

# Saudi Industrial Investment Group

## Extraordinary General Assembly Meeting Item

### 18 Ramadan 1444H Corresponding 9 April 2023

1. To review and discuss on the Board of Director Report for the fiscal year ending on 31/12/2021G.
2. To review and discuss on the Financial Statements for the fiscal year ending on 31/12/2021G.
3. To vote on the Auditor's Report for the fiscal year ending on 31/12/2022G.
4. To vote on the absolution of the members of the Board of Directors from liability for the fiscal year ending on 31/12/2021G.
5. To vote on the disbursement of SAR 1.9 million as remuneration for the members of the Board of Directors for the fiscal year ending on 31/12/2022.
6. To vote on the appointment of the SIIG's auditors from among the candidates based on the recommendation of the Audit Committee, to examine, review and audit the second, third, fourth quarter, and annual financial statements for 2023 and the first, second, third, fourth quarter, and annual financial statements for 2024 and the first quarter of 2025, and to determine their fees.
7. To vote on the delegation of the Board of Directors to declare the distribution of the interim dividends, semi-annual or quarterly, for the 2023 fiscal year.
8. To vote on the resolution of the Board of Directors to appoint Eng. Ziyad Mohammed AlShiha as independent member in SIIG Board, starting from 12/9/1443H (corresponding to 13/4/2022G) to complete the term of the Board of Directors until the end of the current term on 30 June 2024G. (Resume attached).
9. To vote on the resolution of the Board of Directors to appoint Mr Eyad A. Alhussain (non-executive member) in SIIG Board, instead of Mr Thamer A. Alhumud (non-executive member), as of 12/9/1443H (corresponding to 13/4/2022G) to complete the term of the Board of Directors until the end of the current term on 30 June 2024G. (Resume attached).
10. To vote on the amendment of Article (17) of the bylaws, which relates to Purchase, Sale and Pledge of its own Shares by the Company. (attached)
11. To vote on the amendment of Article (21) of the bylaws, which relates to Powers of the Board of Directors. (attached)
12. To vote on the amendment of Article (23) of the bylaws, which relates to Powers of the Chairman, Vice Chairman, Chief Executive Officer and Secretary. (attached)
13. To vote on the amendment of Article (48) of the bylaws, which relates to the Distribution of Profits. (attached)
14. To vote on the amendment of SIIG bylaws, to be consistent with the new updated Companies Bylaw. (attached).
15. Voting on rearranging and numbering the articles of the SIIG bylaw, to correspond with the proposed amendments in the above items, if approved
16. Vote to amend the Competition Standard and separate it from the company corporate governance regulation. (attached)
17. Vote to amend the Remuneration and separate it from the Corporate Governance Regulation. (attached)
18. Vote to amend the Board Membership's Policies and separate it from the Corporate Governance Regulation. (attached)
19. Vote to amend the Remuneration and Nomination Committee policy and separate it from the Corporate Governance Regulation. (attached)
20. Vote to amend the Audit Committee policy and separate it from the Corporate Governance Regulation. (attached)



Date: 28 Feb 2023

## The Audit Committee Report to General Assembly of SIIG for Fiscal Year 2022

The audit committee of Saudi Industrial Investment Group has held five meetings during the year 2022, its responsibilities included the following:

- Reviewing the interim financial statements, annual financial statements before approving and publishing them.
- Reviewing the external auditor observations and following upon them.
- Ensuring that, internal controls and related policies of the company are effective and have been applied, and that the company is in compliance with the related rules and regulations.
- Ensuring the independence of the internal auditor and reviewing the audit's plans.
- Reviewing the outcomes and results of the internal and external auditors.
- Recommended the external auditors for the years 2022, to the board of directors, after ensuring their independence and reviewing the audit scope.

The audit committee has not been aware of any major issue, in the design and implementation of the internal control system, and there were no restrictions nor limitations that may affect the company's ability to prepare its financial statements under IFRS standards, which are accredited in the Kingdom of Saudi Arabia, therefore Saudi Industrial Investment Group has issued its financial statements for the year ended 31<sup>st</sup> December 2022.

**Committee Chairman**  
**Saad Alrwaita**

**Committee Member**  
**Khalid Alkhawaiter**

**Committee Member**  
**Abdulrahman Alrajhi**



## Form (1) CV

1) The member personal data						
Full Name		Ziyad Mohammad Alshiha				
Nationality		Saudi		Date of Birth		28/11/1966
2) Academic Qualification of the Member						
#	Qualification	Specialization	Date of Obtaining the Qualification	Name of the Donor		
1	Master's degree	Business Administration	2006	MIT University – United States.		
2	Master's degree	Electrical Engineering	1991	Rice University- United States.		
3	Bachelor's degree	Electrical Engineering	1988	King Fahd University		
3) Practical Experiences of the Member						
Period		Field of Experience				
2021- Present		CEO of the Saudi Investment Recycling Co. (SIRC)				
2018 - 2019		Managing Director of Al-Wedyan Real Estate Company.				
2014 - 2018		CEO of the Saudi Electricity Co				
1984 - 2014		Saudi Aramco in several operational and executive positions inside and outside the Kingdom				
4) Current membership in the Board of directors of other joint stock companies (listed or unlisted)						
#	Company Name	Main Activity	Membership status (executive, non-executive, independent)	Nature of the membership (in his person capacity, a representative of a legal person)	Committee Membership	Legal form of the Company
1	Arcade group	Engineering And Construction	Consultant Member	In his person capacity	-	Closed Joint Stock
2	Board Chairman of ARCAD Overseas	Engineering And Construction	Board Chairman	In his person capacity	-	Closed Joint Stock
3	Board Chairman of Strategic Minds Corporation	Consulting Company	Board Chairman	In his person capacity	-	Closed Joint Stock



## Form (1) CV

1) The member personal data						
<b>Full Name</b>		Eyad Abdulrahman Al-Hussein				
<b>Nationality</b>		Saudi		<b>Date of Birth</b>	02/02/1979	
2) Academic Qualification of the Member						
#	Qualification	Specialization	Date of Obtaining the Qualification	Name of the Donor		
1	Master's degree	Commerce and Finance	2007	University of Adelaide , Australia		
2	Bachelor's Degree	Accounting	2000	King Saud University		
3) Practical Experiences of the Member						
Period		Field of Experience				
2021 - now		Assistant Governor for Finance - General Organization for Social Insurance				
2014 - 2021		Assistant Governor for Fin. & Admin - General Organization for Social Insurance				
2009 – 2013		Director General, Financial Affairs Dep. - General Organization for Social Insurance				
2007 – 2009		Director General, Financial Control Dep. - General Organization for Social Insurance				
2000 - 2007		Financial controller - General Organization for Social Insurance				
4) Current membership in the Board of directors of other joint stock companies (listed or unlisted)						
#	Company Name	Main Activity	Membership status (executive, non-executive, independent)	Nature of the membership (in his person capacity, a representative of a legal person)	Committee Membership	Legal form of the Company
1	Saudi Polymer Company	Petrochemicals	Non - executive	A representative of a legal person	-	Limited liability
2	Gulf Polymers Distribution Company	Petrochemicals	Non - executive	A representative of a legal person	-	Limited liability
3	Aromatics Distribution Company	Petrochemicals	Non - executive	A representative of a legal person	-	Limited liability