



الكثيري القابضة
AI KATHIRI HOLDING COMPANY

Attachment of Items No. (10) & (11)

مرفقات البنود رقم (10) و (11)

**Independent Limited Assurance Report on personal interest's
Board of Directors regarding business and contracts related
to the Company in accordance with provisions of Article (71)
of Companies Law**

To the Shareholders
Al Kathiri holding Company
Riyadh – KSA

Scope of work:

We have performed a limited review of attached notification submitted by the Chairman of Board of Directors of Al Kathiri holding Company (the “Company”) to the Ordinary General Assembly on business and contracts in which one of Board of Directors’ member has a direct or indirect personal interest in it. The management of Company is responsible for preparing this attached notification. We have performed our limited review in accordance with International Standard on Auditing No. 3000 (assurance engagements other than examination or review of historical financial information) approved by Saudi Organization for Chartered and Professional Accountants (SOCPA).

We are independent of the Company in accordance with International Ethics Standards Board for Accountants’ Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Our review included procedures to obtain reasonable assurance that enable us to give a conclusion from the limited review we performed.

The limited review is significantly lower in scope than the audit to express an opinion on attached notification submitted by the Chairman of Board of Directors of the Company to the Ordinary General Assembly on business and contracts in which one of Board of Directors’ member has a direct or indirect interest in it. Accordingly, we do not issue such an opinion.

Conclusion:

Based on procedures, we have performed and evidence obtained, and with exception of what is indicated and disclosed in attached notification submitted by the Chairman of Board of Directors, nothing has come to our attention that makes us believe that any of Board of Directors’ members of Al Kathiri holding Company has a personal interest in business and contracts that was made for the Company’s account during the year ended December 31, 2022.

For Al-Kharashi Co.

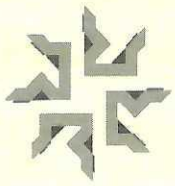


Abdullah S Al Msned

C.A. License No. 456

Riyadh:
Sha'ban 28,1444H
March 20, 2023G





الكثيري القابضة

AI KATHIRI HOLDING COMPANY

Notification Letter from the Chairman of the Board of Directors of Al Kathiri Holding Company

خطاب تبليغ رئيس مجلس إدارة شركة الكثيري القابضة

Dear Al Kathiri Holding Company Shareholders,,,

السادة مساهمي شركة الكثيري القابضة الكرام ،،،،

Notification of the business and contracts in which the members of the Board of Directors have a direct or indirect interest with the company for the year ending December 31, 2022.

تبليغ عن الأعمال والعقود التي لأعضاء مجلس الإدارة مصلحة مباشرة أو غير مباشرة فيها مع شركة الكثيري القابضة (الشركة) للسنة المنتهية في 31 ديسمبر 2022م.

In reference to article (71) of the Companies Law issued by the Ministry of Commerce, which stipulated that "any member of the Board of Directors should not have any direct or indirect interest in the transaction and contracts that are carried out for the company, except with the authorization from the Ordinary General Assembly, according to the regulations enacted by the competent authorities, and should notify the Board of Directors on any direct or indirect interest in the transactions and contracts that are carried out for the company."

إشارة إلى متطلبات المادة (71) من نظام الشركات، والتي تنص على أنه "لا يجوز أن يكون لعضو مجلس الإدارة أي مصلحة مباشرة أو غير مباشرة في الأعمال والعقود التي تتم لحساب الشركة إلا بترخيص من الجمعية العامة العادية، ووفقاً للضوابط التي تضعها الجهة المختصة، وعلى عضو مجلس الإدارة أن يبلغ المجلس بما له من مصلحة من مصلحة مباشرة أو غير مباشرة في الأعمال والعقود التي تتم لحساب الشركة".

Therefore, we would like to inform Al Kathiri Shareholders on the transactions and contracts where Al Kathiri Board Members(s) will have a direct or indirect interest, and which Al Kathiri is seeking to obtain the authorization of the General Assembly on as follows:

عليه نود إبلاغكم بالتعاملات والعقود التي ستكون لأعضاء مجلس الإدارة مصلحة مباشرة أو غير مباشرة فيها، التي تسعى الشركة للحصول على ترخيص من الجمعية العامة عليها وهي على النحو التالي:

1-Voting on transaction and contracts that will take place between Al Kathiri Holding Company and its subsidiary, Msandh Al-Emdad Limited Company, and Alian Industry Company, In which the two members of the Board of Directors (Mr. Meshal Al Kathiri and Mr. Adel Al Kathiri) have a direct interest, as they are Board members in Alian industry Company and Al Kathiri Holding Company, which owns Msandh Al-Emdad by 100% and owns Alian Industry by 99%. Noting that the transactions that took place on the period ending on 31-12-2022 amounted to 21,515,194 S.R. The disclosed direct interest is regarding mutual procurements and commercial transactions as part of the ordinary businesses that have offered no preferential.

1- التصويت على الأعمال والعقود التي ستتم بين شركة مساندة الامداد المحدودة التابعة والمملوكة للشركة الأم (شركة الكثيري القابضة) وشركة اليان للصناعة - والتي لعضوي مجلس الإدارة (الأستاذ / مشعل الكثيري، والأستاذ / عادل الكثيري) مصلحة مباشرة فيها حيث أنهما أعضاء مجلس إدارة بشركة اليان للصناعة وشركة الكثيري القابضة المالكة لشركة مساندة الامداد المحدودة بنسبة 100% والمالكة لشركة اليان للصناعة بنسبة 99% - علماً أن التعاملات التي تمت خلال الفترة المنتهية في 31 ديسمبر 2022م بلغت 21,515,194 ريال سعودي - وهي عبارة عن مشتريات ومعاملات متبادلة تتم في سياق الأعمال العادية ووفقاً للشروط التجارية السائدة ودون أي شروط تفضيلية.

2-Voting on the mutual transactions between Al Kathiri Holding Company and Alian Industry Company - in which the two members of the Board of Directors (Mr. Meshal Al Kathiri and Mr. Adel Al Kathiri) have a direct interest, as they are board members in Alian Industry and Al-Kathiri Holding Company - noting that the transactions took place during the fiscal year Ended on December 31, 2022 are in the amount of 16,595,466 Saudi riyals, and the balance of these transactions at the end of the period amounted to 30,682,848 Saudi riyals, which are normal transactions that take place between the company and its subsidiary as part of the ordinary businesses that have offered no preferential.

2 - التصويت على التعاملات المتبادلة بين شركة الكثيري القابضة وشركة اليان للصناعة - والتي لعضوي مجلس الإدارة (الأستاذ / مشعل الكثيري، والأستاذ / عادل الكثيري) مصلحة مباشرة فيها حيث أنهما أعضاء مجلس إدارة بشركة اليان للصناعة وشركة الكثيري القابضة - علماً أن التعاملات خلال العام المالي المنتهي في 31 ديسمبر 2022م بقيمة 16,595,466 ريال سعودي وبلغ رصيد هذه التعاملات آخر الفترة 30,682,848 ريال سعودي، وهي عبارة عن تعاملات اعتيادية تتم بين الشركة وشركتها التابعة وفقاً لسياسات الشركة وبدون أي شروط تفضيلية.

Yours faithfully,

وتقبلوا أطيب التحيات.

رئيس مجلس الإدارة

رايد محمد الكثيري

Chairman, Board of Directors

Rayed Mohammed Al Kathiri

