



KPMG Professional Services Company

Roshn Front, Airport Road
P.O. Box 92876
Riyadh 11663
Kingdom of Saudi Arabia
Commercial Registration No 1010425494

Headquarters in Riyadh

شركة كي بي إم جي للاستشارات المهنية مساهمة مهنية

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

المركز الرئيسي في الرياض

Independent Limited Assurance Report to Yaqeen Financial (Yaqeen Capital) Company on the Board of Directors' Declarations on the Requirements of Article 71 of the Companies Law

To the Shareholders of Yaqeen Financial (Yaqeen Capital) Company

We were engaged by the management of **Yaqeen Financial (Yaqeen Capital) Company** (the "Company") to report on the Board of Directors' declaration (the "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 2025 in which any of the members of Board of Directors ("BoD") 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 Declaration enclosed in the attached Appendix 1 prepared by the management in accordance with the requirements of Article 71 of the Companies Law, presented by the BoD of the Company, which comprises the transactions carried out by the Company during the year ended 31 December 2025 in which any of the members of the BoD of the Company had direct or indirect interest.

Applicable Criteria

We have used Article 71 of the Companies Law issued by Ministry of Commerce ("MoC") as the Applicable Criteria.

Management'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 Yaqeen Financial (Yaqeen Capital) Company on the Board of Directors' Declarations on the Requirements of Article 71 of the Companies Law

To the Shareholders of Yaqeen Financial (Yaqeen Capital) Company (Continued)

Management'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 Yaqeen Financial (Yaqeen Capital) Company on the Board of Directors' Declarations on the Requirements of Article 71 of the Companies Law

To the Shareholders of Yaqeen Financial (Yaqeen Capital) Company (Continued)

Procedures Performed

Our procedures performed are as follows:

- Obtained the Declaration that includes the transactions performed in which any of the Board of Directors (the "BoD") of the Company has either direct or indirect interest during the year ended 31 December 2025;
- Reviewed the minutes of meetings of the BoD that indicate notifications to the BoD by certain directors of actual or potential conflicts of direct or indirect interest in relation to transactions involving the BoD member;
- Checked that the minutes of meetings of the BoD that the relevant directors who notified the BoD of actual or potential conflicts of direct or indirect interest did not vote on the resolution to recommend the related transactions;
- On a sample basis, obtained the required approvals along with supporting documents in respect of the transactions included in the Declaration; and
- Checked the transaction amounts included in the Declaration agree, where applicable, to the transaction amounts disclosed in note 16 to the audited financial statements of the Company for the year ended 31 December 2025.

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 Company



Saleh Mohammed S Mostafa
License No: 524



Riyadh on: 4 May 2026
Corresponding to: 17 Dhul Qi'dah 1447H

Date: 12 Dhul Qi'dah 1447 AH

Corresponding to: 29 April 2026 AD

From: The Board of Directors of Yaqeen Financial (Yaqeen Capital) Company

To: Shareholders of Yaqeen Financial (Yaqeen Capital) Company (Saudi Joint Stock Company)

Subject: Related party transactions involving Yaqeen Financial (Yaqeen Capital) Company and entities in which board members hold an interest during the fiscal year ended 31 December 2025.

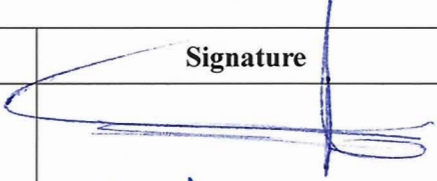


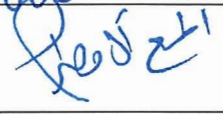

Dear Shareholders of Yaqeen Financial (Yaqeen Capital) Company,
Greetings,

Subject to the provision of Article 71 (Disclosure of Interest in Transactions and Contracts), paragraph (1): "Subject to the provision of Article 27 of this Law, a board member shall immediately disclose to the board of directors any direct or indirect interest he may have in company transactions or contracts. Such disclosure shall be recorded in the minutes of the board meeting. Said members may not vote on a decision by the board of directors and the general assemblies relating to such transactions and contracts. The board shall notify the general assembly, when it convenes, of the transactions and contracts in which such board member has direct or indirect interest; the notice shall be accompanied with a special report prepared by the company auditor in accordance with auditing standards approved in the Kingdom." We confirm that, to the best of our knowledge, there are no transactions where Board of Directors had any interest, which need approval from the General Assembly except for those mentioned below:

#	Related Party	Associated party with related party	Position in the Yaqeen Capital	Type of association with the related party	Service	Period	Terms & conditions	Amount (SAR)
1	Nayifat Finance Company	Abdalmohsen Al-Saleh	Ex-Chairman of Board of Directors	Ex-Vice Chairman of Board of Directors	Purchase and sale of commodities and portfolio management	1 year	Without preferred conditions or benefits	Management fee for 2025: 899,539
		Salman bin Abdulaziz bin Sheween	Vice Chairman	Ex-Board member				
2	Falcom Holding Company	Abdalmohsen Al-Saleh	Ex-Chairman of Board of Directors	Ex-Chairman of Board of Directors	Investment portfolio management	Indefinite, but contract can be terminated with 30 days' notice period	Without preferred conditions or benefits	Management fee for 2025: 366,799 (1% of net asset value)
		Salman bin Abdulaziz bin Sheween	Vice Chairman	Ex-Vice Chairman of Board of Directors				

All of the above transactions were conducted in the ordinary course of business, under approved contractual terms and conditions without any preferential or exceptional treatment

Approved by Board of Directors:

S.no	Name	Position	Signature
1	Abdullah bin Mohammed Al-Shmassi	Chairman	
2	Salman bin Abdulaziz bin Sheween	Vice Chairman	
3	Abdulrahman Hamad Al-Rubaia	Member	
4	Alma Saeed Al-Moter	Member	
5	Yahya bin Mutlaq Al-Yahya	Member	
6	Ahmed bin Ibrahim Al-Shabanah	Member	