



RIYADH CABLES GROUP COMPANY

(Saudi Joint Stock)

PAID CAPITAL S.R. 1500 MILLION - C.R. 1010052927 - M'SHIP NO.: 27815

Date : 02-05-2023

Dear shareholders of Riyadh Cables Group Company,

Subject : Informing the General Assembly of contracts and transactions in which members of the Board of Directors have direct or indirect interest

with reference to the requirements of Article (71) of the Companies Law and the Capital Market Law to disclose commercial transactions and contracts of Riyadh Cables Group Company, in which the chairman or a member of the Board of Directors have a direct or indirect interest, we would like to inform the shareholders of those contacts and transactions concluded during the year 2022 for authorization in accordance with the details below:

Related party	The party with a direct/indirectly interest	Position in the company	The nature of transactions or contracts during the current year 2022	term Contract	The value of transactions until the end of the year ending 31 December 2022
MASDAR BUILDING MATERIAL CO	Mr. Raed Ibrahim Suliman al mudaihem	Board member	Purchases	Purchase order	1,068,413.00
	Mr. Ziad Fouad al saleh	Board member	Cable and wire sales	Purchase order	39,413,083.00
THABAT CO	Mr. Raed Ibrahim Suliman al mudaihem	Board member	Cable and wire sales	Purchase order	9,429,860.00
	Mr. Ziad Fouad al saleh	Board member			
FUTURE CERAMIC & PORCELAIN CO	Mr. Mohamed Hikmat AL Zaim	Board member	Cable and wire sales	Purchase order	50,246.00
LIGH TECHNOLOGIES CO LTD	Mr. Ahmed Samir Hamdi AL Zaim	Board member	Cable and wire sales	Purchase order	644,465.00
MASDAR TECHNICAL SUPPLIES	Mr. Raed Ibrahim Suliman al mudaihem	Board member	Purchases	Purchase order	149,693.00
	Mr. Ziad Fouad al saleh	Board member			
JADEER LOGISTICS SERVICES CO	Mr. Raed Ibrahim Suliman al mudaihem	Board member	Transport contract	2year and renew	326,370.00
	Mr. Ziad Fouad al saleh	Board member			
HOSHAN COMPANY LTD	Mr. Ziad Fouad Fahd AL Saleh	Board member	Printer supply contract	3Years	805,020.00
SEERA GROUP HOLDING	Mr. Ahmed Samir Hamdi AL Zaim	Board member	Purchases	Purchase order	8,000.00

These transactions and contracts were executed and entered into with standard compnay terms and condtions and did not have any preferential terms or conditions over transactions and contracts with other parties

Regards and appreciation

Chairman of Board of Directors

Mr.Khalid Abdulrahman Al -Gwaiz



Secretary of the Board of Directors

Mr. Mohamed suliman AL Salim



KPMG Professional Services

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Kingdom of Saudi Arabia
Commercial Registration No 1010425494

Headquarters in Riyadh

كي بي إم جي للاستشارات المهنية

واجهة الرياض، طريق المطار
صندوق بريد ٩٢٨٧٦
الرياض ١١٦٦٣
المملكة العربية السعودية
سجل تجاري رقم ١٠١٠٤٢٥٤٩٤

المركز الرئيسي في الرياض

Independent Limited Assurance Report to Riyadh Cables Group Company on the Chairman's Declaration on the Requirements of Article 71 of the Companies Law

To the Shareholders of Riyadh Cables Group Company (a Saudi Joint Stock Company)

We were engaged by the management of Riyadh Cables Group Company (the "Company") to report on the Chairman's declaration prepared by the Management in accordance with the requirements of Article 71 of the Companies Law, which comprises the transactions carried out by the Company during the year ended 31 December 2022 in which any of the members of Board of Directors of the Company had direct or indirect personal interest as detailed below ("Subject Matter") and the accompanying management's statement thereon as set out in Appendix 1, in the form of an independent limited assurance conclusion that based on our work performed and evidence obtained, nothing has come to our attention that causes us to believe that the Subject Matter is not properly prepared, in all material respects, based on the applicable criteria ("Applicable Criteria") below.

Subject Matter

The Subject Matter for our limited assurance engagement is related to the Chairman's declaration enclosed in the attached Appendix 1 (the "Declaration") prepared by the Management in accordance with the requirements of Article 71 of the Companies Law, presented by the Chairman of Riyadh Cables Group Company (the "Company"), which comprises the transactions carried out by the Company during the year ended 31 December 2022 in which any of the members of Board of Directors of the Company had direct or indirect personal interest.

Applicable Criteria

We have used the following as the Applicable Criteria:

1. Article 71 of the Companies Law issued by Ministry of Commerce ("MOC") in the Kingdom of Saudi Arabia.

Riyadh Cables Group Company's Responsibility

The management of the Company is responsible for preparing the Subject Matter information that is free from material misstatement in accordance with the Applicable Criteria and for the information contained therein. The management of the Company is also responsible for preparing the Subject Matter information (i.e. Appendix 1).

This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and presentation of the Subject Matter that information is free from material misstatement, whether due to fraud or error. It also includes selecting the Applicable Criteria and ensuring that the Company complies with the Companies Law ; designing, implementing and effectively operating controls to achieve the stated control objectives; selecting and applying policies; making judgments and estimates that are reasonable in the circumstances; and maintaining adequate records in relation to the Subject Matter information.



Independent Limited Assurance Report to Riyadh Cables Group Company on the Chairman's Declaration on the Requirements of Article 71 of the Companies Law (continued)

To the Shareholders of Riyadh Cables Group Company (a Saudi Joint Stock Company)

Riyadh Cables Group Company's Responsibility (continued)

The management of the Company is also responsible for preventing and detecting fraud and for identifying and ensuring that the Company complies with laws and regulations applicable to its activities. The management of the Company is responsible for ensuring that staff involved with the preparation of the Subject Matter information are properly trained, systems are properly updated and that any changes in reporting encompass all significant business units.

Our Responsibility

Our responsibility is to examine the Subject Matter information prepared by the Company and to report thereon in the form of an independent limited assurance conclusion based on the evidence obtained. We conducted our engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3000, "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" endorsed in the Kingdom of Saudi Arabia and the terms and conditions for this engagement as agreed with the Company's management. That standard requires that we plan and perform our procedures to obtain a meaningful level of assurance about whether the Subject Matter information is properly prepared, in all material respects, as the basis for our limited assurance conclusion.

The firm applies International Standard on Quality Management 1 which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants (including International Independence Standards) that is endorsed in the Kingdom of Saudi Arabia, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The procedures selected depend on our understanding of the Subject Matter and other engagement circumstances, and our consideration of areas where material misstatements are likely to arise.

In obtaining an understanding of the Subject Matter and other engagement circumstances, we have considered the process used to prepare the Subject Matter information in order to design assurance procedures that are appropriate in the circumstances, but not for the purposes of expressing a conclusion as to the effectiveness of the Company's process or internal control over the preparation and presentation of the Subject Matter information.

Our engagement also included: assessing the appropriateness of the Subject Matter, the suitability of the criteria used by the Company in preparing the Subject Matter information in the circumstances of the engagement, evaluating the appropriateness of the procedures used in the preparation of the Subject Matter information and the reasonableness of estimates made by the Company.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. We did not perform procedures to identify additional procedures that would have been performed if this were a reasonable assurance engagement.

As part of this engagement, we have not performed any procedures by way of audit, review or verification of the Subject Matter information nor of the underlying records or other sources from which the Subject Matter information was extracted.



Independent Limited Assurance Report to Riyadh Cables Group Company on the Chairman's Declaration on the Requirements of Article 71 of the Companies Law (continued)

To the Shareholders of Riyadh Cables Group Company (a Saudi Joint Stock Company)

Procedures Performed

Our procedures performed are as follows:

- Obtained the Chairman's declaration that includes the transactions and/or contracts performed in which any of the BOD members of the Company has either direct or indirect interest during the year ended 31 December 2022 ;
- Reviewed the minutes of meetings of the BOD that indicate notifications to the BOD by certain director(s) of actual or potential conflicts of direct or indirect interest in relation to transactions and/or contracts involving the BOD member;
- Checked that the minutes of meetings of the BOD that the relevant director(s) who notified the BOD of actual or potential conflicts of direct or indirect interest did not vote on the resolution to recommend the related transaction(s) and/or contract(s);
- On a sample basis, obtained the required approvals along with supporting documents in respect of the transactions and/or contracts included in the declaration; and
- Checked the transaction amounts included in the Declaration agree (where applicable) to the transaction amounts disclosed in note (39) to the audited consolidated financial statements of the Company for the year ended 31 December 2022.

Conclusion

Our conclusion has been formed on the basis of, and is subject to, the matters outlined in this report.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Based on the procedures performed and evidence obtained, nothing has come to our attention that causes us to believe that the Subject Matter information is not prepared, in all material respects, in accordance with the Applicable Criteria.

Restriction of Use of Our report

Our report should not be regarded as suitable to be used or relied on by any party wishing to acquire rights against us other than the Company and MOC for any purpose or in any context. Any party other than the Company and MOC who obtains access to our report or a copy thereof and chooses to rely on our report (or any part thereof) will do so at its own risk. To the fullest extent permitted by law, we accept or assume no responsibility and deny any liability to any party other than the Company and MOC for our work, for this independent limited assurance report, or for the conclusions we have reached.

Our report is released to the Company and MOC on the basis that it shall not be copied, referred to or disclosed, in whole (save for the Company's own internal purposes) or in part, without our prior written consent.

KPMG Professional Services

Fahad Mubark Al Dossari
License No. 469

Riyadh 19 Shawwal 1444H
Corresponding to: 9 May 2023

