



Invitation to the
Extraordinary General Assembly Meeting
Perfect Presentation Company
Tuesday, June 25, 2024



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Extraordinary General Assembly meeting for Perfect Presentation Company held on Tuesday 25/06/2023**

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Agenda of Extraordinary General Assembly

Tuesday 25/06/2024



شركة العرض المتقن
Perfect Presentation

**The Agenda of the Extraordinary General Assembly Meeting
of Perfect Presentation Company for Commercial Services, which will be held on:
Tuesday 25/06/2024. at 07:15 PM**

1. Review and discuss the company's financial statements for the fiscal year ended on December 31, 2023.
2. Vote on the report of the company's auditor for the fiscal year ended on December 31, 2023, and discuss.
3. Review and discuss the Board of Directors' report for the fiscal year ended on 31/12/2023.
4. Vote on releasing the members of the Board of Directors from liability for the actions taken during the fiscal year ended on December 31, 2023.
5. Vote on authorizing the Board of Directors with the powers of the Ordinary General Assembly, with the license mentioned in Paragraph (1) of Article Seventy-One of the Companies Law, for a period of one year from the date of the General Assembly's approval or until the end of the delegated Board of Directors' term, whichever is earlier, in accordance with the conditions contained in the Regulatory Rules and Procedures issued pursuant to the Companies Law relating to Listed Joint Stock Companies.
6. Vote on authorizing the Board of Directors with the powers of the Ordinary General Assembly, with the license mentioned in Paragraph (2) of Article Twenty-Seven of the Companies Law, for a period of one year from the date of the General Assembly's approval or until the end of the delegated Board of Directors' term, whichever is earlier, for the following activities: (Information and Communications, Computer Consultancy and Computer Facilities Management Activities, Computer Programming Activities, Data Processing, Hosting and Related Activities, Information and Communications, Repair of Computers and Peripheral Equipment, Repair of Communication Equipment).
7. Vote on authorizing the Board of Directors to distribute interim dividends on a semi-annual/quarterly basis for the year 2024.
8. Vote on disbursing an amount of (900) thousand SR as remuneration to the members of the Board of Directors, at (150) thousand SR for each member, for the fiscal year ended on December 31, 2023.
9. Vote on the works and contracts that took place between the company and Perfect Presentation Company for Commercial Services (Egypt), in which the Chairman of the Board of Directors, Mr. Nasser Abdullah Al-Bassam, has an Indirect interest, noting that the volume of transactions during the year 2023 amounted to (11,399,154) SR ten million one hundred thirty-one thousand nine hundred eighty-eight SR, and these transactions are (framework agreement, including professional services - purchases - consultations) and they are continuous commercial transactions that take place in the ordinary course of business in accordance with the prevailing commercial terms and without any preferential conditions.



10. Vote on the works and contracts that took place between the company and Perfect Presentation Company for Commercial Services (Egypt), in which the Chairman of the Board of Directors, Mr. Nasser Abdullah Al-Bassam, has an Indirect interest, noting that the volume of transactions during the year 2023 amounted to (21,463,944)SR twenty-one million four hundred sixty-three thousand nine hundred forty-four SR, and these transactions are (professional services and sales) that take place in the ordinary course of business in accordance with the prevailing commercial terms and without any preferential conditions.
11. Vote on the works and contracts that took place between the company and Perfect Presentation Company for Commercial Services (Egypt), in which the Chairman of the Board of Directors, Mr. Nasser Abdullah Al-Bassam, has an Indirect interest, noting that the volume of transactions during the year 2023 amounted to (23,093,390)SR twenty-three million ninety-three thousand three hundred ninety SR, and these transactions are (professional services and sales) that take place in the ordinary course of business in accordance with the prevailing commercial terms and without any preferential conditions.
12. Vote on the participation of the Chairman of the Board of Directors, Mr. Nasser Abdullah Al-Bassam, in a business competing with the company's business.
13. Vote on the participation of the Board Member, Mr. Yousef Mohammed Al-Khelaiwi, in a business competing with the company's business.
14. Vote on the Board of Directors' recommendation to increase the company's capital by granting bonus shares as follows:
 - a) Total amount of the increase: (150) million SR.
 - b) Capital before the increase: (150) million SR, and the capital after the increase will become (300) million SR, i.e., an increase of 100%.
 - c) Number of shares before the increase: (150) million shares, and the number of shares after the increase will become (300) million shares.
 - d) This increase aims to strengthen the company's capital base, contributing to enhancing future growth plans.
 - e) The increase will be made by capitalizing an amount of (150) million SR from the retained earnings account, by granting one share for every owned share.
 - f) In the event of fractional shares, the fractions will be collected in one portfolio for all shareholders and sold at the market price, then their value will be distributed to the shareholders entitled to the bonus, each according to his share, within a period not exceeding 30 days from the date of determining the shares due for each shareholder.
 - g) In the event that the company's shareholders approve the capital increase at the Extraordinary General Assembly meeting, the entitlement will be for the shareholders who own the shares at the end of the trading day of the Extraordinary General Assembly meeting and who are registered in the company's shareholders



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register at the Securities Depository Center Company (Edaa) at the end of the second trading day following the date of the Assembly.

- h) Vote on amending Article (06) of the company's Articles of Association related to the capital.
- i) Vote on amending Article (07) of the Articles of Association related to the subscription to shares.
- 15. Vote on amending Article (04) of the Articles of Association related to the company's objectives.
- 16. Vote on amending Article (08) of the Articles of Association related to the company's management.

Audit Committee report for General Assembly
for the year ending on 31 December 2023



شركة العرض المتقن للخدمات التجارية
Perfect Presentation for Commercial Services

Audit Committee report for General Assembly for the year ending on 31 December 2023

**To the Esteemed Shareholders of Perfect Presentation Company for Commercial Services,
Greetings,**

Introduction

In compliance with Article (104) of the Companies Law, the Audit Committee of Perfect Presentation Company for Commercial Services is pleased to present its annual report on the adequacy of the internal control system and the work performed by the committee for the fiscal year 2023 to the company's Board of Directors and to the shareholders at the Annual General Assembly meeting, in accordance with Paragraph (a) of Article 88 of the Corporate Governance Regulations issued by the Capital Market Authority and in line with the company's charter.

Roles and Responsibilities of the Audit Committee

The primary role of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities in areas such as the integrity of financial reporting, the effectiveness of the risk management framework and internal control system, as well as considering matters of ethics and compliance.

The committee has carried out its duties through meetings and discussions with the executive management, the internal audit manager, and the external auditors.

Composition of the Audit Committee

The Audit Committee consists of three independent members, including members specialized in financial and accounting affairs, who were appointed with the approval of the General Assembly of Shareholders on 24/08/1443 AH (corresponding to 27/03/2022 AD), for a period of five years or the term of the first Board of Directors, whichever is less, from the date of the Assembly meeting. The committee held five meetings during the year 2023 and applied its responsibilities and role as mentioned in the Audit Committee Charter and as stipulated by the relevant regulations. The committee members are:

- 1 Mr. Sulaiman Abdulrahman Fatani (Independent from within the Board)
- 2 Dr. Tarek Abdullah Al Naeem (Independent from within the Board)
- 3 Mr. Fahd Ibrahim Al Hussain (Independent from within the Board)



شركة العرض المتقن للخدمات التجارية
Perfect Presentation for Commercial Services

Audit Committee meetings:

The Audit Committee meets at least four times a year, with the authority to hold additional meetings as circumstances require. The following are the details of the Audit Committee meetings held during the year 2023:

Member Name	First Meeting 19 March	Second Meeting 18 May	Third Meeting 31 July	Fourth Meeting 16 October	Fifth Meeting 11 December
Mr. Sulaiman Abdulrahman Fatani	√	√	√	√	√
Mr. Fahd Ibrahim Al Hussain	√	√	√	√	√
Dr. Tarek Abdullah Al Naeem	√	√	√	√	√
Attendance Percentage	100%	100%	100%	100%	100%

Summary of the Most Important Work of the Audit Committee during the Year 2023

- Discussing and approving the annual internal audit plan for the year 2023, which is based on risk priorities, and following up on the work progress to ensure coverage of high-risk areas.
- Following up on the implementation of the risk assessment process at the level of the company's departments, which was assigned to the internal auditor, Ecovis Al-Sabti Company.
- Periodic meeting with the external auditor, Baker Tilly Company, and the company's financial manager to follow up on the completion of issuing the financial statements for the year ended on 31/12/2023, and recommending starting the review of the first half statements of 2024.
- Discussing the reports issued by the Internal Audit Department and the executive summaries, identifying the most significant risks and internal control deficiencies, and sending recommendations to the executive management and the Board of Directors to take the necessary measures to rectify the situations.
- Reviewing and discussing the critical and high-risk points issued by the Internal Audit Department and raising them to the Board of Directors if necessary, and following up on the implementation of the related corrective plans.
- Ensuring the independence of the Internal Audit function in performing audit activities and ensuring that there are no restrictions or narrowing of the scope of their work.
- Evaluating the efficiency, effectiveness, and objectivity of the work of the Internal Audit Department, as well as the work of the external auditor, and providing the necessary support.

هاتف: ٩٦٦١١٢١٥٠١١١ فاكس: ٩٦٦١١٢١٥٠٢٢٢ ص.ب. ١٠٥٥٢٣ الرياض ١١٦٥٦ - المملكة العربية السعودية - سجل تجاري: ١٠١٠٢٠٣٦٩٣ رقم العضوية ١٥٦٣٩٠

Tel: +966112150111 Fax: +966112150222 P.O.Box 105523 Riyadh 11656 - Saudi Arabia - C.r.: 1010203693 C.C.No.: 156390
شركة مساهمة سعودية - رأس المال المصرح به والمدفوع 150,000,000 مليون ريال Saudi Joint Stock Company - Capital 150,000,000 SR.



شركة العرض المتقن للخدمات التجارية
Perfect Presentation for Commercial Services



The Opinion of the Audit Committee on the Adequacy and Effectiveness of the

Internal Control System:

The internal control system plays an important role in the success of any organization. Perfect Presentation Company is committed to ensuring the existence of an effective internal control system to achieve organizational objectives, protect assets, prepare accurate internal and external reports, mitigate risks, and comply with regulatory requirements. The Audit Committee oversees the work of the Internal Audit Department, which periodically reviews the adequacy and effectiveness of the internal control system to provide a continuous assessment of the internal control system and its effectiveness. The committee also reviews the reports of the external auditor, which may include any deficiencies in internal control that the external auditor may have observed as part of his assessment of internal controls.

Based on the above, the Audit Committee believes that the internal control system currently in place at the company operates with acceptable effectiveness, with the need to improve some aspects of effectiveness in the internal control system for the past fiscal year, noting that any internal control system, regardless of the soundness of its design and the effectiveness of its implementation, cannot provide absolute assurance.

In conclusion, the Audit Committee extends its sincere thanks to the Board of Directors for its support to the Audit Committee in carrying out its roles and responsibilities.

Head of the Audit Committee

Sulaiman Abdulrahman Fatani



Company auditors' report for the year Financials ending December 31, 2023

Independent Auditor's Report**To the Shareholders****Perfect Presentation for Commercial Services Company**

(A Saudi Joint Stock Company)

Riyadh, Kingdom of Saudi Arabia

Opinion

We have audited the financial statements of Perfect Presentation for Commercial Services Company, (the "Company"), which comprise the statement of financial position as at December 31, 2023, the statement of profit or loss and other comprehensive income, the statement of changes in equity, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023, its financial performance, and its cash flows for the year then ended in accordance with International Financial Reporting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants ("SOCPA").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with International Code of Ethics for Professional Accountants adopted in the Kingdom of Saudi Arabia that is relevant to our audit of the financial statements. We have also fulfilled our other behavioral responsibilities in accordance with that Code. 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 the most significance in our audit of the financial statements of the current year. 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.

Below is a description of the key audit matter and how we addressed it.

Independent Auditor's Report (Continued)

To the Shareholders,

Perfect Presentation for Commercial Services Company

Key audit matters (Continued)

Key audit matter: Revenue recognition	
The key audit matter	How the matter was addressed in our audit
<p>The Company's contracts with customers include multiple services which include maintenance and operation services, call center services, licensing, and development services and management services. Revenues amounted to SR 1,129,673,140 for the year ended December 31, 2023 (December 31 2022: SR 927,170,895).</p> <p>As required under IFRS 15 "Revenue from Contracts with Customers", Management identifies customer contracts relating to services provided, and for each type of contract identified, Management determines the performance obligations that exist under the contract. Revenue is then allocated to the performance obligations under the contract using observable market prices for each stand-alone service provided.</p> <p>Management recognizes revenue either at a point in time or over time depending on the assessment made in each case against the requirements of IFRS 15.</p> <p>Due to the variety of contractual arrangements with the customers, Management exercised diligence on some contracts concerning the determination of the appropriate measurement and timing of recognition of different elements of revenue, accordingly revenue recognition was identified as a key audit matter.</p>	<p>Our audit procedures performed included, among others, the following:</p> <ul style="list-style-type: none"> • Assessed the design and implementation of relevant controls in relation to revenue recognition, • Reviewed the revenue recognition policy applied by the company to ensure compliance with IFRS 15 requirements, • Obtaining the study prepared by the Management, which includes the appropriate level of revenue to be recognized. A sample is selected, and the following procedures were performed, on a sample basis: <ul style="list-style-type: none"> - Traced the transaction price to the underlying contract executed with the customer. - Assessed whether the transaction price allocated to identify performance obligations is in line with IFRS 15. - Assess the timing of revenue recognition at a point in time or over period as per the requirements of IFRS 15. • We examined a sample of the revenues during the year and verified the supporting documents. • Assessed the adequacy of the relevant disclosures in the company's financial statements to comply with IFRS requirements.
Refer to note (5) on accounting policies for revenue, and note (21) on revenue details	

Independent Auditor's Report (Continued)

To the Shareholders,

Perfect Presentation for Commercial Services Company

Other information included in the Company's 2023 Annual Report

Other information consists of the information included in the Company's 2023 annual report, other than the financial statements and our auditor's report thereon. Management is responsible for the other information in its annual report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 International Financial Reporting Standards that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by SOCPA and Regulations for Companies and the Company's By-laws, 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, i.e., the Board of Directors, are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are 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 auditors' 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 International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia 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 International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We are 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.

Independent Auditor's Report (Continued)

To the Shareholders,

Perfect Presentation for Commercial Services Company

Auditor's Responsibilities for the Audit of the Financial Statements (Continued)

- 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 internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- 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 exists 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 auditors' report to the related disclosures 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 auditors' 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.

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 communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, actions taken to eliminate threats or safeguards applied.

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.

BAKER TILLY MKM & CO.

Certified Public Accountants

Majid Muneer Alnemer

(Certified Public Accountant - License No. 381)

Riyadh on Ramadan 20, 1445H

Corresponding to March 30, 2024G



Notification from the Board of Directors of regarding transactions with related parties

**Independent Limited Assurance Report on the Transactions and
Balances Between the Company and the Related Parties****To the Shareholders of****Perfect Presentation for Commercial Services Company**

(Saudi Joint Stock Company)

Riyadh – Kingdom Saudi Arabia

We have performed a limited assurance engagement to determine whether it has come to our attention a matter that makes us believe that what has been detailed in the subject paragraph below (the "Subject Matter") has not been reported and fairly presented, in all material respects, in accordance with the relevant criteria ("Applicable Criteria") hereinafter referred to below.

Subject Matter:

The subject matter of our limited assurance engagement relates to the letter submitted and approved by the Chairman of the Board of Directors of **Perfect Presentation for Commercial Services Company** (the "Company") regarding the business and contracts in which the Board members have a direct or indirect interest during the year ended December 31, 2023, as attached to this report.

Applicable Criteria:

Article (71) of the Companies' Law issued by the Ministry of Commerce.

Management Responsibility:

The management of the Company is responsible for the preparation and fair presentation of the information mentioned in the above Subject Matter paragraph in accordance with the Applicable Criteria. In addition, the Management is responsible for implementing internal control systems that are deemed necessary to prepare and present the information contained in the above Subject Matter paragraph free from any material misstatements, whether due to fraud or error, and to apply appropriate controls, maintain adequate records, and make reasonable estimates according to the relevant circumstances and events.

Our Responsibility:

Our responsibility is to express a limited assurance conclusion on the above Subject Matter based on the assurance engagement we performed in accordance with the International Standard on Assurance Engagement (ISAE) 3000: "Assurance Engagements Other than Audits or Reviews of Historical Financial Information" as endorsed by the Kingdom of Saudi Arabia, along with the terms and conditions related to this engagement which have been agreed with the Company's Management.

Our procedures have been designed to obtain a limited level of assurance that is sufficient to provide a basis for expressing our conclusion. Accordingly, we have not obtained all of the evidence required to provide a reasonable level of assurance. The implemented procedures depend on our professional judgment, including the risk of material misstatements in the Subject Matter, whether due to fraud or error. We also took into consideration the effectiveness of internal control systems when determining the nature and extent of our procedures, and our engagement was not designed to provide assurance about the effectiveness of those systems.

**Independent Limited Assurance Report on the Transactions and
Balances Between the Company and the Related Parties (Continued)**

Professional Ethics and Quality Management:

We have complied with independence and other ethical requirements in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants and endorsed in the Kingdom of Saudi Arabia ("IESBA Code").

In addition, we comply with the International Standard on Quality Management (1) as endorsed in the Kingdom of Saudi Arabia, in order to maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable regulatory requirements.

Summary of the Performed Procedures:

The procedures performed in a limited assurance engagement differ in nature, and timing, and are less in scope than those performed in a reasonable assurance engagement. As a result, the level of assurance that is obtained in the limited assurance engagement is significantly less than the assurance that would be obtained if a reasonable assurance engagement was performed.

The performed procedures included, but were not limited to, the following:

- Obtained the attached letter that includes a list of business and contracts in which the members of the Board of Directors have a direct or indirect interest during the year ended December 31, 2023.
- Obtained an understanding of the nature of the transactions carried out during the year ended December 31, 2023 between the Company and the entities in which the members of the Board of Directors have a direct or indirect interest.
- Obtain statement of account for the entities in which the members of the Board of Directors have a direct or indirect interest as mentioned in the attached letter and compare the total volume of transactions with what was mentioned in the letter submitted and approved by the Chairman of the Board of Directors.
- Examine, on a sample basis, the transactions to their supporting documents to verify their correctness.

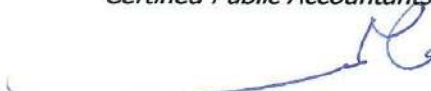
Limited Assurance Conclusion:

Based on the limited assurance procedures performed, and the evidence obtained, nothing came to our attention that caused us to believe that what was detailed in the above Subject Matter paragraph and reported in the attached letter, has not been reported and presented fairly, in all material respects, in accordance with the Applicable Criteria.

Restriction of Use:

This report has been solely prepared on the request of the Company's Management to assist the Company in fulfilling its obligations in reporting to the General Assembly under Article (71) of the Companies Law. The report may not be used for any other purpose or distributed to any other parties other than the Ministry of Commerce, the Capital Market Authority, and the Shareholders of the Company. In addition, no quote or reference can be made to this report without our prior consent.

BAKER TILLY MKM & CO.
Certified Public Accountants


Majid Muneer Alnemer
License No. 381

Riyadh on Thul-Qi'dah 4, 1445 H
Corresponding to May 12, 2024





شركة العرض المتقن Perfect Presentation

Dear respected :

Perfect Presentation Company Shareholders

السادة/ مساهمي شركة العرض المتقن

السلام عليكم ورحمة الله وبركاته، وبعد

Subject:

Notification from the Board of Directors to the Extraordinary General Assembly Meeting regarding the transactions with related parties, which will be held on the 25th of June

الموضوع:

تبلغ من مجلس الإدارة إلى الجمعية العامة غير العادية للمساهمين حول تعاملات الأطراف ذات العلاقة والمقرر عقدها ٢٥ يونيو ٢٠٢٤م الموافق ١٩ ذو الحجة ١٤٤٥هـ

With reference to Article (71) of the Companies Law, we would like to inform you that during the fiscal year 2023, Perfect Presentation Company concluded a number of commercial transactions and contracts in which some members of its Board of Directors had an interest (directly or indirectly). These contracts and transactions were executed in accordance with the relevant regulations.

The aforementioned contracts and transactions were disclosed in the annual report of the Board of Directors for the year 2023 in accordance with the legal requirements, noting that the company follows the same terms and principles in such contracts and transactions that it adopts in dealing with this type of transactions with third parties, without any preferential treatment.

In this regard, the Board recommends approving the continuation of these transactions in accordance with the details contained in the items of the agenda of the General Assembly meeting. Also, in accordance with the relevant regulations,

بالإشارة إلى المادة (٧١) من نظام الشركات ، نود أن أحيطكم علما بأنه خلال العام المالي ٢٠٢٣م ، أبرمت شركة العرض المتقن ، عددًا من المعاملات والعقود التجارية التي شارك فيها بعض أعضاء مجلس الإدارة. لها مصلحة (بشكل مباشر أو غير مباشر) ، فقد تم تنفيذ هذه العقود والمعاملات وفقًا للوائح ذات الصلة.

كما تم الإفصاح عن العقود والمعاملات المذكورة في تقرير مجلس الإدارة السنوي لعام ٢٠٢٣م وفقًا للمتطلبات القانونية ، مع العلم أن الشركة تتبع في مثل هذه العقود والمعاملات نفس الشروط والمبادئ التي تتخذها في التعامل مع مثل هذا النوع من المعاملات مع أطراف ثالثة، بدون تفضيل. وفي هذا الصدد ، يوصي المجلس بالموافقة على استمرار هذه المعاملات وفقًا للتفاصيل الواردة في بنود جدول أعمال اجتماع الجمعية العمومية، أيضًا ، وفقًا للوائح ذات الصلة

Nasser A. Al Bassam.
Chairman

أ. ناصر عبد الله البسام
رئيس مجلس الإدارة



Statement of Related Party Transactions (2023)
Requiring Approval from the General Assembly

Introduction:

During the year 2023, Perfect Presentation Company for Commercial Services executed a number of transactions with related parties in the ordinary course of business. In this regard, the company follows the same terms and principles, with no preferential treatment in dealing with this type of transactions with third parties. These transactions and contracts, in which some members of the Board of Directors have an interest (whether directly or indirectly), require ratification by the General Assembly, in accordance with Article (71) of the Companies Law, and Paragraph (2) of Article (12) of the Corporate Governance Regulations issued by the Capital Market Authority. The following is a summary of these transactions:

Contract Party	Nature of Business or Contract	Amount of Business or Contract (in SAR)	Business or Contract Term	Business or Contract Conditions	Name of related Board members or senior Executives or any person that has a relationship with any of them
Perfect Presentation Company for Commercial Services (Egypt)	A framework agreement, including professional services - procurement - consulting	11,399.154	Not Limited in Duration	No Special Terms	Chairman of the Board Mr. Nasser Abdullah Al-Bassam
Perfect Presentation Company for Commercial Services (Egypt)	Sales contract (implementation of supply and installation projects)	21,463.944	Limited Duration	No Special Terms	Chairman of the Board Mr. Nasser Abdullah Al-Bassam
Perfect Presentation Company for Commercial Services (Egypt)	Sales contract (implementation of supply and installation projects)	23,093.390	Limited Duration	No Special Terms	Chairman of the Board Mr. Nasser Abdullah Al-Bassam

Notification from the Board of Directors of
regarding the participation of
Board members in competing businesses



شركة العرض المتقن
Perfect Presentation

Dear respected :

Perfect Presentation Company Shareholders

السادة/ مساهمي شركة العرض المتقن الموقرين

السلام عليكم ورحمة الله وبركاته، وبعد

Subject:

Notification from the Board of Directors to the Extraordinary General Assembly Meeting regarding the participation of a number of members of the Board of Directors in a competitive work which will be held on the 25th of June

الموضوع:

تبلغ من مجلس الإدارة إلى الجمعية العامة غير العادية للمساهمين حول اشتراك أعضاء مجلس الإدارة في عمل منافسة والمقرر عقدها ٢٥ يونيو ٢٠٢٤م الموافق ١٩ ذو الحجة ١٤٤٥هـ

Based on what is stated in Article (27/2) of the Companies Law and Article (44) of the Corporate Governance Regulations, regarding the participation of a number of Perfect Presentation Company's Board members in competing businesses during the fiscal year ended on December 31, 2023, the competing businesses were disclosed in the annual report of the Board of Directors for the year 2023 in accordance with the legal requirements. In light of this, we would like to clarify the following:

1\ The members participating in businesses that may compete with the company:

- Mr. Nasser Abdullah Al Bassam.
- Mr. Yousef Mohammed Al Alkhelewi

2\ The nature of the Competing Activity:

The above two members are engaged in an activity that may compete with the company in one of the branches in which it operates, represented by their direct and indirect participation, according to the details contained in the attachment, as per the items of the agenda of the Extraordinary General Assembly.

بناء على ما ورد في مادة (٢/٢٧) من نظام الشركات والمادة (٤٤) من لائحة الحوكمة، حول اشتراك عدد من أعضاء المجلس إدارة شركة العرض المتقن في عمل تنافسي، خلال السنة المالية المنتهية في ٣١ ديسمبر ٢٠٢٣م، كما تم الإفصاح عن الأعمال المنافسة في تقرير مجلس الإدارة السنوي لعام ٢٠٢٣م وفقاً للمتطلبات القانونية وفي ضوء ذلك نود أن نوضح ما يلي:

١- الأعضاء المشتركين في أعمال من شأنها منافسة الشركة:

- أ. ناصر عبد الله البسام - رئيس مجلس الإدارة.
- أ. يوسف محمد منيع الخليوي - عضو مجلس الإدارة.

٢- طبيعة هذي الأعمال :

عضوان أعلاه يشتركان في نشاط من شأنه منافسة الشركة في أحد الفروع التي

تعمل بها تتمثل في اشتراكهما بطريقة مباشرة وغير مباشرة، وفقاً للتفاصيل

الواردة بالمرفق حسب بنود جدول أعمال الجمعية العامة الغير عادية

Nasser A. Al Bassam. أ. ناصر عبد الله البسام
Chairman رئيس مجلس الإدارة

**Summary of participation of some members of the
Board of Directors in a competitive work - year (2023)**

Introduction:

The Perfect Presentation Company takes into account cases of conflict of interest and potential acts of competition, whether related to members of its board of directors or its senior executives, and takes the necessary measures in accordance with the relevant laws and regulations regarding the participation of a number of members of the Board of Directors of the Perfect Presentation Company in a competitive work in an activity that would compete with the company. In one of the branches in which you operate (whether directly or indirectly) and these businesses require a license from the General Assembly, according to what is stated in Article (27/2) of the Companies Law and Article (44) of the Governance Regulations, during the ending fiscal year On December 31, 2023, the company is seeking to obtain a license for its shareholders, as stated in the table below:

1 – Mr. Nasser Abdullah Al Bassam – Chairman

Company Name	Legal Form	company domain	relationship characteristic	nature of relationship
IT Belt Company	Closed joint stock company	Information technology, cyber security, operation and maintenance	One of the Major Shareholders	personally
Cloud Distribution Company for Communication and Information Technology	Limited liability company	Licensing, supply of IT materials and cyber security	partner	personally
Sustainable Technology Company for Energy	Limited liability company	Energy production from sustainable sources, operation and maintenance	partner	Indirect ownership

2- Mr. Yousef Mohammed Al Alkhelewi - Board members

Company Name	Legal Form	company domain	relationship characteristic	nature of relationship
Thiqah Business Services	Governmental company	information technology Operational solutions, professional solutions, digital solutions	Member of the Audit Committee	personally

Proposed Amendments to the Bylaws

Proposal for amendments to the articles of association of Perfect Presentation for Commercial Services Company

S	Article Proposed Amendment
1	Amendment of Article (4) related to the company's purposes
2	Amendment of Article (6) related to the company's capital
3	Amendment of Article (7) related to share subscription
4	Amendment of Article (8) related to the company's management

Article before amendment		Article after amendment	
Article No. (4) Company Purposes		Article No. (4) Company Purposes	
Chapter	Category	Chapter	Category
Information and Communications	Computer programming activities	Information and Communications	Computer programming activities
Information and Communications	Computer consultancy activities and computer facilities management	Information and Communications	Computer consultancy activities and computer facilities management
Information and Communications	Data processing, web hosting and related activities	Information and Communications	Data processing, web hosting and related activities
Other services activities	Repair of computers and peripheral equipment	Other services activities	Repair of computers and peripheral equipment
Other services activities	Repair of communication equipment	Other services activities	Repair of communication equipment
		Administrative services and support activities	Business operations activities
<u>Article No. (6) Company Capital:</u> The company's capital is set at one hundred fifty million Saudi Riyals (150,000,000) divided into (150,000,000) equal value nominal shares, with a value of (1) Saudi Riyal per share, all of which are ordinary cash shares with the paid up amount in cash being one hundred fifty million Saudi Riyals (150,000,000) Riyals, which has been deposited in a licensed bank.		<u>Article No. (6) Company Capital:</u> The company's capital is set at three hundred million Saudi Riyals (300,000,000) divided into (300,000,000) equal value nominal shares, with a value of (1) Saudi Riyal per share, all of which are ordinary cash shares with the paid up amount in cash being three hundred million Saudi Riyals (300,000,000) Riyals, which has been deposited in a licensed bank.	

<p><u>Article (7) Share Subscription:</u></p> <p>The shareholders have subscribed to all of the capital shares amounting to (150,000,000) shares, paid in full.</p>	<p><u>Article (7) Share Subscription:</u></p> <p>The shareholders have subscribed to all of the capital shares amounting to (300,000,000) shares, paid in full.</p>
<p><u>Article (8) Company Management</u></p> <p>b) The method of operation of the Board of Directors shall be determined as follows: The company shall be managed by a Board of Directors composed of six (6) members elected by the General Assembly of Shareholders for a period not exceeding three (3) years, with the exception that the Incorporation General Assembly shall appoint the first Board of Directors for a period of five (5) years. The Board of Directors shall meet at least four times per year upon the invitation of its Chairman, and the invitation shall be in writing and accompanied by the agenda. The Chairman of the Board must call a Board meeting upon the request of any Board member.</p>	<p><u>Article (8) Company Management</u></p> <p>b) The method of operation of the Board of Directors shall be determined as follows: The company shall be managed by a Board of Directors composed of six (6) members elected by the General Assembly of Shareholders for a period not exceeding four (4) years, with the exception that the Incorporation General Assembly shall appoint the first Board of Directors for a period of five (5) years. The Board of Directors shall meet at least four times per year upon the invitation of its Chairman, and the invitation shall be in writing and accompanied by the agenda. The Chairman of the Board must call a Board meeting upon the request of any Board member.</p>