the Tourism Enterprises Co. (Shams) office" in Riyadh.	The Company's revenues were affected significantly by the circumstances of the Corona Virus (COVED-19) Pandemic.
9	<ul style="list-style-type: none"> Referring to Board Resolution No. (189- 02 /2019) to appoint a company to carry out affiliate due diligence review for a group of Hemayah Companies. Referring to Board Resolution No. (200- 05 /2019) to approve to enter the Hemayah Fire Fighting and Safety Equipment Trading L.L.C, after raising its capital, as explained in the contract for entry of new partners in Hemayah Fire Fighting and Safety Equipment Trading L.L.C, and payment of the funds arising from the purchase from the accounts of "Shams" Company. According to the requirements of this investment in terms of consultations, lawyers and affiliate due diligence review, until reaching the resolution to conduct an investment in Hemayah Fire Fighting and Safety Equipment Trading L.L.C, which guarantees that "Shams" company appoints an executive director for the company, " Hemayah", and the resulting financial expenses; Referring to Board Resolution No. (202-07/2019), which included the termination and nullity of the contract conducted between "Shams" company with Hemayah Fire Fighting and Safety Equipment Trading L.L.C, as a result of the disclosures of material matters for "Shams" and its Board of Directors, after directing "Shams" to its administrative duties in Hemayah Fire Fighting and Safety Equipment Trading L.L.C, with the debts of the Company and the presence of many Lawsuits filed against Hemayah Fire Fighting and Safety Equipment Trading L.L.C., about which the company was not informed before; Referring to Board Resolution No. (204-09 /2019), which included the appointing the office of Mohamed AL Marzooqi Advocates & Consultancy, to file a Lawsuit for terminating the contract with Hemayah Fire Fighting and Safety Equipment Trading L.L.C. <p><u>Referring to all contents mentioned above and its funds suspended in the Company's accounts, the Board of Directors decided as follows:</u></p> <p><u>First: The settlement of suspended accounts with all of the above, to be included in the expenses Clause for the third quarter of the fiscal year 2020.</u></p> <p><u>Second: The Executive Management demands the Hemayah Fire Fighting and Safety Equipment Trading L.L.C for all these funds, and what will be paid later in this regard.</u></p>	Applying the Standard of Initial Financial Reporting Standard of General, Administrative and Marketing Expenses (SOCPA).

10	<p>The Board of Directors held a meeting on 30/11/2020 and discussed many issues, including as follows:</p> <ul style="list-style-type: none"> - The meeting was held with representatives of Aljazira Capital regarding the investment project in (Adhwaa Al-Hedaya Schools) and after the departure of the representatives of Aljazira Capital, the directors discussed extensively the investment in Adhwaa Al-Hedaya Schools. The Board of Directors took its resolution not to move forward due to the inconsistency of this investment for the Company. - The Board reviewed and discussed the "remuneration policy for the directors, its committees, and directors of the Executive Management". The Board decided to approve the recommendation to the nearest General Assembly that would be held for a vote by the Company's shareholders. - The Board reviewed and discussed the case of Hemayah Fire Fighting and Safety Equipment Trading L.L.C (GRG), provided that the latest updated are raised to all directors. - The Board reviewed and discussed the case that the Company will file against Abdul Hamid Al-Tarif, and it is awaiting receipt of the detailed report by the Company's lawyer to act accordingly. - The Board reviewed and discussed (the Regulation of the Investment Committee of "Shams" Company) and it decided to approve it. - The Board reviewed and discussed (the work Regulation of the Executive Committee of "Shams" Company) and it decided to approve it. - The Board reviewed and discussed (the policy for reporting violating practices of "Shams" company) and it decided to approve it. - The Board reviewed and discussed (the policy of professional conduct and ethical values of "Shams" company) and it decided to approve it. 	Regarding their concern for the Company and its shareholders
11	<p>The Board of Directors, according to the recommendation of the Nominations and Remuneration Committee in Minutes No. 121-11/ 2020, decided not to renew the contract of the Employee / Mohammad Saleh Al-Shteivi, and to exempt him from the warning period.</p>	Changes to the Company's administrative structure
12	<p>The Board of Directors decided to approve the legal services contract presented Nasser Al Zafar Group for Advocates and Legal Consultants</p>	<ul style="list-style-type: none"> - Referring to the expanding cases and continuously during the previous years against the Company from the beneficiaries of the chalets and still not paying the annual fees owed by them, which necessitated taking large provisions from the Company's profits to meet the doubtful debts. - Referring to the length of time that cases take in the Courts. - Due to the awareness of the legal team, "Nasser Al Zafar Group for Advocates and Legal Consultants ", of the Company's position and its issues in general.

13	The Board of Directors decided to appoint the following representatives of the Company to the Capital Market Authority and Tadawul: - 1. Mr. Nader bin Rashid Al-Nasser (Representative of the Board of Directors) 2. Mr. Farid Ibrahim Al-Sayed (Representative of the Executive Management) 3. Ms. Hanadi Salem Al-Huwaiti (Contact Officer).	Changes to the Company's administrative structure
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Article (17): Information related to any risks faced by the Company (whether it is operational risk, financing risk, or market risk) and the policy for managing and controlling these risks:

A. Lack of capital:

The Company's capital is one of the most important obstacles to expansions and ambitions that the Board of Directors seeks to achieve, and it seeks to solve these obstacles.

B. Seasonal Activities:

The main activity of the Company is in the Palm Beach Resort, which is naturally subject to changing climatic factors and conditions in addition to the holiday seasons, official holidays and their impact on the percentage of works during the year, which constitute a major and direct impact. The activity falls under the risks that the Company faces when these factors transform or cause a change in the customer destination to another region or option.

Therefore, the management of the Company seeks to focus on exploiting the seasons and providing options and expansions to customers outside the seasons to reduce the impact of those risks.

It is also noted that the Company's revenues were significantly affected by the Corona Virus (COVID-19) pandemic.

C. Competition:

The tourism and entertainment sector is one of the most competitive sectors and represents a real threat to any of these projects. Therefore, focusing on the strengths of each facility is one of the most prominent features of distinction that affect customers when determining their choices and thus limit the negative impact of competition by providing a better choice from a convincing point of the customer.

D. Termination of Lease Contract in 2029:

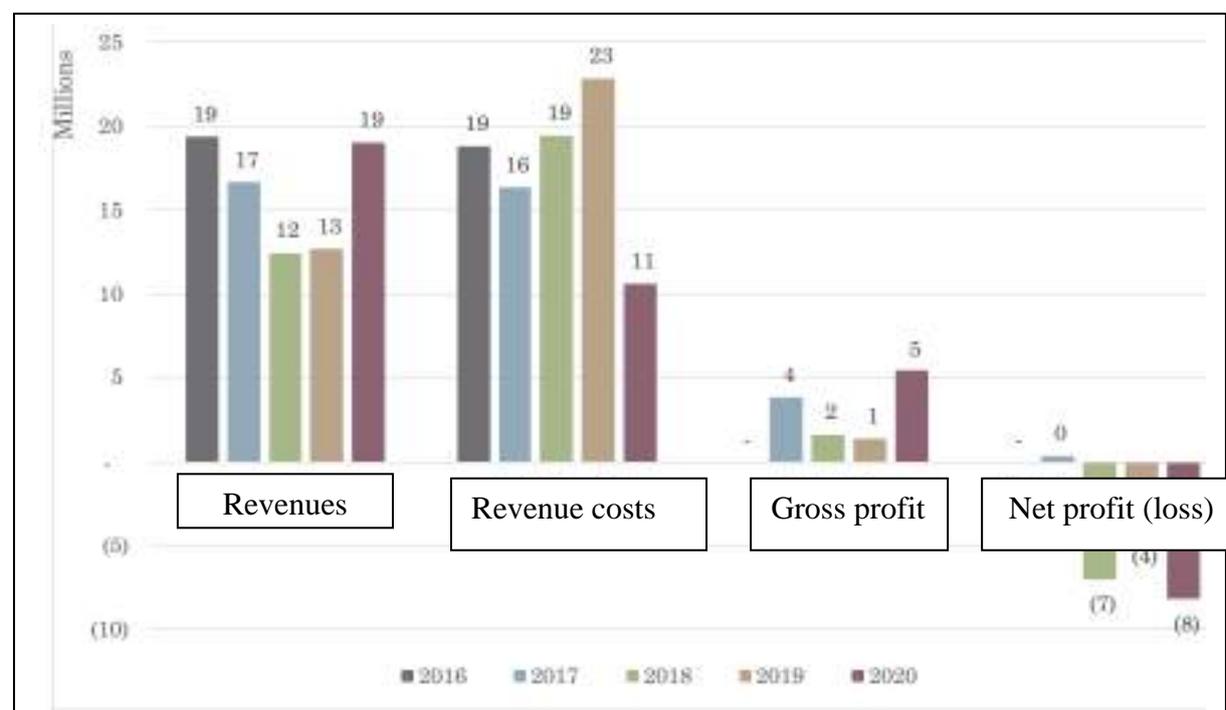
The Lease Contract for the resort land leased from the Municipality of Dammam terminates at the end of 2029. The Board of Directors seeks to renew the Lease Contract by communicating with the concerned authorities, **noting that communication with the concerned authorities continues until the date of preparing these reports.**

Article (18): Summary and comparison of assets, liabilities and business results for the last five years:

1 -Business results for the last five years

Statement	years				
	2016	2017	2018	2019	2020
Revenues	19,394.113	16,728.034	12,425.406	12,688.593	16,056,275
Revenue costs	18,833.007	16,397.443	19,468.997	22,838.638	10,622,505
Gross profit	6,869.709	3,826811	1,591.701	1,368.503	5,433,770
Net profit (loss)	561.106	330.591	(7,043.591)	(4,185.441)	(8,195.380)

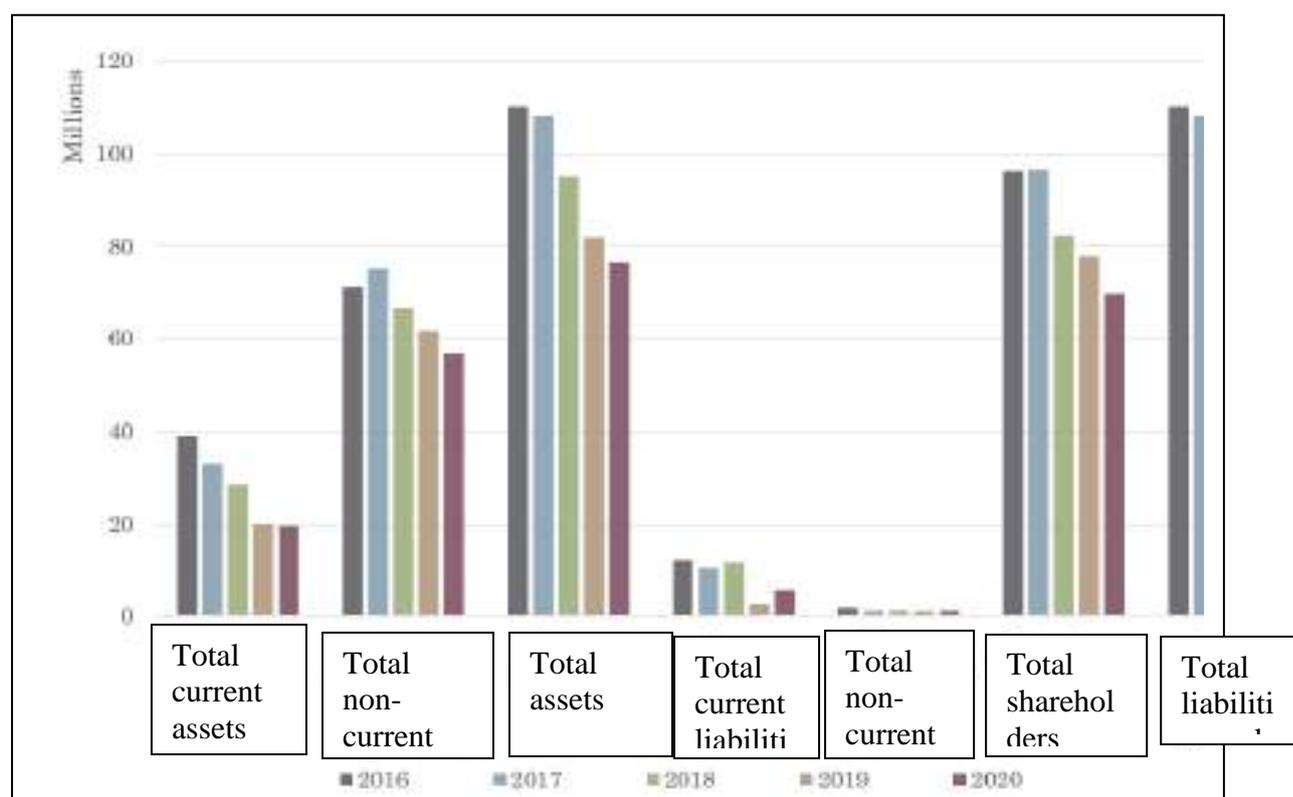
Business results for the last five years



B) Financial position (assets and liabilities) for the last five years:

Statement	years				
	2016	2017	2018	2019	2020
Total current assets	38,994.613	32,932.611	28,490.587	20,100.744	19,641,291
Total non-current assets	71,129.408	75,076.119	66,664.826	61,694,492	56,849,836
Total assets	110,124.021	108,008.730	95,155.413	81,795,236	76,491,127
Total current liabilities	12,194.606	10,418.337	11,678.453	2,722,767	5,643,504
Total non-current liabilities	12,194.606	1,184.687	1,278.758	1,179,651	1,204,872
Total shareholders equity	96,075.115	96,405.706	82,187.427	77,892.818	69,642,751
Total liabilities and shareholders equity	110,124.021	108,008.730	95,144.638	81,795,236	76,491,127

Financial position



Article (19): A geographical analysis of the total revenues of the company and its subsidiaries

The following table shows a geographical analysis of the regions and their impact on the number of revenues:

Year	The geographical analysis of the company's total revenue		
	Total revenue	Geographical area	Total
2020	16,056.275	KSA	16,056.275

The company does not currently have any investments outside the Kingdom

Article (20): The material differences in the operating results compared to the results of the previous year, the announced expectations and financial indicators.

Statement	Years			
	2019	2020	Changes +/-	Percentage change
Revenues	12,688.593	16,056.275	3,367.682	27%
Cost of revenue	(10,902,033)	(10,622.505)	697.585	(6%)
Gross profit	1,786,560	5,433.770	4,065.267	297%
Other operating revenues	897.892	75.298	(4,065.267)	(92%)
Other operating expenses	(11,543,177)	(12,963.618)	(1,838.498)	17%
Operating profit	(8,863.720)	(7,454.559)	1,409.161	(16%)

Article (21): Clarification of any difference of the approved accounting standards by the Saudi Organization for Certified Public Accountants.

There are no differences between the applied accounting standards by the company and the issued accounting standards by the Saudi Organization for Certified Public Accountants. The initial and annual financial statements for the fiscal year 2020 issued in accordance with the international financial reporting standards adopted in the Kingdom of Saudi Arabia.

Article (22): The name of the subsidiaries, their capital, and the percentage of ownership of the company in the subsidiaries, its main activity, the country, the main place of its operations, and the country of its establishment

There are no subsidiaries, we note that the Tourism Enterprises Company does not have currently any investments outside the Kingdom.

Article (23): Details of shares and debt instruments issued for each subsidiary

There are no subsidiaries; accordingly, there are no shares or debt instruments issued for any company.

Article (24): Description of the Profit Distribution Policy and Remuneration for Directors:

The Article of Association of the company stipulated in (Article 46) the mechanism by which the annual net profits of the company are distributed after deducting all general expenses and other costs as follows:

1. 10% of the net profits shall be set aside to form a statutory reserve. The Ordinary General Assembly may cease this deduction if the aforementioned reserve reaches 30% of the capital.
2. A percentage of the remaining 20% shall be set aside as an agreement reserve to be allocated to consolidate the financial position of the Company by the suggestion of the Board of Directors to the Ordinary General Assembly.
3. The Ordinary General Assembly may decide to create other reserves to the extent that serves the interest of the company or ensures that fixed profits are distributed as much as possible to the shareholders. The aforementioned Assembly may deduct from the net profits funds to establish social institutions for the company's workers or to assist what may exist from these institutions.
4. The remaining fund shall be distributed as an advance payment equal to 5% of the paid-up capital to the shareholders.
5. Subject to the provisions stipulated in Article (20) of the Company's Articles of Association and Article (76) of the Companies Law, 10% of the remaining fund shall be allocated as a remuneration for the Board of Directors with a maximum capacity of SAR 500,000 (SAR five hundred thousand) for each director including financial and in-kind benefits plus the attendance of the meeting allowance for the director with an amount of SAR 5000 (SAR Five thousand) for each meeting of the Board of Directors. In addition to the housing, traveling allowance for the non-resident director. Therefore, the remaining fund shall be distributed to the shareholders as an additional share in the profits according to the resolution of the General Assembly or carried over to the following years. The remuneration of the director shall be estimated according to its commitment to attend the meetings of the Board of Directors and committees. If the annual report of the board of directors of the general assembly shall include a comprehensive statement of all remunerations, expenses allowances, benefits obtained by the directors within the year. As well as the funds received as workers or administrators, or those received against technical, administrative or advisory work and a statement of the number of sessions attended by each director as the date of the last meeting of the General Assembly.

We note that there was no proposal to distribute profits and no dividends were distributed on the shares within the year 2020.

Article (27): Information related to loans:

The Company acknowledges that there are no loans on the company within 2020.

Article (28): Description of the categories and numbers of any transferable debt instruments and any contractual securities, subscription right memorandums, or similar rights issued or granted by the Company within the fiscal year, with a note of any compensation obtained by the Company thereof:

The Company confirms that there are no transferable debt instruments and any contractual securities, subscription right memorandums, or similar rights issued or granted by the company within the fiscal year ending on December 31, 2020. Accordingly, the Company was not receiving any compensation.

Article (29): Description of any transfer or subscription rights under transferable debt instruments, contractual securities, subscription right memorandums, or similar rights issued or granted by the Company:

The Company confirms that there are no transfer or subscription rights under transferable debt instruments, any contractual securities, right memorandums, or similar rights issued or granted by the company within the fiscal year ending on December 31, 2020. Accordingly, the Company was not receiving any compensation.

Article (30): Description of any recovery, purchase, or cancellation by the Company of any recoverable debt instruments and the value of the remaining securities, whether they are listed securities purchased by the Company or those purchased by subsidiaries.

There is no, within the fiscal year ending on December 31, 2020, refund or cancellation by the Company of any recoverable debt instruments or remaining securities, and there are no subsidiaries.

Article (31): The Board of Directors meetings and attendance record for each meeting in 2020.

Director/ Member	Position	Date of the meeting		Number of sessions attended by members
			30/11/2020	
His Royal Highness Prince Mishaal bin Saud bin Abdulaziz Al Saud		Chairman of the Board of the Directors	Apologized	0
Eng. Hisham bin Ahmed Abu Al-Ola		Deputy Chairman of the Board of the Directors	Attend	1
Mr. Nader bin Rashid Al-Nasser		Member	Attend	1
Mr. Badr bin Khalaf al-Shammari		Member	Attend	1
Mr. Nasser bin Saleh Al-Sorayai		Member	Attend	1
Date of the last meeting of the General Assembly 25/06/2020				

Article (32): The Company's requests for the shareholders 'register, the dates and reasons for those requests:

Number of shareholder registry requests	Date of request	Reason of request
1	08/06/2020	Companies procedures
2	16/07/2020	Companies procedures
3	23/07/2020	Companies procedures

Article (33): A description of any transaction between the company and a related party:
The company acknowledges that there is no transaction between the company and a related party in any way.

Article (34): the information related to any business or contracts in which the company is a party or has an interest.

For one of the company's Board of Directors or its senior executive or any person related to any of them, including the names of those involved in business or contracts, the nature of these business or contracts, their terms, duration and fund.

The company acknowledges that it does not exist in any way

Article (35): A statement of any arrangements or agreement under which the company's board of directors or a senior executive waived any remuneration:

There are no arrangements or agreements under the company's Board of Directors or a senior executive waived any remuneration.

Article (36): A statement of any arrangements or agreement under which a shareholder of the company waived any rights to profits:

Within the fiscal year ended on December 31, 2020, there were no arrangements or agreements whereby one of the shareholders waived any rights to profits.

Article (37): A statement of the value of the paid and due regular payments and a description of their summary and reasons of the value regular payments:

2020				
Statement	Paid (SAR)	Due until 12/31/2020 and Not paid (SAR)	Summary description	Details
Zakat	935.630	596.410	Payment for the zakat for the year 2019, and settlement of the zakat difference from 2015 until 2018	The difference in the receivable settlement of the differences in zakat from the year 2015 until the year 2018 shall be paid with an amount of SAR 148.092
General Organization for Social Insurance	318.811	32.145	Social insurance contributions for company employees and due for the year 2020	Dues represent for December shall be paid in January of the new year
Costs of visas, passports and the Employment Office	335.939		Governmental fees	The company shall pay the fees to government agencies
Subscription TAST and Deposit fees	254.827		Governmental fees	The company shall pay the fees to government agencies
Chamber of Commerce	5.878		Annual fees	The company shall pay the fees to government agencies
Rentals	30.000		Annual fees and ratification fees	Under the contract concluded with the Eastern Province Municipality

Article (38): A statement of the value of any investments or reserves established for the benefit of the company's employees:

Except for provisions for End of Service Gratuity as stipulated in the Labor system in Saudi Arabia, as it reached its value by the end of 2020 with an amount of SAR 50.000, the company shall not make any investments or reserves for the benefit of employees.

Article (39): Accounting records, internal audit system, and the company's capability to continue its activity:

The Board of Directors of the company acknowledges as follows:

- Accounting records are prepared properly.
- The internal control system is prepared on a sound basis and effectively implemented.
- There is no doubt about the capability of the company to continue its activity.

Article (40): Auditor's Report:

The auditor's report did not include any reservations or cautions regarding the annual financial statements issued for the fiscal period ending December 31, 2020.

Article (41): The Board's Recommendation regarding changing The Company's Chartered Accountant:

The Board did not issue any recommendation regarding changing the company's auditor before the end of the specified period.

Article (42): Treasury shares held by the company and details of uses of these shares:

During the fiscal year 2020, there are no treasury shares held by the company.

And before the conclusion,

We would like to express about our highest gratitude and appreciation to the Custodian of the Two Holy Mosques King Salman bin Abdul Aziz Al Saud - may God protect him - and his trustworthy Crown Prince His Royal Highness Prince Muhammad bin Salman bin Abdul Aziz Al Saud, Minister of Defense and Deputy Prime Minister - may God protect him.

In conclusion,

We ask God Almighty to guide our steps to continue the path of the company in an optimum manner.

**The Board of Directors of the Tourism Enterprises Company
(SHAMS)**

محضر لجنة الترشيحات والمكافآت (الخامس عشر) "بالتصوير"

من الدورة التاسعة رقم 05/125 – 2021 لشركة المشروعات السياحية (شمس)

اليوم الإثنين 1442/09/21 هـ الموافق 2021/05/03 م

- إشارة لإشعار اللجنة لأعضاء مجلس الإدارة بقرب إنتهاء الدورة الحالية لمجلس الإدارة والإعلان في أقرب وقت ممكن بفتح باب الترشيح لعضوية مجلس الإدارة في دورة القادمة (2021-2024)، وعمل الأئزم حسب الإجراءات المنظمة. " مرفق طية "
- وإشارة لإعلان الشركة فتح باب الترشيح بموقع تداول، والذي تضمن بأنه على الراغبين بالترشيح لدورة المجلس القادمة (2021-2024) وتتوافر فهم شروط العضوية وفقاً للمتطلبات التي اشتملت عليها النصوص النظامية وتحديد نظام الشركات ولائحة حوكمة الشركات الصادرة عن هيئة السوق المالية، بالإضافة لمعايير وإجراءات العضوية في مجلس الإدارة المعتمدة من الجمعية العامة لمساهمي الشركة، بالتقدم بطلب الترشيح للشركة موجهة للجنة الترشيحات والمكافآت وذلك ابتداءً من يوم الخميس الموافق 11 مارس 2021 م وحتى نهاية يوم الأحد الموافق 11 إبريل 2021 م، علماً بأنه تم إستبعاد المترشح (أحمد بن صالح السليطي الشمري) وذلك لإرساله وتقديمه للترشيح بتاريخ 2021/04/30 بعد إقفال باب الترشيح.
- وإشارة لطلبات الترشيح المستلمة خلال فترة فتح باب الترشيح، وعددها (40) طلب ترشيح:
- وبعد الإطلاع على لإئحة الترشيحات والمكافآت:
- وبعد الإطلاع على لإئحة حوكمة الشركات :
- وبعد الإطلاع على نظام الشركات :
- وبناءً على ما تم ذكره أعلاه :

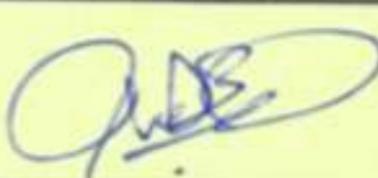
أولاً:-

نوصي مجلس الإدارة بالتوصية للجمعية العامة للمساهمين بالتصويت على سبعة من المترشحين المرفق أسمائهم وعددهم (40 مترشح)، وذلك تطبيقاً للمادة السادسة عشرة من النظام الأساسي للشركة والتي تنص على أن يتولى إدارة الشركة مجلس إدارة مؤلف من (7) أعضاء لمدة لا تزيد عن (3) سنوات، ويجب أن تعكس تركيبة مجلس الإدارة تمثيلاً مناسباً من الأعضاء المستقلين، وفي جميع الأحوال لا يجوز أن يقل عدد أعضاء المجلس المستقلين عن عضوين أو ثلث أعضاء المجلس أيهما أكثر.

ثانياً :-

نوصي مجلس الإدارة بالتوصية للجمعية العامة للمساهمين بالتصويت على المترشحين التالية أسمائهم ليكونوا أعضاء بلجنة المراجعة وهم: (الأستاذ/ تامر مسفر الوادعي)؛ (الأستاذ / محمد أحمد بن علي)؛ (الأستاذ / خالد عبدالعزيز الجوشان)، وعلى مهامها ومسؤولياتها الإشرافية والإستشارية ومكافآت أعضائها كما ورد ذلك بلائحة لجنة المراجعة.

والله ولي التوفيق،،،

الأستاذ/ ناصر صالح السريع	المهندس/ هشام أحمد أبو العلا	الأستاذ/ بدر خلف الشمري
عضو لجنة الترشيحات والمكافآت	عضو لجنة الترشيحات والمكافآت	رئيس لجنة الترشيحات والمكافآت
		

قرار مجلس إدارة شركة المشروعات السياحية (شمس) بالتمرير
" القاسع والسبعون من الدورة التاسعة" رقم (254- 05 / 2021م)
اليوم الإثنين 1442/09/21هـ الموافق 2021/05/03م

- إن مجلس إدارة الشركة؛
- بناءً على الصلاحيات المخولة لهم؛
- وبناءً على لتوصية لجنة الترشيحات والمكافآت رقم (125 / 05 – 2021م)؛
- قررنا بعون الله وتوفيقه؛

أولاً:-

الموافقة على توصية لجنة الترشيحات والمكافآت رقم (125 / 05 – 2021م) بالتوصية للجمعية العامة للمساهمين بالتصويت على سبعة من المرشحين المرفق أسمائهم وعددهم (40 مترشح)، وذلك تطبيقاً للمادة السادسة عشرة من النظام الأساسي للشركة والتي تنص على أن يتولى إدارة الشركة مجلس إدارة مؤلف من (7) أعضاء لمدة لا تزيد عن (3) سنوات، ويجب أن تعكس تركيبة مجلس الإدارة تمثيلاً مناسباً من الأعضاء المستقلين، وفي جميع الأحوال لا يجوز أن يقل عدد أعضاء المجلس المستقلين عن عضوين أو ثلث أعضاء المجلس أهمها أكثر.

ثانياً:-

الموافقة على توصية لجنة الترشيحات والمكافآت رقم (125 / 05 – 2021م) بالتوصية للجمعية العامة للمساهمين بالتصويت على المرشحين التالية أسمائهم ليكونوا أعضاء بلجنة المراجعة.

الأستاذ/ ثامر مسفر الوادعي.

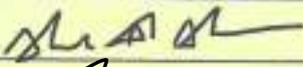
الأستاذ / محمد أحمد بن علي.

الأستاذ / خالد عبدالعزيز الحوشان.

و على مهامها ومسؤولياتها الإشرافية والإستشارية ومكافآت أعضائها كما ورد بالائحة لجنة المراجعة.

والله ولي التوفيق ...

أعضاء مجلس الإدارة

م	الاسم	المنصب	التوقيع
1	صاحب السمو الملكي الأمير مشعل بن سعود بن عبدالعزيز آل سعود	رئيس مجلس الإدارة	
2	المهندس هشام بن أحمد أبو العلا	نائب رئيس مجلس الإدارة	
3	الأستاذ نادر بن راشد الناصر	عضو مجلس الإدارة	
4	الأستاذ بدرين خلف الرمالي الشمري	عضو مجلس الإدارة	
5	الأستاذ ناصر بن صالح السريع	عضو مجلس الإدارة	

Candidates For The Next Board Of Directors Session, Which Begins On 28/05/2021 and Ends On 27/05/2024 :

Serial Number	Candidate Name
001	Raad Naser Alqahtany
002	Mohamed Ahmed Abd Almalek Bin Ali
003	Walid Ali Saleh Alqasem
004	Turkey Saud Nashy Alqahtany
005	Fahd Abd Elrahman Almoaikel
006	Thamer Bin Mosfer Alwadaaey
007	Mohamed Abdullah Ahmed Badrees
008	Mazen Bin Gameel Bin Ali Shahawy
009	Khaled Bin Abd Elaziz Soliman Alhoshan
010	Mosaab Abd Elrahman Eida Algaheed
011	Hamd Abdullah Hamd Alfawzan
012	Rasheed Soliman Alrasheed
013	Asmaa Talal Hamdan
014	Qusai Hasan Hamza Osta
015	Yousef Ghaleb Alharbi
016	Abd Alwahab Bin Maged Alqadeeb
017	Khaled Tamim Altamimy
018	Khaled Bin Abd Elaziz Abdullah Alghanam
019	Abdullah Mohamed Alharbi
020	Saleh Abdullah Alqabaa
021	Faisal Mohamed Alharbi
022	Bandar Abd Elrahman Almubarak
023	Fahd Abdullah Al – Sameeh
024	Fahd Saad Alquaidy
025	Abdullah Abd Elaziz Almashaal
026	Nemr Naser Alharbi
027	Abdullah Omar Abd Elaziz Alswailem
028	Abd Elaziz Abdullah Alshahrani
029	Khaled Manif Alsoor
030	Ahmed Abdullatif Albarak
031	Abd Alelah Naser Al-Zaraa
032	Zein Eiad Mohamed Alemam
033	Galban Mohamed Saad Al-Galban
034	Hossam Yahia Abd Elaziz Alghrimbl
035	Faisal Abdullah Abd Elaziz Abd Elsalam
036	Shaheel Abd Elaziz Bin Ahmed Alshaheel
037	Salman Bin Mohamed Alsahebani
038	Hatem Bin Hamad Alsahebani

Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Faisal Abdullah Abdul Aziz bin Abdul Salam					
Nationality	Saudi	Date of Birth	24/11/1407 AH, Corresponding to 20/07/1987 AD			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Information systems	2010	King Saud University		
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
From 2019 till now	International System Engineering, affiliated to BAE Systems - Information Technology Sector, Ministry of Defense - Application and Operation Management Director					
From 2016 till now	Naqawa Information Technology Company - Chief Executive Officer					
From 2015 till now	WAJA Information Technology Company - Business Development Manager					
2015 - 2018	Advanced Electronics Company - Ministry of Defense, Information Technology Sector - Director of Database and Applications Management					
2010 - 2015	Saudi Telecom Company - Information Technology Sector - Database Manager					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Lawazim	Trading and Marketing	Executive	Personal		
2	WAJA Information Technology	Information Technology	Executive	Personal		



FormMarket Authority No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Abdul Wahhab Majid Abdul Rahman Al-Qadib					
Nationality	Saudi	Date of Birth	01/08/1989 AD			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Finance	August 12, 2017	UTSA (The University of Texas at San Antonio)		
2						
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Area of Experience					
2007 - 2010	Saudi Fransi Bank: exchange - customer service					
2018	Al Barq Express Company					
2019 - 2020	STC: Senior Business Analyst - Sports Investment and Sponsorships					
From 2020 till now	Bank Albilad: Treasury business solutions					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name		Youssef Ghaleb Massar Al-Harbi				
Nationality		Saudi		Date of Birth		21/04/1992 AD
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualification	Name of Awarding Entity		
1	MA	Business Administration	2019	University of Newcastle, Australia		
2	Bachelor	Management Information Systems	2014	Prince Sattam bin Abdulaziz University		
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
(June 2018 – June 2019)		Marketing and Public Relations				
(June 2013 – June 2015)		Project Management				
(July 2014 – March 2015)		Strategic Planning				
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Abdul-Ilah bin Nasser Omar Al-Zarah					
Nationality	Saudi	Date of Birth	01/01/1392 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Administration Diploma	Business Administration	1998	Faisal University		
2						
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
1998 - 2001	Nasserco Trading and Contracting Company - Director of Administrative Affairs					
2002 - 2006	Saudi Japanese Company Ltd. - Sales manager					
From 2007 till now	Mazah Trading and Contracting Company Ltd. - Chairman of the Board of Directors					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Mazah Trading Company	Contracting	Chairman of the Board of Directors	-	-	-
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Shahil bin Abdul Aziz bin Ahmed Al-Shuhail					
Nationality	Saudi	Date of Birth	23/01/1404 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Business Administration	2011	University of Evansville		
2						
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Area of Experience					
2011 - 2014	Director of Risk Management - Al-Ahlia Cooperative Insurance Company					
2014 - 2019	Chief Financial Officer - Walea Cooperative Insurance Company					
2019 - 2020	Acting Chief Financial Officer - Al-Ashban Holding Co.					
2020 - 2021	Financial advisor - Tourism Development Fund					
From 2021 till now	CEO - Advanced Innovation Company					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Aldres Company	Energy	Independent	Personal	Nominations	Listed Company
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

1. Personal Information of the Nominated Member						
Full name		Hatem Mohammed Abdullah Al-Suhaibani				
Nationality		Saudi		Date of Birth		06/06/1982 AD
2. Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Mechanical Engineering	02/02/2008 AD	King Saud University		
2						
3						
4						
5						
3. Work Experience of the Nominated Member						
Period		Areas of Experience				
2008 - 2013 AD		Engineering and designs				
2013 - 2019 AD		Asset management				
4. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Saudi Industrial Export Co.	Industries	Independent	Personal	Executive Committee and Investment	Listed Company
2	A'ayan Investment Company	Industries	Independent	Personal	Nominations and Remuneration Committee	Listed Company
3						
4						



Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Salman bin Mohammed bin Suleiman Al-Shehri					
Nationality	Saudi	Date of Birth	13/10/1986 AD			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Business Administration and Finance	2014	Prince Sultan University		
2						
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
2014 - 2020	Founder and CEO - Advanced Innovation Company					
2018 - 2020	Founder and CEO - TAQDEER International					
2020 - 2021	Chairman of the Board of Directors - Morni Holding Company					
2020 - 2021	CEO - Lobas Claims Settlement Company					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Saudi Industrial Export Company	Industries	Independent	Personal	Audit Committee	Listed Company
2	Al-Elzai Company	Car Trading	Independent	Personal		Closed Joint Stock Company
3	Aldrees Company	Energy	Independent	Personal	Executive Committee	Listed Company
4						



Capital Market Authority - Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name		Husam bin Yahya bin Abdul Aziz Al-Ghaimil				
Nationality		Saudi	Date of Birth		01/07/1403 AH	
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Computer	2005 AD	King Saud University, Riyadh		
2	MA.	Business Administration	2008 AD	Kingston University - London		
3	Executive Master	General Administration	2019 AD	Harvard University - Boston		
4						
5						
C) Work Experience of the Nominated Member						
Period		Area of Experience				
15/09/2015 AD - 1/11/2008 AD		Al-Ehn Information Security Company - Project Manager				
1/11/2008 AD - 01/10/2011 AD		Communications and Information Technology Commission - Information Technology Affairs Auditor				
01/10/2011 AD - 30/12/2016 AD		Ministry of Foreign Affairs - Administrative and Technical Consultant				
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Sadint	Industry - Capital Goods	Non-Executive	Personal	Risk, execution and investment	Joint Stock Company
2	Bathi Arriyadh	Real Estate and Contracting	Executive	Personal		Limited Liability Company



Capital Market Authority - Form No. (I) Resume

A) Personal Information of the Nominated Member						
Full name	Zain Iyad Muhammad Shafiq Al-Imam					
Nationality	Saudi	Date of Birth	29/04/1981 AD			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Finance and Administration	2008	University of Exeter - Britain		
2	MA.	Economy and banks	2003	King Abdulaziz University - Saudi Arabia, Jeddah		
3						
C) Work Experience of the Nominated Member						
Period	Area of Experience					
From 2011 till now	Senior Official of Direct Investments in the Capital of Companies and Financial Institutions - Islamic Development Bank					
2009 - 2011	Foreign currency and structured products trader - Saudi Fransi Bank					
2004 - 2006	Credit risk specialist (contracts and documents) - National Commercial Bank					
2003 - 2004	Individuals sector - National Commercial Bank					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Capian International Investments Company	Diversified investments	Non-executive	Representative of legal person	Chairman of the Review and Audit Committee	Closed Joint Stock Company
2						
3						



Capital Market Authority - Form No. (I) Resume

A) Personal Information of the Nominated Member						
Full name	Khaled Munif Falhan Al-Sour					
Nationality	Saudi	Date of Birth	25/10/1965 AD			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Law	1994 AD	King Saud University		
2						
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
From 2014 till now	National Water Company - Executive Director of Legal Advisey					
2005 - 2014 AD	Financial Investigations - Anti-Money Laundering, Ministry of Interior					
1994 - 2005 AD	General Directorate of Passports - Legal Affairs					
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Abdul Aziz bin Abdullah bin Saeed Al-Shahran					
Nationality	Saudi	Date of Birth	01/01/1412 AH			
B. Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Law		Majmaah University		
2	MA.	Law		Santa Clara University		
3						
4						
5						
C. Work Experience of the Nominated Member						
Period		Areas of Experience				
2011		Mubsem Trading Company				
2013		Control Center Company				
2014		Al Hadithi Legal & Invest Consultants				
2018		Al Tamimi Advocates & Legal Consultants				
D. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Abdullah Omar Abdul Aziz Al-Swailem					
Nationality	Saudi	Date of Birth	26/10/1965 AD			
B. Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	International Administration	1997	University of Bridgeport		
2	MA.	Administrative Engineering	1998	University of Bridgeport		
3						
4						
5						
C. Work Experience of the Nominated Member						
Period	Area of Experience					
1990 / 1992	Saudi American Bank - Regional Administration, Treasury					
1992 / 1993	Mawarid Holding - Investment Management					
2000 / 2007	Saudi Japanese Company - Director of Administrative Affairs, then Deputy General Manager					
D. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name		Abdullah Abdul Aziz Abdullah Al-Mishal				
Nationality		Saudi	Date of Birth		01/01/1391 AH	
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Sharia	1415 AH	Al-Imam Mohammad Ibn Saud Islamic University		
2						
3						
4						
5						
B. Work Experience of the Nominated Member						
Period		Areas of Experience				
From 2007 till now		Experience in restructuring troubled companies, completing acquisitions and mergers, and finding marketing solutions				
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Saudi Industrial Export Company	Exporting national products	Non-executive	Personal	Nominations and Remuneration Committee	Listed Joint Stock Company
2	Almadaha Property Company	Real estate	Independent	Personal		Listed Joint Stock Company
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Fahd Saad Saud Al-Quwaidi					
Nationality	Saudi	Date of Birth	23/05/1991			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Law	2013	Majmaah University		
2	MA.	Commercial Law	2016	Mississippi College School of Law		
3	Diploma	English Language	2015	San Diego State University		
4						
5						
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
2013	Former lecturer at Majmaah University					
2014	Former lawyer at Hoda Saad Company in the Kingdom of Bahrain					
2017	Founder of Fahad Al-Quwaidi Advocates and Legal Consultants					
2016	Former lawyer at Dr. Abdul Aziz Al-Freyan Law Firm					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Fahd bin Abdullah bin Ali Al Samir					
Nationality	Saudi	Date of Birth	01/07/1384 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Chemistry	1989	King Saud University		
2						
3						
4						
5						
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
From April 2019 till now	Chief Executive Officer - Tabuk Agricultural Development Company, and member of the Executive Committee					
Jan 2016 - May 2018 AD	Chief Executive Officer - Saudi Fisheries Company					
Jan. 1995 - March 2014	Many of the leadership positions in SABIC, the most recent of which is General Director of Private Projects Development and Research					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						



Capital Market Authority - Form No. (I) Resume

A. Personal Information of the Nominated Member						
Full name	Khaled Tamim Abdullah Al-Tamimi					
Nationality	Saudi	Date of Birth	26/08/1990			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	(Electrical) Energy Engineering	Jan 2014	King Saud University		
2	Project Management Professional	Project Management	Dec 2017	Success Steps Center		
3						
4						
5						
B. Work Experience of the Nominated Member						
Period	Area of Experience					
Aug 2014 - Dec 2020	(Energy) Project Manager - Saudi Electricity Company for Projects Development					
Dec 2017 - now	Executive Director - Serene Restaurants Meals Serving Company					
Dec 2018 - now	Founding Partner - Trust Path Information Technology Company					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Serene Restaurants Meals Serving Company	Food services	Executive Director - Partner	Personal		Limited liability
2	Trust Path Information Technology Company	Information technology	Independent - Partner	Personal		Limited liability
3						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Khaled Tamim Abdullah Al-Tamimi					
Nationality	Saudi	Date of Birth	14/09/1988			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Hotel Management	02/02/2011	King Saud University - Riyadh		
2	Management Program - Four Seasons		30/01/2011	Four Seasons Hotel - Riyadh		
3	Travel & Tourism Investment Forum		16/04/2009	General Authority for Tourism and National Heritage		
4						
5	Global Hotel Training		30/07/2010	Utara Malaysia University		
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
11 Years	Editor-in-chief of news bulletins - Radio and Television Authority					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Saleh Abdullah Al-Qubais					
Nationality	Saudi	Date of Birth	18/03/1405 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Media and Public relations	1434 AH	King Abdulaziz University		
2	Diploma	Computer Science	1429 AH	Al-Faisal Academy		
3	Diploma	Human Resources	2017 AD	CIPD		
4						
5						
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
From 2016 till now	Maharah Human Resources Company - Executive Director of Manpower Services					
2011 - 2015	Al-Elm Information Security Company - Branch Operations Manager					
2007 - 2011	Mobily - Sales Executive					
2004 - 2007	Customer Service Officer - Saudi Telecom Company					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name		Qusay Hassan Hamza Asa				
Nationality		Saudi	Date of Birth		21/08/1396	
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Accounting	1999	King Abdulaziz University		
2						
3						
4						
5						
B. Work Experience of the Nominated Member						
Period		Area of Experience				
From 2017 till now		General Director of the Internal Audit Department				
From 2010 to 2017		Head of Internal Audit and Risk Management Department				
From 2005 to 2010		Senior Internal Auditor				
From 2000 to 2005		Chief Accountant				
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Hamod bin Abdellah bin Hamad Al-Fwzan					
Nationality	Saudi	Date of Birth	02/09/1405			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	PhD	Management and leadership	2015	Claremont Graduate University		
2	MA.	Governance and public policy	2014	Claremont Graduate University		
3	MA.	Management and leadership - organizational development	2009	University of La Verne		
4	Bachelor	Business Administration - Finance	2007	King Saud University		
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
From 2019 till now	Advisor to the Chairman of the Board of Directors of Saudi Arabian Military Industries					
2017 - 2019	Chief Executive Officer of Raytheon Saudi Arabia					
2016 - 2017	General Manager of Raytheon Middle East Technical Services Ltd.					
2012 - 2016	Raytheon American Company- Business Development Manager					
From 2018 till now	Assistant Professor (part-time) at the College of Business Administration, Prince Sultan University					
From 2019 till now	Consultant (part-time) in the Business Support Center at the General Authority for Small and Medium Enterprises					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name		Mohammed bin Abdullah bin Ahmed Badriss				
Nationality		Saudi		Date of Birth		
				16/09/1981 AD		
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Accounting	2005 AD	King Abdulaziz University - Saudi Arabia		
2	MA.	Accounting	2010 AD	Oklahoma City University - America		
3	Certified Internal Control Auditor Certificate	Auditing and accounting	2020 AD	American Fellowship in Certified Internal Control Audit		
4	Certificate of Zakat and Income Tax Adviser	Accounting	2017 AD	Saudi Organization for Certified Public Accountants, Ministry of Commerce and Investment		
5	Certificate of Internal Audit Practices	Internal audit	2019 AD	Institute of Internal Auditors Saudi Arabia		
6	Insurance Foundation Certificate Examination	Insurance	2020 AD	Saudi Central Bank		
B. Work Experience of the Nominated Member						
Period		Area of Experience				
From 8 Oct 2020 till now		Salama Cooperative Insurance Company - Acting Director in Compliance Management				
From 2018 till now		Salama Cooperative Insurance Company - Director of the internal audit department and secretary of the audit committee				
From 2017 till now		Muhammad Abdullah Ahmad Badriss Office for Tax & Zakat Consultancy - Partners Manager and Advisor of Zakat and Income Tax				
From 2016 to 2018		Dar Aletiman Al Saudi (Tartweel) - Director of the Internal Audit Department				
From 2010 to 2016		Ernst & Young - Head of External Audit				
From 2005 to 2006		Ernst & Young - External Auditor Assistant				
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Muhammad Abdullah Ahmad Badriss Office for Tax & Zakat Consultancy	Zakat and Income Tax Consultancy	Executive	Personal	N/A	Single Member Company
2						
3						

للخدمات المكتبية: 013 8088884 - Damman 31432 - Prince Sultan Bin Abdul Aziz Road District (Near Saudi Post Office)
 محمد بن أحمد آل سدران - مكتب حاتم حمد آل سدران للترجمة
 013 8088884 - دمام 31432 - منطقة شارع الأمير سلطان (مقر مكتب البريد السعودي)



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name		Thamer Misfer Awad Al-Wadie				
Nationality		Saudi		Date of Birth		
				28/02/1404		
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualification	Name of Awarding Entity		
1	MA	Business Administration	2016	Al-Yamamah University		
2	Bachelor	Business Administration	2014	Al-Imam Mohammad Ibn Saud Islamic University		
3	Diploma	Business Accounting	2006	Institute of Public Administration		
B. Work Experience of the Nominated Member						
Period		Areas of Experience				
From 2006 to 2013		Assistant Manager - Internal Control - Samba Financial Group				
From 2013 to 2014		Assistant Director - Internal Audit - Alinma Bank				
From 2014 to 2017		Assistant Manager - Internal Audit - Alawal Bank				
From 2017 to 2018		Chief Internal Auditor - Al Yusr Leasing and Finance Company				
From 2018 to 2019		American Express Company - Chief Internal Audit Executive				
From April 2019 to Nov 2019		Samba Financial Group - Director of the Internal Audit Program				
From Dec 2019 till now		General Authority of Customs - Director General of the Public Administration of Internal Auditing				
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Metlife Insurance Company	Insurance	Independent	personal	Member of the Board of Directors Member of the Audit Committee	Listed Company
2	Arab National Bank	Banks	Independent	Personal	Member of the Board of Directors Chairman of the Audit Committee Member of the Nomination and Remuneration Committee	Listed Company



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name		Riad Nasser Saad Al-Qubani				
Nationality		Saudi		Date of Birth		
				14/07/1977 AD		
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications		Name of Awarding Entity	
1	MA	Electrical Engineering	2000 AD		King Saud University	
2						
3						
B. Work Experience of the Nominated Member						
Period		Areas of Experience				
From 2000 to 2003		Network Design Engineer at GBT Marconi, National Guard Communications				
From 2003 to 2006		Operating engineer at the Saudi Telecom Company				
From 2006 to 2007		Senior Supervisor of Network Planning at Saudi Telecom Company				
From 2007 to 2009		Director of procedures and control of planning at Saudi Telecom Company				
From 2009 to 2010		Director of Business Planning and Regulatory Affairs at Saudi Telecom Company				
From 2010 to 2018		Director of Business Planning and Network Planning Expert at Saudi Telecom Company				
From Dec 2018 till now		Director of Mobile Network Implementation Planning for the Central and Eastern Region at Saudi Telecom Company				
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Wafa Insurance	Insurance	Independent	personal	Investment / remunerations and nominations	Listed Joint Stock Company
2						
3						
4						
5						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Walid bin Ali bin Saleh Al-Qasbi					
Nationality	Saudi	Date of Birth	01/07/1384			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Academic	Finance	12/1994	Arkansas State University		
2						
3						
B. Work Experience of the Nominated Member						
Period	Area of Experience					
April 2015 – Jan 2016	Chief of Compliance at Hollandi Capital					
Nov 2013 – April 2015	Chief Business Officer at Hollandi Capital					
Feb 2008 – Oct 2013	Brokerage Manager at Riyad Capital					
Jan 2004 – Jan 2008	Brokerage Manager at Riyad Bank					
Jan 1995 – Dec 2003	Treasury Sales					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Riyad Reit	Real Estate Traded Fund	Independent	personal	N/A	Investment fund
2						
3						
4						



Capital Market Authority - Form No. (I) Resume

A. Personal Information of the Nominated Member						
Full name	Fahd bin Abdul Rahman bin Maikel Al-Moukel					
Nationality	Saudi	Date of Birth	16/10/1399 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Academic - Bachelor	Economics and management	1431 AH	King Abdulaziz University in Jeddah		
2	Diploma	Administrative technology	1423 AH	Jeddah College of Technology		
3						
4						
5						
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
From 2013 till now	Managing Director of the Saudi Arabian Refinerics Company (SARCO)					
2004 AD - 2012 AD	Deputy Director of Southern Province Cement Company in Jeddah					
2003 AD	The National Guard in the Western Sector - Tenders Section					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Al Arabia Tanks Co.	Storage in ports and free zones	Non-executive	Representative of legal person		Limited Liability Company
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Turki bin Saud bin Nashi Al-Qabani					
Nationality	Saudi	Date of Birth	10/09/1969			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Agricultural Economy	1992	King Saud University		
2	MA.	Business Administration	1997	University of Bridgeport		
3						
4						
5						
B. Work Experience of the Nominated Member						
Period	Area of Experience					
From 01/09/2019 till now	Chief Executive Officer - TAMAS Holding Company- Investments Management inside and outside the Kingdom					
01/01/2018 - 30/08 2019	Founder and CEO - RAN Financial And Management Consulting Firm					
02/08/2007 - 02/02/2017	Chief Executive Officer - Takamol National Agriculture Company and its subsidiaries - Wholesale trade of agricultural materials - Agricultural production					
01/02/2001 - 02/08/2007	Owner representative - King Faisal Foundation at Alpha International - Fashion Trade and Restaurant					
01/04/1997 - 02/08/2007	Financial and Economic Analyst - King Faisal Foundation and its subsidiaries					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						
4						



Capital Market Authority - Form No. (1) Resume

A. Personal Information of the Nominated Member						
Full name	Mohammed Ahmed Abdul Malik bin Ali					
Nationality	Saudi	Date of Birth	22/10/1393 AH			
B) Academic Qualifications of the Nominated Member						
S. No.	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Accounting	1994 AD	King Saud University		
2	SOCPA		2013 AD	Saudi Organization for Chartered and Professional Accountants		
3						
4						
5						
B. Work Experience of the Nominated Member						
Period	Areas of Experience					
1994 – 2010 AD	Saudi Arabian Airlines - Assistant Director of Financial Administration and Accounts					
2010 – 2015 AD	Riyadh Care Hospital (Care Company)- Director of Financial Administration and Accounts					
2015 – 2016 AD	Tawweer Education Holding Company - Director of Financial Administration and Accounts					
2016 - 2020	AJA Pharma Industries (Saudi Chemical Group) - Director of Financial Administration and Accounts					
From 2020 till now	Haboob Cybersecurity Services Company (Saudi Federation for Cyber Security) - Financial and Administrative Director					
C. Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Arabian Shield Company	Insurance	Independent	Personal	Member of the Board of Directors	Public Joint Stock Company
2	Arabian Shield Company	Insurance	Independent	Personal	Chairman of the Review Committee	Public Joint Stock Company
3	Tamkeen Company	Human resources	Independent	Personal	Chairman of the Review Committee	Closed Joint Stock Company
4						

Name: Mohammed Ahmed bin Ali

Signature: //There is a handwritten signature//



Form No. (1) Resume

A) Personal information of the Nominated Member						
Full name		Ahmed Abdulatif Ahmed Alharrak				
Nationality	Saudi	Date of birth	25/03/1980			
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Bachelor	Systems Engineering	05/02/2003	King Fahad University of Petroleum and Minerals		
C) Work Experience of the Nominated Member						
Period	Area of Experience					
Since Jan. 2019 till now	Chairman of Filling and packing Material MFG. Co. (FIPCO), Saudi Joint Stock Co.					
Since 2016 till now	Chairman of Dana Ice Cream (limited Co.)					
Since 2009 till now	General Manager – Bina Engineering Services					
Jan 2016 – Dec 2018	Executive board member and the Managing Director of Filling and packing Material MFG. Co. (FIPCO), Saudi Joint Stock Co.					
May 2007 – Jan 2009	Operation Manager – Bina Precast					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Filling and Packing Materials MFG Co. (FIPCO)	Materials	Non-Executive	Personal	-Executive Committee - Nomination and Remuneration Committee - Governance Committee	Public listed



Form No. (1) Resume

A) Personal information of the Nominated Member						
Full name		Nimer Nassir AbdulKarim Alharbi				
Nationality		Saudi	Date of birth		21/08/1400H	
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications		Name of Awarding Entity	
1	Diploma	Admin Office	1420H		Alasima National Commercial Secondary Institute	
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
2007-2012		General manager of Nafec global Co.				
From 2012 till now		General manager of Reverse Technology for commerce				
From 2012 till now		General manager of Business Climate Est.				
From Jan 2019 till now		Board member and chairman of nomination and remuneration committee of Filling and Packing Materials MFG Co. (FIPCO)				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committee Membership	Legal form of the company
1	FIPCO	Materials	Independent	personal	nomination and remuneration committee	Public Listed

Form No. (1) Resume

A) Personal information of the Nominated Member						
Full name		Bundar Abdulrahman Saeed Al Mubarak				
Nationality		Saudi	Date of birth		03/09/1978	
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialisation	Date of obtaining the qualifications	Name of Awarding Entity		
1	BACHELOR	Law	1422 H	King Saud university		
C) Work Experience of the Nominated Member						
Period		Areas of Experience				
2008 - Now		Partner and CEO of Rayada Law Firm				
2004 - 2008		Lawyer and legal advisor at Mohammed Al Dhebsan Law Firm				
2003 - 2004		Admin. And legal Manager at Al Asila Nafwa Solutions				
2001 - 2003		Lawyer at Hadi Ayami Law Firm				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
None						

iw

Form No. (1) Resume

A) Personal information of the Nominated Member						
Full name		Faisal Muhammad Helal Alharbi				
Nationality		Saudi	Date of birth		Oct. 26, 1983	
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications		Name of Awarding Entity	
1	BACHELOR	Marketing	01/06/2013		King Abdulaziz university	
2	MASTER	Business Administration	21/05/2017		Dar Alalocen university	
C) Work Experience of the Nominated Member						
Period		Area of Experience				
Jan. 2019 till now		Vice Chairman and managing Director of Filling and Packing Materials MFG Co. (FIPCO)				
Mar. 2017 till now		Chairman of FPC Industries Co.				
From 2008 till now		General Manager of VAYA Saudi Arabia				
From 2008 till now		General Manager of Savana International				
From Jan. 2016 till Dec. 2018		Chairman of Filling and Packing Materials MFG Co. (FIPCO)				
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	FIPCO	Materials	Executive	personal	Executive Committee	Public Listed



Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Asma Talal Hamdan					
Nationality	Saudi	Date of birth	16/09/1985			
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Master	Business Administration	2011	Prince Sultan University		
2	Bachelor	Business Administration	2007	King Saud University		
3	Program	Negotiation	2013	Harvard University		
4	Program	Digital Transformation	2019	University of Virginia		
5	Program	Leadership	2020	INSEAD		
C) Work Experience of the Nominated Member						
Period	Area of Experience					
2016 – 2021	Chief Support Services Officer at flynas (IT, HR, Procurement, Project Management Office)					
2011 – 2016	Hewlett-Packard; Sales Planning and Operations, Project Management					
2007 – 2011	Paper House Trading Co: Business Planning and Strategy					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committee Membership	Legal form of the company
1	Paper House Trading Co.	Paper and advertising materials	Non-executive	Partners Representative	-	Limited Liability Company



CV Form Number (1)

A) Personal Information of the Candidate				
Full name:	Rasheed Sulaiman Alrasheed			
Nationality: Saudi	Date of Birth: 22/05/1975			
B) Qualifications and Degrees				
#	Degree	Major	Date of the Degree	Name of Awarding Entity
1	Bachelor	Accounting	1998	King Saud University
2				
3				
4				
5				
C) Work Experience of the Candidate				
Term	Area of Experience			
06/2020 - present	CFO / Bank of New York Mellon Saudi Financial Co.			
05/2018 - 05/2020	CFO & Head of Risk / Ashmore Investment Saudi Arabia			
08/2015 - 08/2017	CFO / Deutsche Bank & Deutsche Securities Saudi Arabia			
03/2014 - 08/2015	CFO / Albilad Capital			

d) Current membership in the board of directors of other joint stock companies, limited or unlimited or any other companies, regardless of the nature of the membership.

No.	Name of the Company	Membership (share)	Membership status (Executive, Non-Executive, Independent)	Membership limit (Personal capacity or Represented with or without)	Committee Membership (Yes/No)	Total Limit of the Company
1	-	-	-	-	-	-
2						
3						
4						

Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full name	Dr. Mosaab Abdulrahman Aljuaid					
Nationality	Saudi	Date of birth	08/06/1986			
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Doctor of Philosophy	Accounting and Finance	2017	Durham University , UK		
2	Master	Accounting and Finance	2011	Bangor University , UK		
3	Bachelor	Law	2020	King Abdulaziz University		
4	Bachelor	Accounting	2008	Umm Al-Qura University		
5	Professional Certificate	Accounting	2011	Saudi Organization for Certified Public Accountants		
C) Work Experience of the Nominated Member						
Period	Area of Experience					
2020/01- present	Assistant Secretary-General for Membership and Professional Development, Saudi Organization for Certified Public Accountants (SOCPA)					
2019/01-2019/12	Head of Accounting Department, Umm Al-Qura University					
2012/09-2019/12	Lecturer & Assistant Professor, Umm Al-Qura University					
2012/01-2012/04	Audit Assistant, Ernst and Young (EY)					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	Saudi Bio-acids Company	Bio-acids	Independent	personal	Audit committee	Closed joint stock company
2						
3						
4						
5						

CV Form Number (1)

A) Personal Information of the Nominee						
Full name:	Khalid Abdulaziz S Alhoshan					
Nationality:	Saudi	Date of Birth:	21/10/1975			
B) Qualifications of the Nominee						
#	Degree	Major	Date of the Degree	Name of Awarding Entity		
1	Master	Business Administration	2009	The University of Newcastle Australia		
2	Master	Applied Finance	2010	The University of Newcastle Australia		
3	Graduate Certificate	International Business	2010	The University of Newcastle Australia		
C) Work Experience of the Nominee						
Term	Areas of Experience					
2002-2016	Auditing and Compliance at General Organization for Social Insurance					
2011 -Present	The Institute of Internal Auditors membership					
2016-Present	Diversity of experiences in Internal Auditing					
2017-Present	Diversity of experiences in Auditing committee membership					
2018-Present	Auditing Standards Committee membership					
D) Current membership in the board and committees of other joint stock companies (listed or unlisted) or any other company, regardless of its legal form						
#	Name of the Company	Main activity	Membership status (Executive, Non-Executive, Independent)	Membership nature (Personal capacity, a Representative of a Legal person)	Committees Membership	Legal Form of the Company
1	Saudi Organization for Certified Public Accountants (SOCPA)	accountancy and Auditing	Independent	Nature Personal	Auditing Standards Committee	professional organization
2	Gulf General Cooperative Insurance Company	Financial-Insurance	Independent	Nature Personal	Audit committee	Listed Company
3	Nabors Gypsum Company	Materials	Independent	Nature Personal	Board Member and Nomination and Remuneration Committee	Listed Company
4	Arab Sea Information System Company	Information Technology	Independent	Nature Personal	Audit committee	Listed Company

Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full Name	Mazen Jamil Shahawi					
Nationality	Saudi	Date of birth	1405/08/07			
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	Mini MBA	Accounting and Financial Management	2017	IBS vocational Training Academy - USA		
2	Diploma	Accounting and Financial management	2017	Cambridge British Academy		
3	Bachelor	General Administration	2014	King Abdulaziz University - KSA		
4						
5						
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
2004-2005	Banking (National Commercial Bank)					
2005-2015	Banking (Al Jazirah Bank)					
2016-2017	Finance (OSOUL Modem)					
2018-2019	Insurance (SANAD, NASCO)					
2019-2021	Insurance (Enaya)					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	N/A					
2						
3						
4						
5						

Mazen Jamil Shahawi



Public

Form No. (1) Resume

A) Personal information of the Nominated Member						
Full name	abdullah mohammed helal alharbi					
Nationality	saudi	Date of birth	13/09/1990			
B) Academic Qualifications of the Nominated Member						
#	Qualifications	Specialization	Date of obtaining the qualifications	Name of Awarding Entity		
1	MASTER	MBA	21/05/2017	Dar aluloom university		
2	BACHELOR	Marketing	01/06/2013	King abdulaziz university		
3						
4						
5						
C) Work Experience of the Nominated Member						
Period	Areas of Experience					
2016-now	Member of the board of directors and risk manager at FIPCO					
2009-2015	Business analyst AF NFA investment					
2009-2012	Collabotating columnist for alsharq al-Awsat news paper					
D) Current membership in the board of directors of other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
#	Company name	Main activity	Membership type (executive, nonexecutive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1	FIPCO	Materials	Executive	In his personal	Governance	Public
2						
3						
4						
5						





Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full Name		Mohammed bin Saleh bin Abdul Aziz bin Ajlan				
Nationality		Saudi		Date of Birth		01/07/1386 AH
Academic Qualifications of the Nominated Member						
S. No.	Qualification	Specialization	The date of obtaining the qualification		Name of Awarding Entity	
1	Bachelor	Social Studies	1410 AH		King Saud University	
The scientific experiences of the candidate member						
Period		Areas of Experience				
From 2019 to Sept 2020		Logistics warehouse project manager at Ajlan & Brothers Company				
2017 - 2019		Executive Director of Nofodh Real Estate Investment Company				
2011 – 2017		Executive Director of Rawaj Real Estate Company				
2005 – 2011		Marketing Director at Emaar Arabian Shield For Investment Company				
2003 – 2005		Marketing Director of Khaled Al-Baltan Real Estate Group				
2001 – 2003		Director of Al Nasser Trading Inc.				
1996 – 2001		Head of Sales and Leasing Department and Head of Marketing Unit at Riyadh Development Company				
1990 – 1996		Contract administrator at Raytheon Middle East Systems Company				
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
N/A						

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Form No. (1) Resume

A) Personal Information of the Nominated Member						
Full Name		Ayoub bin Imran Mohammed Al-Amrani				
Nationality		Saudi		Date of Birth		20/10/1988
Academic Qualifications of the Nominated Member						
S.No.	Qualification	Specialization	Date of obtaining the qualification		Name of Awarding Entity	
1	MA.	Business development and innovation	2020		Ulster University/ Britain	
2	Bachelor	Business Administration	2012		King Abdulaziz University	
3						
4						
5						
The scientific experiences of the candidate member						
Period		Areas of Experience				
From 2020 till now		Dr. Sulaiman Al Habib Medical Group - Investor Relations				
From 2017 till now		Naqawa Information Technology Company - Part-time consultant				
2014 - 2017		Arkan Al Kayan Real Estate Company - Real Estate Auction Management				
2015 - 2016		Prince Mohammed bin Salman Charity Foundation - Department of Communication and Information				
2011 - 2019		Ministry of Human Resources and Social Development				
D) Current membership in the board of directors of the other joint stock companies (listed or non-listed) or any other company, regardless of its legal form or the committees deriving from it:						
S. No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal person)	Committees Membership	Legal form of the company
1						
2						
3						
4						