

Terms and Conditions

Yaqeen S&P ESG MENA ETF

Yaqeen S&P ESG MENA ETF is an ETF is an open-ended Exchange Traded Fund that complies with the Shariah Supervisory Committee Standards and is regulated under the rules and regulations of the Capital Market Authority ("CMA") in the Kingdom of Saudi Arabia

Fund Manager

Yaqeen Capital Company



Custodian

Riyad Capital

- The Fund's terms and conditions have been reviewed and approved by the Fund's Board of Directors. The fund manager and the members of the Board of Directors, jointly and severally, shall bear the full responsibility for the accuracy and completeness of the information contained in the Terms and Conditions. The members of the fund's Board of Directors and the fund manager confirm the correctness and completeness of the information contained in the terms and conditions, and they acknowledge and confirm that the information contained in the terms and conditions are not misleading.
- "The Capital Market Authority approved offering the investment fund's units. The Authority does not bear any responsibility for the contents of the fund's terms and conditions and does not give any assurance related to their accuracy or completeness. The capital market authority does not give any advice on the feasibility of Investing in the fund. Its approval on offering the fund's units does not mean an advice to invest in it, and confirms that the decision to invest in the fund is for the investor or his representative."
- Yaqeen S&P ESG Fund Traded in the Middle East and North Africa has been certified as an investment fund that complies with Sharia standards approved by the Sharia Supervisory Committee appointed for the investment fund.
- The fund manager states that the terms and conditions of the fund and all other documents are subject to the investment funds regulation and include complete, clear and correct information and not misleading about the investment fund.
- Each investor must read the terms and conditions of the Fund and all other documents of the Fund carefully and accurately before making the decision to invest.
- The fund manager undertakes to register the fund with the Zakat, Tax and Customs Authority within the statutory period. It also undertakes to submit the declaration of information and data requested by the Zakat, Tax and Customs Authority for the purposes of examining and reviewing the declarations during the statutory period and providing the unitholders in charge with the publishable information necessary for the calculation of the Zakat base. In short, the Zakat, Tax and Customs Authority will terminate the fund within the statutory period for that, and the regulations and rules related to investment funds issued by the Zakat, Tax and Customs Authority can be viewed through the website: <https://zatca.gov.sa/ar/pages/default.aspx>

- Unitholders shall be deemed to have accepted and signed the Fund's Terms and Conditions, upon subscribing in any listed unit of the fund..
- The unit owner is deemed to have signed the Fund's terms and conditions upon purchasing any unit of the ETF.
- The fund's performance can be viewed through reports to be issued by the fund manager and published on the fund manager's website and the website of the Saudi Stock Exchange "Tadawul".
- We advise investors to read and understand the Fund's terms and conditions. If it is difficult to understand the Terms and Conditions of the Fund, we recommend that you take the advice of a professional advisor.
- The date of approving the establishment of the investment fund and offering its units: 03/04/ 2024 G,
It was last updated on 28/06/2026G

Table of Contents

Table of Contents	3
Fund Summary.....	4
1.Investment fund.....	11
2.Applicable Law	11
3.Investment policies and practice	11
4.The main risks of investing in the fund	16
5.Risk Assessment Method	22
6.The target group for investment in the fund.....	22
7.Investment Restrictions/Limits.....	22
8.Currency	23
9.Fees, Charges and Expenses	23
10.Evaluation and Pricing	28
11.Dealings.....	31
12.Distribution Policy	33
13.Reporting to Unit holders.....	33
14.Unit holders Register	34
15.Unit holders Meeting.....	34
16.Unit holders' Rights	35
17.Unit holders' Liability.....	36
18.Units Characteristics	36
19.Changes to the Fund's Terms and Conditions.....	37
20.Termination and liquidation of the investment fund	38
21.Fund Manager	39
22.Fund Operator.....	43
23.Custodian.....	44
24.Brokerage	47
25.Fund Board	48
26.Sharia Supervisory Committee	51
27.Tax & Zakat Advisor	54
28Auditor	54
29.Fund assets	56
30.Complaints procedures	56
31.Other information	56
32.Additional Information Requirements for Certain Types of Funds	57
33.Unitholder Declaration	59

Fund Summary	
Fund name	Yaqeen S&P ESG MENA ETF
Fund Type	An open-ended Exchange Traded Fund.
Fund manager	Yaqeen Capital Company.
Purpose of the fund:	The Fund aims at following and simulating the index performance through passive management of a basket of stocks.
Level of risks	The fund is considered high risk.
Minimum subscription and redemption during the initial offering period	The initial offering period is the period during which the Fund's units are offered for subscription. The minimum limit for subscription and cancellation of subscription during that period will be One package of the Units. The number of units per package is 25,000 Fund units, equivalent to 250,000 Saudi riyals.
Minimum subscription and redemption during the secondary market	There is no minimum subscription and redemption on the secondary market. After the end of the listing period, an authorized market maker will act to provide the bid and ask prices at which units of units in the fund can be bought or sold by investors, and accordingly investors can buy and sell units in small quantities.
Trading / evaluation days	Every business day in the Kingdom of Saudi Arabia according to the official business days of the Saudi Tadawul Company, which are from Sunday to Thursday.
Announcement days	The process of assessing the net asset value takes place at the end of the day from Sunday to Thursday, and the prices are calculated and published after closing the market.
Date of paying the refund value	Not applicable
Unit price upon initial offering (nominal value)	10 Saudi Riyals
Fund currency	Saudi Riyals
Investment fund term and maturity date	There will be no fixed term for the fund's operation, nor a date for the fund's maturity.
Date of Operating the fund	The date of the Authority's approval of establishing the investment fund and offering its units is 24/09/1445 H corresponding to 03/04/2024 G.
Date of issuance of terms and conditions, and the latest update	24/09/1445 H corresponding to 03/04/2024 G. and was last updated on 28/06/2026G
Earlier refund fees	Not applicable
Index	S&P Pan Arab Composite ESG Shariah Capped Index (USD)

Fund operator	Yaqeen Capital Company.
Custodian	Riyad Capital
Auditor	PwC
Fund management fees	0.50% of the fund's net asset value annually calculated on each valuation day as a percentage of the net asset value and paid to the fund manager every quarter as dues.
Subscription and refund fees	Not applicable
Custodian's fees	Custody fees range from 0.050% to 0.25% depending on the market in which the fund invests. The transaction fees for the custodian will range between SAR 35 and SAR 170 per transaction depending on the market in which the fund is traded. The minimum amount that must be paid is 18,000 Saudi riyals annually.
Dealing fee	It is paid by the Fund based on actual costs, and its total value will be disclosed each quarter in the Fund's quarterly report. Brokerage fees range from 0.30% to 0.65% depending on the market in which the fund invests.
Other fees and expenses	These shall not exceed 0.10% of the net asset value of the fund and includes, but is not limited to, legal advisory fees for transactions, and only the actual fees will be deducted.
Performance fees	None
tax and zakat advisor	PKF Al Bassam Company, with annual fees of SAR 1,400.

Glossary	
Fund	Yaqeen S&P ESG MENA ETF
Terms and conditions	Contracts that contain the data and provisions required under the provisions of the Investment Funds Regulations and are signed between the fund manager and the unit holders. Purchasing the fund's units from the market is an acknowledgment by the unit owner that he has reviewed them.
Fund manager / operator	Yaqeen Capital Company (Fund Manager), which is a person licensed to practice management business licensed and regulated by the Capital Market Authority under License No. 06020-37 and is responsible for managing the investment fund.
Exchange Traded Funds	Investment Funds that follow a specific Index or a Basket of Assets and are divided into equal Units that are traded in the Capital Market during the trading periods. These Funds have the privileges of Mutual Investment Funds and the Stocks.
Passive management	It is a management method in which the Fund Manager keeps track of the weights and quantities of a specific Index to simulate the performance of such Index.
Investment Funds Regulations	Means the Investment Funds Regulations approved by the CMA Board on 24/12/2006 AD and amended by the Resolution No. (2-22-2021) dated 24/2/2021 AD.
Capital Market entities regulation	That is, the regulations of the same name issued by the Board of the Saudi Capital Market Authority pursuant to Resolution No. 1-83-2005 dated 21/5/1426 H (corresponding to 28/6/2005 G) based on the Capital Market Law issued by Royal Decree No. 30 dated 2/ 6/1424 H and amended by the Capital Market Authority Board Resolution No. 2-75-2020 dated 22/12/1441 H corresponding to 12/8/2020 G.
Capital Market Authority.	The Capital Market Authority in the Kingdom of Saudi Arabia.
Capital Market law	Capital Market Law issued by Royal Decree No. (M/30) dated 2/6/1424 AH.
Saudi Tadawul Group	Saudi Tadawul Group is the only entity authorized to operate as a stock exchange (the "Exchange") in the Kingdom of Saudi Arabia Saudi Exchange
Securities Depository Center or Depository Center (Edaa)	It is a company wholly owned by Saudi Tadawul Group, and it is the only KSA entity authorized to deposit securities traded in the Saudi Stock Exchange and to register and transfer such securities.
Executing broker	It is a financial company licensed by the regulatory authorities in the countries in which it operates that specializes in arranging, providing, implementing, and managing one or more assets that the fund manager intends to invest in. The broker is selected according to specific policies and standards to ensure the broker's efficiency in performing the tasks required of him.
Register	Register of unit holders, which is deposited in the deposit center.
Working day or day	A working day in the Kingdom according to the official working days in the market

Calendar day	It means any day, whether it is a working day or not.
Evaluation day	The day on which the unit net price is evaluated.
Evaluation Points	There will be a recurring indicative evaluation of the Fund's net asset value by issuing an indicative evaluation every 15 seconds during trading hours, in addition to evaluating the net asset value at the end of each trading day.
total value of the fund's assets	The value of the fund's assets that is evaluated according to the method of evaluation mentioned in the fund's terms and conditions
Net value of the fund's assets	The total value of the fund's assets minus its liabilities.
Net asset value for the unit	The monetary value of any unit based on the total value of the assets of the investment fund minus the value of liabilities and expenses, then the outcome is divided by the total number of outstanding units on the valuation date.
Total assets	For the purposes of the Investment Funds Regulations and the Real Estate Investment Funds Regulations, it means the value of the fund's assets that are evaluated according to the method of evaluating the assets mentioned in the terms and conditions of the fund.
One basket	It refers to one Basket of the Fund's Assets.
One package	It is one package of Units. It consists of 25,000 Traded Units of the Fund. It is equivalent to One Basket of the Fund's Assets
Unit	The share of the owner in the investment fund that consists of units, and each unit is treated as a common share in the assets of the investment fund.
Benchmark Index	It is the S&P Pan Arab Composite ESG Shariah Capped Index (USD) that the Fund will follow inactively in order to achieve a level of performance similar to the performance of the index before fees and expenses.
Index provider	S&P OPCP LLC, a subsidiary of Indices ("SPDJ") S&P DOW Jones, that provides investment decision support services based in the USA - New York.
Environmental, Social and Governance standards (ESG)	It is a set of standards based on analyzing companies' operations and disclosures according to standards to be evaluated within the framework of environmental, social, and governance standards and integrating these factors into the investment process. Environmental, social, and corporate governance, which is known as ESG, describes the three main areas that have been implemented and Developed globally to be the main factors for measuring the ethical impact of investment in a company or business, which is the field of investments that seek to achieve positive returns on society, the environment, and the performance and methods of managing companies.
Market maker	Yaqeen Capital, a financial market institution authorized to trade, enters buying and selling orders continuously during trading hours for the purpose of providing liquidity for the traded units of the ETF.

Market initial operations	Issuance and cancellation of traded fund units by the fund manager and through the market maker.
Rebalancing operations	These are operations that are quarterly carried out by the Fund Manager to ensure that the Fund conforms to the Index Constituents and the availability of sufficient cash in the Fund to meet expenses and any other commitments.
Deviation ratio	It is the ratio of the Fund's performance deviation from the performance of the Benchmark Index during the annual comparison period.
Primary Market	It is also known as the new issues market, which is the market in which Units are issued or redeemed by the Market Maker.
Secondary market	It is where issued securities and Units are bought and sold in the Primary Market, where stocks can be bought and sold directly in the market.
Closing date	The end date of the initial offering period.
Listing date	Means the date of listing the units in the Saudi Stock Exchange.
Unit price in the initial offering	It means the unit offering price during the initial offering period, which is 10 Saudi riyals.
Subscription amount	Means the amount contributed by the Unit holder when subscribing to the Initial Offering.
Subscription application form	The form used to request subscription and any documents required according to the regulations of the Capital Market Authority and the rules of anti-money laundering and terrorist financing, and any attached information signed by the investor for the purpose of subscribing to the fund's units, provided that they are approved by the fund manager.
Initial offering period	It means the period during which the units will be offered in accordance with the Investment Funds Regulations within a period of 15 working days, starting on Wednesday 04 / 11 / 1445 H (corresponding to 12 / 05 / 2024 G), and ending on Tuesday on 22 / 11 / 1445 H (Corresponding to 30/05/2024 G). There may be an extension of the offering period by 45 working days.
Offering	Means the initial offering or any subsequent public offering of Units in accordance with the terms and conditions of the Fund.
Unit holder	The investor who invests in the fund by owning units.
Receiving entity / entities	Means the entities receiving applications for subscription to the "Yaqeen S&P ESG MENA ETF " as indicated in the fund's documents.
Fund Board of Directors	It is a board whose members are appointed in accordance with the Investment Funds Regulations to monitor and supervise the work of the relevant fund manager.
Listed company	It is any company that has any type of securities listed in the market.
Saudi riyal / SAR	Saudi riyal, i.e.: the official currency in the Kingdom of Saudi Arabia.

Value added tax (VAT)	It is an indirect tax imposed on all goods and services that are purchased or sold by entities, with some exceptions. The Kingdom began implementing the value-added tax starting from January 1, 2018, and the tax rate is according to what is approved by the concerned authorities in the Kingdom.
Shariah Supervisory Committee Standards	They are the Sharia standards and controls that apply to the Fund's business and investments and are approved by the Sharia Board.
Indicative Net Asset Value (INAV)	The value of one Unit of the Traded Fund at a certain time during the official trading times in the Market. It is calculated by dividing the Total Value of Fund's Assets - according to the last trading price plus the available cash and subtract any accrued fees which is calculated on the basis of the Net Asset Value of the Fund for the last Working Day – by the number of existing trading Units. The indicative value of the Unit is announced every 15 seconds during the trading hours through the websites of the Fund Manager and the Saudi Exchange.
Cash Subscription	Direct cash subscription by accepting a cash amount determined by the fund manager in exchange for creating fund units
In-Kind Subscription	Not applicable
Cash	The total cash assets of the Fund obtained, for example but not limited to, from cash dividends for company shares and subscriptions, and a percentage not exceeding 5% of the net assets of the Fund is reserved to cover the Fund's expenses.
MENA	It is an abbreviation for the Middle East and North Africa region, which is Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, Saudi Arabia, Tunisia, and the United Arab Emirates.
S&P DJI ESG score	They are the results of the evaluation points issued by a collaboration between the S&P Dow Jones Indices (S&P DJI) and S&P Global Sustainable ¹ Research, which measures the overall financial performance of the sector related to environmental, social and governance (ESG) factors.

Fund Guide	
Fund Manager	
Custodian and Brokerage	
Auditor	
Index service provider	S&P Dow Jones Indices A Division of S&P Global
Receiving entities	
Organizing entity	 هيئة السوق المالية Capital Market Authority 
Tax and zakat advisor	 PKF AI Bassam Chartered Accountants

1. Investment fund

a) Fund name and type: Yaqeen S&P ESG MENA ETF is an open, publicly traded index fund, compliant with the regulations of the Sharia Board.

b) The date of issuance of the terms and conditions of the Fund, and the latest update: 24/09/1445 H corresponding to 03/04/2024 G, It was last updated on 28/06/2026G

c) The date of the Authority's approval of offering the Fund's units: 24/09/1445 H corresponding to 03/04/2024 G.

d) Duration of the investment fund and its maturity date: There will be no specific period for the fund's operation and no date for the fund's maturity.

2. Applicable Law

The Fund Yaqeen S&P ESG MENA ETF, and the fund manager are subject to the financial market law, its executive regulations, laws, and other regulations applied in the Kingdom of Saudi Arabia.

3. Investment policies and practice

A) The investment objectives of the Investment Fund:

1) The Fund seeks to achieve performance similar to the performance of the index through passive management of a Shares basket with the highest ranking in the total score of the ("S&P Pan Arab Composite ESG Shariah Capped Index (USD ") and listed on the Middle East and North Africa (MENA) markets, namely Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, Saudi Arabia, Tunisia, and the United Arab Emirates, compatible with the controls of the Sharia Committee.

2) No profits are distributed to unit owners, but all profits, distributions and revenues generated are reinvested in the fund itself.

- The fund will concern about the environmental, social and governance aspects of the companies it wants to invest in, which are the three main areas that have been developed globally to be the main factors for measuring the ethical impact of investing in a company or business, which is the field of investments that seek to achieve positive returns on society, the environment and performance. And methods of managing companies.

B) The type of securities in which the fund will invest mainly:

- The fund will invest in the shares compliant with the Shariah controls of the Fund's manager and listed in the Middle East and North Africa (MENA) markets, namely Bahrain, Egypt, Jordan, Kuwait,

Morocco, Oman, Qatar, the Kingdom of Saudi Arabia, Tunisia, and the United Arab Emirates, within the shares of companies in the benchmark index portfolio.

- The Fund Manager may keep the cash available to him in the Fund, according to the Fund Manager's discretion and within the framework of the Fund's investment objectives, to cover the Fund's expenses.

C) Any concentrated policy of investment in specific securities, or in an industry or group of sectors, or in a specific country or geographic region:

- The fund will invest at least 95% of the net asset value of the fund in shares of companies compatible with the standards of the Sharia Supervision Committee listed in the Middle East and North Africa markets (MENA), which are Bahrain, Egypt, Jordan, Kuwait, Morocco, Amman, Qatar, Saudi Arabia, Tunisia, and the United Arab Emirates compatible with the standards of the Sharia Supervision Committee, the fund will keep with a maximum of 5% of the net asset value of the fund as cash, to cover the Fund's expenses.
- The fund will seek to simulate the performance of the index through maintaining a deviation margin compared to the performance of the index (a maximum of 2% annually) between the performance of the fund and the performance of the index, taking into account the factors of income, fees and expenses, and there are no guarantees that the fund manager can match the performance of the indicator.

D) A table showing the percentage of investment in each investment field at the lowest and higher limits:

Asset categories	Minimum	Maximum
Shares of companies that comply with the controls of the Sharia Committee and are listed on the Middle East and North Africa (MENA) markets.	95%	100%
Cash	0%	5%

E) Securities markets in which the fund is likely to buy and sell its investments: The fund invests in the securities listed in the Middle East and North Africa markets (MENA), namely Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, Saudi Arabia, Tunisia, And the United Arab Emirates.

F) Disclosure of whether the fund manager intends to invest in the investment fund units: The fund manager or his affiliates or employees have the right to invest in the fund at their own discretion, participate in the Fund as an investor during the initial offering period of the Fund or after the launch

of the Fund, and the Fund Manager reserves the right to reduce its participation in whole or in part whenever it deems this appropriate.

G) Types of transactions, methods and tools that the fund manager can use for the purpose of making his investment decisions to the Investment Fund: All investment decisions are issued by the fund manager only, and some decisions may be implemented through an intermediary implementing external investments. The fund follows a passive management method to achieve similar performance to (S&P Pan Arab Composite ESG Shariah Capped Index (USD)). In any case, rebalancing operations are carried out periodically (at least every quarter) in order for the purpose of ensuring that the performance of the index matches and the availability of sufficient cash in the fund.

H) The types of securities that cannot be included in the fund's investments: The fund will not invest in securities other than the securities mentioned in these conditions and terms.

I) Any other restriction on the type (types) of securities or other assets in which the fund can invest: The fund will not invest in any securities that do not conform with the criteria of the Sharia Supervision Committee of the Fund, and the fund is obligated to the restrictions in the investment funds regulation.

E) The limit in which the fund's assets can be invested in a fund units or investment funds managed by that manager or other fund managers: The fund will not invest in any other funds.

K) The powers of the Investment Fund in lending and borrowing, and the policy of the fund manager regarding the exercise of the powers of lending and borrowing, and a statement of its policy regarding the mortgage of the fund's assets:

- The Fund is not authorized to grant loans to any other parties.
- The Fund is not authorized to borrow, and therefore the Fund Manager will not carry out any operations that can be interpreted as borrowing operations.

L) The upper limit for dealing with any equivalent party: the fund manager will be committed to the restrictions imposed by the investment funds regulation, wherever applicable.

M) Fund manager policy for the Fund Risk Management: The Fund Manager will apply the internal risk policies that are in line with the nature of the Fund, through the Passive Management that achieves the Fund's Objectives referred to in the Terms and Conditions of the Fund. This includes the fact that the Fund Manager shall exert necessary effort to ensure that: The Fund does not bear any investment risk that is disproportionate to the nature of the Fund, without prejudice to the aforementioned Investment Objectives and Policies. Also, the Risk Management Department shall, if any accidents or incidents occur, provide the Fund's Board of Directors with a report discussing the risks related to the Fund. Accordingly, such risks shall be assessed, and necessary measures shall be taken to protect the interests of the unitholders, in line with the applicable laws and regulations and the Fund's Investment Objectives and nature.

N) Benchmark index:

- **The Fund's benchmark Index is** (S&P Pan Arab Composite ESG Shariah Capped Index (USD)). It is an index that measures the performance of the 40 highest-rated companies, according to ("S&P DJI ESG score") out of 60 of the largest companies. Securities are included in the index by weighting the market value of free float shares, and there is a maximum limit in the components of the basic index, which is 8% for each issuer and 30% for the country, to mitigate the risks of concentration.

For information about the underlying index (S&P Pan Arab Composite ESG Shariah Capped Index (USD)), please refer to the S&P Pan Arab Indices Methodology available at www.spglobal.com/spdji .

- **The index provider:** S&P OPCP LLC, a subsidiary company of S&P Dow Jones Indices ("SPDJI") and it provides services to support investment decisions based in the United States of America - New York.

- **The methodology used to calculate the index:**

- The index measures the performance of 40 companies out of 60 of the highest-ranking companies according to the market value of free float shares and according to the results of the evaluation ("S&P DJI ESG score"). This evaluation is the result of cooperation issued between the S&P Dow Jones Indices (S&P DJI) and (S&P Global Sustainable1 Research), Which measures the overall financial performance of the sector related to environmental, social and governance (ESG) factors.

- The index consists a maximum 30% for each country and 8% for each issuer in the Middle East and North Africa (MENA) markets that were selected according to environmental, social and governance (ESG) Which also meets the requirements detailed in the eligibility criteria for including companies in the basic index, which are:

1- It must be included in the index.

2-It must be listed on one of the Middle East and North Africa (MENA) markets, i.e. Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, Saudi Arabia, Tunisia, and the United Arab Emirates.

3- The eligible companies are arranged within the basic index in descending order according to the market value of free float shares at the company level, and the 60 largest companies are selected from the third step. If there are fewer than 60 eligible companies, the eligible group will contain fewer than 60 companies.

4- The companies selected from Step 3 are then ranked in descending order by their S&P DJI ESG score. It then selects the 40 largest companies. If there are fewer than 40 eligible companies, the index will contain fewer than 40 companies.

If a company shares the same S&P DJI Score with another company, the company with the largest free float market capitalization will be selected and included in the index.

S&P Global Islamic Indexes Methodology adopts Shariah-compliant investment principles and does not permit investing in companies that directly conduct prohibited business or gain more than 5% of their revenues from prohibited business, e.g. alcohol, tobacco, pork-related products, and conventional finance, or defense and weapons or gambling and other prohibited activities. In addition, S&P Global Islamic Indexes do not allow investment in companies deriving significant income from interest or companies that have excessive leverage.

S&P Global Islamic Indexes uses three financial ratios to screen for such companies:

1) total debt over average issuer market capitalization for the last 36 months, provided that this ratio does not exceed 33.33%.

2) the sum of a company's cash and interest bearing securities over average issuer market capitalization for the last 36 months, provided that this ratio does not exceed 33.33%.

3) the sum of a company's accounts receivables and cash over average issuer market capitalization for the last 36 months, provided that this ratio does not exceed 49.00%.

- If a company derives part of its total income from interest income and/or from prohibited activities, Shariah investment principles of the index state that this proportion must be deducted from the dividends. The Fund Manager will get rid of the forbidden return periodically and the same will be declared in the periodic reports of the Fund.

- For Shariah details, please review clause 25, the "Sharia Supervision Committee".

- Securities in the index are included by weighting the market value of free float shares, and there is a maximum limit in the components of the basic index, which is 8% for each issuer and 30% for the country, in order to mitigate concentration risks. The cap applies at the source level in each period in which the index is revised; if any issuer exceeds 8%, the excess weight is redistributed proportionately to all remaining components. If any country's weight exceeds 30%, the excess weight is distributed proportionately among the unrestricted countries.

- The index will be rebalanced on a quarterly basis, and the fund will also be rebalanced on a quarterly basis to match the index.

- In each quarterly reassessment of the composition, the process of selecting the components of the index is as follows:

1) The eligible companies are arranged within the basic index in descending order according to the market value of free float shares at the company level.

2) the 60 largest companies are selected from the first step. If there are fewer than 60 eligible companies, the eligible group will contain fewer than 60 companies.

3) The companies selected from Step 2 are then ranked in descending order by their S&P DJI ESG score. It then selects the 40 largest companies. If there are fewer than 40 eligible companies, the index will contain fewer than 40 companies.

- Index components that have been removed from the components of the basic index, including stocks that have become non-compliant with Islamic Sharia, are removed in each rebalancing process.

- **Index Calculation Methodology:** the total return on the index that measures the market performance, this includes price performance and income from dividends. This income is reinvested in the index and thus forms a part of the index's overall performance.

Total Return Index Level: As a general principle, today's Index level is obtained by applying the change in the market performance to the previous period Index level: "Total Return Index Level (T) = Total Return Index Level (T-1) * (Index Adjusted Market Cap (T) + Index Dividend Impact) / Index Initial Market Cap (T)"

Index account currency: US dollar.

- The index data and its components can be found at the following link:

- (<https://www.spglobal.com/spdji/en/>)

P) Derivatives contracts: The fund will not invest in financial derivatives.

Q) Any exemptions approved by the Capital Market Authority regarding any restrictions or limits on investment: None.

4. The main risks of investing in the fund

a. Investing in similar funds is generally considered a high-risk investment, and the fund manager cannot confirm that an increase will occur in the value of investments in the fund. The value of investments in the Fund and the income generated therefrom may fall or be subject to increased volatility, and there can be no assurance that the Fund's investment objectives will be achieved.

b. The performance history of the investment fund or the benchmark is considered irrelevant in terms of future performance of the fund.

c. The Fund does not guarantee for the unitholders that its absolute performance will be repeated or identical to the previous performance.

d. Investing in the Investment Fund does not constitute a deposit with any local bank that markets or sells securities or is affiliated to the Investment Fund.

e. Investing in the Fund is only suitable for investors who are aware of the risks involved in this investment and who are able and willing to bear the risk of losing part or all of their capital as a result of investing in the Fund.

f. A List of the potential main risks associated with investing in the Investment Fund, the risks to which the Investment Fund is exposed too, and any circumstances that may affect the Fund's net asset value and revenues:

- **Risks in the field of investment:** The Fund may be exposed to investment risks that may lead to the loss of the invested funds. The Fund Manager does not make a guarantee or commitment that the Fund's objectives will be achieved.
- **Re-investment risks:** These are the risks resulting from the fund manager reinvestment of the dividends and capital profits resulting from the fund's investments. Accordingly, the amounts of profits may not be invested at the prices at which the assets were initially purchased, and thus the high cost of purchasing the asset, which negatively affects the fund's performance and the unit price.
- **Unit price fluctuation risk:** The prices of listed stocks and/or ETFs are generally subject to short- and medium-term fluctuations which may result in fluctuations in the unit price. This may negatively affect the Fund's performance and may therefore negatively affect the Fund's net asset value and unit price.
- **Exposure to changes in legislation:** When investing in global securities markets, there are risks related to changes in legislation enacted by various authorities related to financial markets, which may lead to sharp fluctuation in prices, and this may negatively affect the performance of the Fund and thus may have a negative impact on the net asset value of the fund and the unit price. The Fund may also contract with custodians outside the Kingdom regarding the custody of the Fund's units, and these agreements may be subject to settlement procedures and regulatory requirements that are different from their counterparts in the Kingdom.
- **Risks of trading in international financial markets:** Investing in international financial markets may involve additional risks related to those markets or countries in terms of economic, political and regulatory aspects or market conditions. Therefore, economic fluctuations may negatively affect the performance of the fund and the unit price.
- **Risks of different trading times for the fund's assets:** it is possible for the units listed in the market to trade at a value higher or lower than the net asset value of the fund for the pilot unit, due to circumstances beyond the control of the fund manager or because the international markets operate at different times from the Saudi market, which negatively affects the calculation of the net value of

the fund's assets and/or the closing price and/or the performance of the fund and the value of the fund's assets per unit.

- **Weekly Trading Days Difference Risks:** The Saudi Market operates from Sunday to Thursday, While the working days of markets may differ in the Middle East and North Africa. Accordingly, the securities and/or other assets held by the Fund are traded in the Middle East and North Africa Markets, which may be closed, while the Saudi Market, in which the Fund's Units are traded, is opened, and vice versa. There may be deviation between the official Unit price and the trading price of Units compared to Net Asset Value of one Unit. These deviations may result in a difference between the trading price and the Fund's Net Asset Value for the Unit, which may not necessarily reflect the effects of the net value of Units. Accordingly, the Fund's Units may be traded at a value that is higher or lower than the Fund's Net Asset Value per Unit (NAV).
- **The risks of Eids and official holidays:** It is possible that some international markets may be closed while the Saudi market in which the Fund's units are traded is open or vice versa, as in cases of Eids and national holidays, there may be a deviation between the official unit price and the trading price of the units compared with the net value per unit NAV. These deviations may result in a difference between the trading price and the price of the Fund's net asset value per unit (NAV), which may not necessarily reflect changes in the unit's net asset value, and this may lead to the Fund's units trading at a value higher or lower than the Fund's net asset value per unit (NAV).
- **Risks related to exchange rates:** The Fund invests in securities and other assets denominated in currencies other than the Fund's base currency (US Dollar). The Fund will bear the impact of impairment against the base currency of the currencies in which the Fund has invested. Accordingly, investors in the fund will bear the risks of negative changes that may occur in the currency exchange rate, which lead to a decrease in the investments of the fund's unit holders.
- **Risks of relying on the fund manager's staff:** The success of investing the fund's assets depends to a large extent on the skills and experience of the professional staff working for the fund manager, and thus the fund's returns are negatively affected as a result of the change in those in charge of managing the fund.
- **Political and legal risks:** these represent cases of political instability, the issuance of new legislation or laws, or the introduction of changes in existing legislation or laws, which will negatively affect the Fund's investments and the unit price.
- **Economic risks:** The financial markets in which the fund invests are linked to the general economic situation that affects the profitability of companies and the level of inflation, interest rates and unemployment. Therefore, economic fluctuations can negatively affect the performance of the fund.
- **Passive Management Risks (Index Risks):** The Fund follows the method of passive management by following up the performance of the index. This may result in the possibility of the Fund retaining components of the index shares regardless of developments at the macro level or in the performance

of a particular stock or industry. Holding the shares of certain companies without responding to a change in market factors or in the level of performance of certain shares may negatively affect the fund's performance.

- **Risks of a decrease in the correlation coefficient:** the fund's returns may not match the returns of the index because the fund is exposed to a number of operating expenses that are not applicable in the case of the index. The fund may bear some expenses of operations in sale and purchase when making rebalancing to reflect the changes that occur in the index's portfolio. The Fund's investments may not be entirely in stocks due to cash flows or cash reserves held by the Fund to meet any expenses or liabilities.
- **Risks of Natural Disasters:** Volcanoes, earthquakes, hurricanes, floods and other natural phenomena that may cause great damage to property cannot be controlled, and may negatively affect all economic and investment sectors, leading to a decrease in the investments of the Fund's unit holders.
- **Market Maker Risks:** These are the potential risks resulting from the tasks carried out by the Market Maker, including providing the necessary liquidity for daily trading, in addition to pricing the Fund's units close to the value of the pilot unit. The failure of the fund manager to carry out one or more of his duties in a correct manner, or in the event of depletion of the stock of units allocated to the market maker, may affect the availability of the necessary liquidity for trading, and thus the trading price of the units, up or down.
- **Risks of Conflict of Interest:** The Fund Manager shall be responsible for conducting all matters related to the Fund in a manner that ensures taking into account the interest of the unit holders, acting in good faith and integrity, and exerting the necessary care in managing the Fund. However, the work of fund managers, officers or employees may be associated with related activities and/or transactions, on behalf of other funds and/or clients, whose interests may conflict with the fund's objectives and investments, and the occurrence of this may have a negative impact on the fund's performance or lead to a decrease in the fund's performance or lead to decrease in the Fund unit prices.
- **Liquidity risk:** The investment liquidity may be low in some periods, which may increase the difficulty of rebalancing the components of the basket when buying or selling the fund's basket. Also, the low market liquidity may negatively affect the market prices of the Fund's investments, which may reflect negatively on the value of the Fund's units
- **Technology risks:** These are the risks arising from the business related to the use, operation, participation, influence and adoption of information technology at any entity related to the Fund. Where the fund manager, custodian, and market maker, for example, depend on the use of technology in managing the fund's operations and preserving its assets, however, its various technical and information systems may be exposed to viruses, hacking operations, or partial or total sudden failure despite high security precautions available, the matter that limits the possibility of managing

the fund's affairs or managing its assets in an effective and safe manner, and this occurrence may negatively affect the fund's performance or lead to a decrease in the price of the fund's units.

- **Risks of different price fluctuations between markets:** The price fluctuation of securities and/or assets held by the Fund is not limited to a price fluctuation range, as is the case in the Saudi market, which is limited to ten percent (+/- 10%), with an increase or decrease. Therefore, the price of the unit may rise or fall for more than the daily fluctuation rate allowed in the Saudi market for the fund's trading price, and accordingly, the trading price may not reflect the real value of one unit (NAV) in the market, and this may lead to trading of the fund's units with a value higher or lower than the net asset value of the fund per unit (NAV).
- **Sharia Standards Risks:** These risks represent the concentration of the Fund's investments in specific assets that are compatible with the Fund's Sharia standards, in addition to that it may limit the investment opportunities available to the Fund Manager to invest in them, and risks may also include the deviation of some of these assets from the Fund's Sharia standards. Consequently, it is necessary to dispose of them at prices that may be inappropriate, which may negatively affect the value of the Fund's net assets.
- **Risks of purging religiously forbidden revenues:** In the event that there are religiously forbidden revenues in the activities in which the investment has been made, the fund manager will dispose of the forbidden revenues according to the provisions of the Fund's Sharia Supervisory Committee, and this may negatively affect the size of the fund's assets, its performance and the unit price.
- **Tax, value-added tax, and zakat risks:** Investing in the fund may incur additional taxes imposed by the relevant authorities, for example, but not limited to, value-added tax or capital gains tax on the dividends of US companies, some of which may apply to the fund and its investments, and others may apply to the investor. If zakat is deducted or a tax is imposed on the fund, the fund's assets will decrease, which will negatively affect the fund's performance and the fund's unit price.
- **Credit and counterparty risk:** the risk of change in the financial conditions of the contracting parties as a result of changes in management, demand, or products and services, which may lead to non-fulfillment of the agreed obligations or contracts, and consequently to a decrease in unit prices.
- **Trading Suspension Risks:** Suspension of trading in the market as a whole or a group of securities may lead to the risk of unavailability and loss of a number of investment opportunities resulting from the inability to buy or sell, which negatively affects the Fund's investments and the unit price.
- **Risks of concentrating the creation and redemption of packages with one market maker:** Only licensed entities such as the market maker are allowed to create and retrieve packages, and when the fund has one market maker, the fund may face the risks of the market maker going out of business or its inability to create or redeem packages and the absence of another market maker to take his place, and this may lead to the Fund's units trading at a value higher or lower than the Fund's net asset value per unit (NAV).

- **Concentration Risks:** The Fund is subject to concentration risks as a result of focusing on one of the sectors or countries in which the Fund invests its assets, which in turn exposes the Fund to the risks of concentration of investments, which negatively affects the value of the Fund's assets.
- **Interest rate risk:** the risks resulting from a change in interest rates that affect the value of the securities and shares of companies in which the fund invests. Fluctuations in interest rates affect the evaluation of the fund's assets and its performance, and thus negatively affect the value of the assets of the fund's units.
- **Risks of primary and secondary offerings and primary rights and their scarcity:** It is possible that there may be a shortage in the initial offerings process at times, which is a result of the macroeconomic conditions of the initial offerings market, which affects the fund's achievement of its investment objectives and thus negatively affects the performance of the fund and the unit price in the fund and includes investment in the shares of the companies offered for initial public offering are the risks of limited shares available for subscription during the period of initial public offerings, and the investor's knowledge of the company issuing the shares is insufficient due to its limited performance history. This increases the risk of subscribing to its shares, which negatively affects the fund's performance.
- **Risks of the issuing company:** The value of the share or security of the issuing company is affected by any change in the financial position of the issuing company or its subsidiaries, or any changes in specific economic or political conditions that negatively affect the position of the issuing company and consequently affects the security.
- **Market risk:** Investing in the stock market is usually associated with high market volatility, in addition to the possibility of a large and sudden drop in the value of stocks, the possibility of losing part of the capital and a negative impact on the unit price. Therefore, the risk in stock investments is higher than the risk of investing in Money markets, Murabaha and other short-term investment instruments
- **Parallel Market Risks:** The parallel market is more risky than the main market due to the lack of disclosure requirements for companies and listing requirements in general compared to the main market. Also, the volatility rate for companies is higher in the parallel market, and the Fund's investments may be negatively affected as a result of these risks, in addition to the possibility of impairment or sudden loss in value and the possibility of losing part or all of the capital, and thus the value of the fund's assets will be affected.
- **Risks of concentrating investment in companies that apply environmental, social and corporate governance standards:** The Fund may be exposed to risks of concentrating on investing in companies that apply environmental, social and corporate governance standards. Due to the few and limited number of these companies in the market, it increases the risks of incurring losses as a result of concentration in investments.
- **Emerging Markets Risks:** The investments issued in emerging markets have low liquidity and their prices have a high fluctuation in the value of the Fund's assets. In addition, those markets have low

political and economic stability, which exposes the unit holders to more fluctuations in the prices of the Fund's units and thus a decline in investment returns for the fund.

- **Risks of non-allocation:** As a number of licensed companies and investment funds are invited to participate in initial public offerings, it is possible for the allocation percentage to decrease due to the increase in the number of companies and mutual funds in underwriting, which leads to the loss of the investment opportunity that negatively affects the performance of the fund and the unit price.
- **Risks of a decrease in the ESG rating for one of the investments:** A decrease in the ESG rating for one of the Fund's investments may lead to its exclusion from the Fund's portfolio, which may reflect negatively on the Fund's performance.

5. Risk Assessment Method

The Fund Manager acknowledges the existence of an internal mechanism to assess the risks related to the Fund's assets, and the Fund Manager periodically reviews the flow of investments compared to the Fund's index, bearing in mind that this does not reduce the degree of the Fund's risks, but as a means by the Fund Manager to assess the risks of the Fund's investments.

6. The target group for investment in the fund

The fund targets individual and legal investors and government entities wishing to invest inactively in companies with the highest environmental, social and corporate governance (ESG) ratings listed on the Middle East and North Africa (MENA) markets, namely Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, and the Kingdom. Saudi Arabia, Tunisia, and the United Arab Emirates, who meet the appropriate conditions for investing in this fund, taking into account the fund's investment objectives and the risks associated with investing in the fund, which every potential investor must carefully study and understand before taking any decision regarding investment in the fund, and it is advised to take the advice of a licensed professional advisor in the event that it is not possible to understand and evaluate the appropriateness of investing in the Fund.

7. Investment Restrictions/Limits

The fund manager and fund sub-manager are bound by the restrictions that apply to the fund contained in the Investment Funds Regulations, the terms and conditions of the Fund, the controls of the fund's Sharia board, and the decisions of the fund's Board of Directors.

8. Currency

The fund's currency is the Saudi riyal and the investment currency depends on the market in which we invest. In the event of payment for the units in a currency other than the currency of the fund, the fund manager will convert the payment currency into the currency of the fund according to the currency exchange rate in force at the time of subscription, and then the purchase will be effective based on the price after the conversion and the unit owner bears any fluctuations in exchange rates.

9. Fees, Charges and Expenses

A) Details of all payments from the investment fund assets, and method of calculation:

Type of fees and charges	Statement
Fund management fees	0.50% (twenty-five base points) of the annual net asset value of the fund calculated on each valuation day as a percentage of the net asset value and paid to the fund manager every quarter as dues.
Index provider fees	0.04% (four base points) of the annual net asset value calculated on each valuation day as a percentage of the net asset value. The index fee covers the index service provider's fees and any related publishing expenses, in addition to a fixed amount of \$7,000 annually (equivalent to 26,250 Saudi riyals).
Custodian's fees	Custody fees range from 0.050% to 0.25%, depending on the market in which the fund invests, with a minimum of 18,000 Saudi riyals, and fees are paid quarterly.
Auditor's fees	The fund shall pay the auditor annual fees equal to 55,000 Saudi riyals, to be paid on an annual basis.
Shariah board fees	To be borne by the fund manager
Subscriber record management (Eidaa)	The annual fee is calculated on the basis of the average net asset value of the fund, with a minimum amount of (50,000) fifty thousand Saudi riyals. 1. If the average net asset value of the fund is 100 million Saudi riyals: 0.08%. 2. If the average net asset value of the fund is more than 100 million Saudi riyals to 200 million Saudi riyals: 0.07%. 3. If the average net asset value of the fund is more than 200 million Saudi riyals: 0.06%.
Fees for listing in the Saudi stock exchange market (Tadawul)	50,000 Saudi riyals as an initial listing fee to be paid to the Saudi Tadawul Company (Tadawul).
Fees for publication on Tadawul's website	The fund pays the fees for publication on the Saudi Tadawul website (Tadawul) amounting to 5,000 Saudi riyals annually, Payable to the Saudi Tadawul Company (Tadawul).
CMA Regulatory Fees	The fund pays regulatory fees to the Capital Market Authority in the amount of 7,500 Saudi riyals annually.

Fees of independent board of directors members	SAR 2,000 for each independent member per meeting, with a maximum of SAR 4,000 annually per independent member (the total fees of the independent members shall not exceed SAR 12,000 annually).
Expenses and Fees of Dealing (Brokerage):	It is paid by the Fund based on actual costs, Brokerage fees range from 0.30% to 0.65% depending on the market in which the fund invests and its total value will be disclosed each quarter in the Fund's quarterly report.
tax and zakat advisor	SAR 1,400 Annually.
Other expenses (if any)	It does not exceed 0.10% of the net asset value of the fund and includes, but is not limited to, legal advisory fees for transactions, and only actual fees will be deducted, profit purification expenses are deducted after the decision of the Sharia Committee
Currency exchange fees	It is borne by the Fund.
Posting fees on Tadawul website	5,000 Saudi Riyals accrued on a daily basis and paid for Tadawul annually.

Note: All payments referred to above are subject to VAT, the rate of which may change from time to time.

*The maximum total fee rate will be 1% of the net asset value, and any increase will be borne by the fund manager

b) A table showing all fees and expenses, along with the method of calculating the consideration for services, commissions and fees, and the time of their payment by the investment fund:

Type of fees and charges	imposed percentage	calculation basis	Calculation timing	payment basis
Management fees	0.50% of the net asset value annually	Calculated from the fund's net asset value	Every calendar day	Paid quarterly
Index provider fees (variable part)	0.04% (four base points) of net asset value annually	Calculated from the fund's net asset value	Every calendar day	Paid quarterly
Index provider fees (fixed part)	7,000 US dollars annually (equivalent to 26,250 Saudi riyals)	Fixed amount deducted annually	Every calendar day	Paid annually
Custodian fees	from 0.050% to 0.25%, depending on the market in which the fund invests, with a minimum of 18,000 Saudi riyals	Calculated from the fund's net asset value	Every calendar day	Paid quarterly
Auditor's fees	55,000 SAR annually	Fixed amount deducted annually	Every calendar day	Paid annually
Subscribers records management (Eidaa)	• 0.08% (if the average net assets of the fund are 100 million Saudi riyals). • 0.07% (if the average net assets of the fund are more than 100 to one million Saudi riyals).	Calculated from the fund's net asset value	Every calendar day	Paid annually

	• 0.06% (if the average net assets of the fund are more than 200 million Saudi riyals). • With a minimum limit amount of (50,000) fifty thousand Saudi riyals.			
Listing fees in the Saudi Stock Exchange (Tadawul):	50,000 Saudi riyals	Fixed amount deducted	when establishing the fund	One-time payment
Publication fees on the Saudi Tadawul website (Tadawul)	5,000 SAR annually	Fixed amount deducted annually	Every calendar day	once annually
CMA Regulatory Fees	7,500 SAR annually	Fixed annual deductible amount	Every calendar day	once annually
Zakat and Tax Advisor Fees	1,400 SAR annually	Fixed annual deductible amount	Every calendar day	once annually
Expenses and Fees of Dealing (Brokerage):	It is paid by the Fund based on actual costs, and its total value will be disclosed each quarter in the Fund's quarterly report, Brokerage fees range from 0.30% to 0.65% depending on the market in which the fund invests.			
Financing expenses compatible with the regulations of the Sharia Board	They are charged to the fund, if any, according to the prevailing market prices	According to the prevailing contracted market rates and according to the financing bank	At maturity	
Posting fees on Tadawul website	5,000 SAR	Fixed amount deducted annually	Every calendar day	Annually
Independent board of directors' fees	SAR 2,000 for each independent member per meeting.	Attendance fees are calculated after the meeting	Annual fees are calculated on a semi-annual basis, and attendance fees are calculated after each meeting.	Paid semi-annually

Note: All payments referred to above are subject to value added tax, the rate of which may change from time to time.

c) Hypothetical table that shows the percentage of the fund expenses against the total fund asset value for the fund and the unitholder throughout the lifespan of the fund. Such fund shall include percentage of recurring non-recurring expenses:

(Assuming the fund size is 20 million Saudi riyals)

	Fund	Unit holder
Assets value at the beginning of the year	SAR 20,000,000	SAR 200,000
Type of fees (SAR)		
Custodian fees	18,000	180
Auditor fees	55,000	550
Publication fees on the Saudi Tadawul website	5,000	50
Capital Market Authority fees	7,500	75
Other expenses	20,000	200

Subscribers' records management (Edaa)	16,000	160
Index provider fees (fixed part)	26,250	263
Index provider fees (variable part)	8,000	80
* Currency exchange fees(profit/loss)	0	0
Zakat and Tax Advisor Fees	1,400	14
Total recurring fees excluding management and performance fees	157,150	1,572
Management fees	100,000	1,000
**Total recurring fees before tax	257,150	2,572
Total tax 15%	38,572	386
Total recurring fees after tax	295,722	2,957
Listing fees in the Saudi Stock Exchange (Tadawul)	50,000	500
Total non-recurring fees	50,000	500
Net assets	19,654,277	196,542
Fund cost ratio	1.7 %	1.7 %
Recurring costs ratio	1.45 %	1.45 %
Non-recurring costs ratio	0.25%	0.25%

• *The value of foreign currency exchange is variable, and the profit or loss from foreign currency exchange will be calculated on the fund.

• ** The maximum limit for the total expense fees is 1% (in addition to value-added tax) of the net asset value, and any increase will be borne by the fund manager.

• The percentages mentioned are based on the hypothetical example in paragraph (h).

• The cost ratio was calculated by dividing it by the net asset value at the end of the year.

d) Consideration for transactions imposed on subscription, redemption and transfer of ownership paid by unit holders, and the method of calculating such consideration: Not applicable.

e) Information related to special discounts and commissions and an explanation of the fund manager's policy regarding special discounts and commissions: Not applicable.

f) Information related to zakat or tax:

• The Fund Manager also undertakes to provide the Zakat, Income and Customs Authority with all reports and requirements regarding zakat declarations. The Fund Manager will also provide unit owners with zakat declarations when requested in accordance with the rules, and the assigned investors subject to the provisions of these rules who own investment units in the Fund are required to calculate and pay the zakat on these investments.

The rules of the Zakat Authority can also be viewed through the website: <https://zatca.gov.sa/ar/Pages/default.aspx>

• The value-added tax will be applied according to the instructions of the executive regulations issued by the Zakat and Customs Tax Authority on all charges, expenses, fees and costs subject to the value-added tax.

• All fees and charges mentioned in these terms and conditions do not include value added tax, unless otherwise stated.

• The fund manager is not responsible for paying the zakat on investment units on behalf of the investors, and the owner of the unit is responsible for paying the zakat on the units he owns.

f) Any special commission entered into by the Fund Manager: Not applicable.

g) A hypothetical example that shows all fees, expenses, and consideration for transactions that were paid from the fund's assets or by the unit holder on the basis of the fund's currency: The following table shows a hypothetical example of the fund and a customer's subscription of SAR 200,000 (after deducting the subscription fees) that have not changed throughout the year, and the total value of the fund assets are 20 million Saudi Riyals

	Value / %	Recurrent / Non-recurrent	Fund (year 1)	Unit holders (year 1)	Fund (year 2)	Unit holders (year 2)
Custodian's fees	18,000	Recurrent	18,000	180	18,000	180
Auditor's fees	55,000	Recurrent	55,000	550	50,000	550
Publication fees on the Saudi Tadawul website	5,000	Recurrent	5,000	50	5,000	50
Capital Market Authority fees	7,500	Recurrent	7,500	75	7,500	75
Other expenses	%0.10	Recurrent	20,000	200	20,000	200
Subscribers' records management (Edaa)	0.08%	Recurrent	16,000	160	16,000	160
Index provider fees (fixed part)	26,250	Recurrent	26,250	263	26,250	263
Index provider fees (variable part)	%0.04	Recurrent	8,000	80	8,000	80
*Currency exchange fees(profit/loss)	%0	Recurrent	0	0	0	0
Zakat and Tax advisor Fees	1,400	Recurrent	1,400	14	1,400	14
Total recurring fees excluding			157,150	1,572	157,150	1,572

management and performance fees						
Management fees	0.50%		100,000	1,000	100,000	1,000
Total recurring fees before tax			257,150	2,527	257,150	2,572
Total tax			38,572	386	38,572	386
Total recurring fees after tax			295,722.5	2,957	295,722.5	2,957
Listing fees in the Saudi Stock Exchange (Tadawul)	50,000		50,000	500	-	-
Total non-recurring fees		Non-Recurrent	50,000	500	-	-
Net Assets			19,654,277	196,542	19,654,277	196,542
Fund cost ratio			1.7 %	1.7 %	1.45%	1.45%
Fees ratio according to the terms and conditions	%1.00		200,000	2,000	198,000	1,980

* * The value of foreign currency exchange is variable, and the profit or loss from foreign currency exchange will be calculated in the fund.

*The above-mentioned return is a hypothetical return as an illustrative example only, and does not mean at all that the Fund will achieve this return or any other return.

10. Evaluation and Pricing

a) How to evaluate each asset owned by the fund:

1. If the assets are securities listed or traded in any organized securities market or automated pricing system, the closing price in that market or system shall be used.

2. If the securities are pending, they should be valued according to the last price prior to the suspension unless there is conclusive evidence that the value of these securities has fallen below the suspended price.

3. Other investments, the fair value determined by the fund manager will be used based on the methods and rules disclosed in the fund's terms and conditions, and after verification by the fund's auditor.

The net asset value of each unit is calculated by subtracting all accrued expenses accrued from the fund's total assets and dividing the result by the number of outstanding units at the time of valuation.

b) The number of assessment points, and their frequency:

The fund has two evaluation points:

- 1- The net asset value of the fund and the net asset value of the fund per unit at the end of the day (NAV) by calculating the total value of the fund's assets on the basis of the daily closing prices in the listed markets (Bahrain, Egypt, Jordan, Kuwait, Morocco, Oman, Qatar, the Kingdom of Saudi Arabia, Tunisia, and the United Arab Emirates) and the available cash component and deducting from it The fees due are divided by the number of outstanding units. The fund's assets are evaluated on the official working days of the Saudi market, and the announcement is made at the end of each trading day in the Saudi market. When that day is not a working day for the Saudi market, the evaluation will be the next working day for the Saudi market. For example, Evaluation of unit prices for some non-Saudi markets on Sunday of each week will depend on the closing prices for each Friday (or the last available prices).
- 2- A recurring indicative evaluation of the Fund's indicative net asset value per unit and the Fund's indicative net asset value per unit (iNAV) by issuing an indicative evaluation every 15 seconds during trading hours. The Fund's indicative net asset value per unit and the Fund's indicative net asset value per unit (iNAV) are calculated by calculating the total value of the fund's assets. The fund is based on the latest price and the available cash component. After that, the accumulated expenses are deducted as at the end of the last working day in the Saudi market and the result is divided by the number of outstanding traded units. If there is an intersection between the markets, the fund's indicative net asset value per unit and the fund's indicative net asset value per unit (iNAV) will be updated. As an example of this, the evaluation of unit prices will be based on "Sunday" (after the close of the Saudi market) and if the market invested in is Closed: The closing price of the last business day "Friday" is taken. However, if the market invested in is open during trading hours, the last trading price is taken.

Announcement of unit price	Calendar day in the Saudi market	Latest prices available in the non-Saudi market (Bahrain, Egypt, Jordan, Kuwait, Oman, Qatar)	Latest prices available in the non-Saudi market (Morocco, Tunisia, UAE)
----------------------------	----------------------------------	---	---

Thursday	Thursday	Thursday	Wednesday
Sunday	Sunday	Sunday	Friday

The fund's indicative net asset value per unit and the fund's net asset value per unit will be announced on the fund manager's website www.yaqeen.sa and the Saudi Tadawul Company's website www.Saudiexchange.com. Accurate and updated information for registered unit holders will be maintained by the Securities Depository Center (Edaa).

c) Actions to be taken in the event of an evaluation or pricing error:

1. In the event that an asset of the fund is incorrectly evaluated or a unit price is incorrectly calculated, the fund operator shall document this.
2. The Fund Operator shall indemnify the affected Unit holders (including former Unit holders) for all valuation or pricing errors without delay.
3. The fund manager shall immediately inform the Authority of any error in the evaluation or pricing that affects the unit price by 0.5% or more of the unit price, as it shall be disclosed on its website as well as on the website of the Saudi Stock Exchange (Tadawul), in addition, this must be indicated in the fund reports prepared by the fund manager in accordance with Article (76) of the Investment Funds Regulations.

d) The method of calculating the unit price for the purposes of executing subscription and redemption requests:

- The net asset value represents the net value of the fund at the end of each business day. The net asset value is calculated by calculating the value of all the fund's assets at the closing price in addition to any existing cash items minus any accrued expenses calculated at the end of the working day. The net asset value per unit is calculated by dividing the result by the number of outstanding units at the time of evaluation.
- The indicative price is an indicator of the fund's net asset value during trading hours. In calculating the indicative price the last traded price is used. The same remaining steps used in calculating the net asset value are followed, whereby the accrued expenses are deducted according to the net asset value at the end of the last trading day to reach the indicative net value of the unit.
- In both cases, the NAV per unit of the Fund and the indicative price for unit trading shall be obtained by dividing the NAV by the number of units outstanding at the time of calculation.
- The purpose of issuing the indicative unit price is to clarify the relative relationship between the net asset value of the fund unit and the market value of the fund unit's trading. Under normal circumstances, the fund manager follows the above-mentioned evaluation policy. In any case, in

other circumstances beyond his control, the fund manager seeks to follow the best methods to evaluate the fund's assets.

- The fund's net asset value is calculated by the administrator in accordance with generally accepted accounting standards.

e) Place and time of publishing the unit value:

The process of evaluating the net asset value takes place at the end of the working days according to Saudi trading, and the announcement is at the end of each trading day in the Saudi market for both Saudi and non-Saudi stocks. As for non-Saudi stocks traded on days other than the working days of the Saudi market, the evaluation will be the next working day. For the Saudi market, an example of when to evaluate non-Saudi stocks: on Sunday (after the close of the Saudi market) and if the market in which the investment is closed is taken, the closing price of the last working day "Friday" is taken, on the following Monday (after the close of the Saudi market) and in If the market invested in is open, the closing price of the same day is taken.

Announcement of unit price	Calendar day in the Saudi market	Latest prices available in the non-Saudi market (Bahrain, Egypt, Jordan, Kuwait, Oman, Qatar)	Latest prices available in the non-Saudi market (Morocco, Tunisia, UAE)
Thursday	Thursday	Thursday	Wednesday
Sunday	Sunday	Sunday	Friday

Disclosure of the fund's net asset value and the fund's indicative net asset value shall be in the Saudi riyal currency and shall be available to investors through the fund manager's offices or by electronic publication on the fund manager's website and the Saudi Stock Exchange (Tadawul): www.yaqeen.sa – www.tadawul.com.sa.

11. Dealings

a) Initial Offering Details:

- The fund's units will be offered during the initial offering period, which extends for 15 working days, starting from 04/11/1445 H corresponding to 12/05/2024 G and ending on 22/11/1445 H corresponding to 30/05/2022 G. There may be an extension of the offering period by 45 working days.
- The unit price upon incorporation will be (10) Saudi riyals.
- The minimum that the fund manager intends to raise is 10 million Saudi riyals.
- The minimum amount for subscribing and unsubscribing in the primary market is one basket equivalent to 25,000 units with a value of 250,000 Saudi riyals. The subscriber bears with the fund manager all trading and dealing expenses associated with purchasing the basket, issuing units, and

depositing them in the subscriber's account, which amount to a maximum of 1% of the total value of the sum. Subscription.

- If the required minimum is collected before that date, the fund manager can close the first offering period and launch the fund at that time.
- The party wishing to participate in the fund in the primary market - whether this party is an investor or a market maker - will bear all fees and costs that may arise as a result of dealing with the fund's custodian and/or any other fees that may arise from the process of issuing or terminating units.

b) The specific date and deadlines for submitting subscription and redemption requests on any Dealing Day and the responsibilities of the fund manager regarding subscription and redemption requests: This article is only applicable in the initial offering period specified above.

c) Procedures for subscription and redemption, or transfer of ownership: With regard to subscriptions and redemptions in the secondary market, investors can buy and sell Fund units in the same manner as shares are traded in the Saudi stock market, because the Fund is classified as a traded index fund, and therefore this clause does not apply to them.

d) Any restrictions on dealing in the Fund's units: The Fund's units will be traded in the ETF market, and accordingly, any restrictions imposed by the Capital Market Authority or the Saudi Stock Exchange (Tadawul) will apply to dealing in the ETF units.

e) A statement explaining the cases in which dealing in units is postponed or suspended, and the procedures followed in those cases: The fund manager may suspend dealing in the fund's units if:

1. If the Capital Market Authority requests.
2. If the fund manager reasonably believes that the suspension serves the interests of the fund's unit holders.
3. If dealings are suspended in the main market in which the securities or other assets owned by the Fund are dealt, either in general or with respect to the Fund's assets that the Fund Manager reasonably considers to be substantial in relation to the net fund asset value.

The Fund Manager reserves the right to refuse any subscriber's subscription request in the Fund if that subscriber would lead to a breach of the terms and conditions of the Fund or the regulations or executive regulations that may be imposed from time to time by the Capital Market Authority. or other regulatory authorities in the Kingdom of Saudi Arabia.

f) The procedures according to which refund requests to be postponed are selected: Not applicable.

g) Provisions regulating the transfer of ownership of units to other investors: Unit ownership is transferred among unit holders through trading in the Saudi Stock Exchange (Tadawul).

h) The minimum number or value of units that a unit holder must subscribe to, transfer or redeem: one package of units in the initial offering and the primary market. The number of units per package is 25,000 units of the fund, which is equivalent to 250,000 Saudi riyals.

i) The minimum amount that the fund manager intends to collect and the action taken in the event that this minimum amount is not reached in the fund: The minimum amount to start fund operations is 10 Million Saudi Riyals. In the event that the minimum amount is not collected during the first offering period, the fund manager must return to the unit holders the subscription amounts and any returns resulting from their investment without any deduction.

12. Distribution Policy

a) Income Dividends Distribution Policy, including details of unclaimed dividends: The fund manager will reinvest the dividends resulting from investment in the fund's assets, and accordingly the fund will not distribute any periodic profits to the unit holders.

b) Approximate date of maturity and distribution: not applicable.

c) How to pay dividends: Not applicable.

13. Reporting to Unit holders

a) The fund manager shall prepare the annual reports (including the annual audited financial statements of the fund) within a period not exceeding (3) months from the end of the reporting period. The initial financial statements will be prepared and made available to the public within (30) days (or any other period specified by the Investment Funds Regulations, and related regulatory circulars) from the end of the reporting period. The quarterly statement will be published in accordance with the requirements of the Investment Funds Regulations within a period not exceeding (10) days from the end of the relevant quarter.

b) The reports will be published on the fund manager's website www.yaqeen.sa and the market's website www.tadawul.sa or any website available to the public according to the controls set by the Authority.

c) The fund's financial statements will be made available on the fund manager's website www.Yaqeen.sa and the market's website www.tadawul.sa.

d) The components of the fund's portfolio will be made available on a quarterly basis on the fund manager's website www.Yaqeen.sa and the market's website www.tadawul.sa

- e) The fund manager acknowledges providing the first audited financial statement at the end of the fiscal year 2022 G. within a period not exceeding (3) months from the end of the reporting period.
- f) The Fund Manager acknowledges its obligation to provide the Fund's audited annual financial statements free of charge upon request to unit holders.

14. Unit holders Register

- a) A statement regarding preparing and keeping an updated register of unit holders in the Kingdom: Since the fund is a traded fund, this clause does not apply to it, as the Securities Depository Center Company (Edaa) will prepare and keep the register in the Kingdom.
- b) Statement of information on the register of unit holders: The register of unit owners will be maintained by the Securities Depository Center Company (Edaa).

15. Unit holders Meeting

a) Circumstances in which a meeting of unit holders is called:

1. The Fund Manager may call for a meeting of unit holders on its own initiative, provided that the subject of the invitation does not conflict with the Fund Manager's responsibilities and duties.
2. The fund manager shall call a meeting of the unit holders within (10) days of receiving a written request from the custodian.
3. The fund manager shall call a meeting of the unit holders within (10) days of receiving a written request from one or more unit holders who jointly or severally own at least 25% of the value of the fund's units.

b) Procedures for calling a meeting of unit holders:

1. The invitation to the meeting of the unit holders shall be made by announcing that on the fund manager's website and the market's website at least ten days prior to the meeting and no later than (21) days before the meeting. The announcement must specify the date, place and time of the meeting and the proposed decisions. If the fund manager sends a notice to the unit holders after any meeting of the unit holders, a copy of it must be sent to the Authority.
2. When preparing the agenda for the unit holders' meeting, the fund manager must take into consideration the topics that the unit holders wish to include. Unit holders who own at least 10% of the value of the units of the public fund have the right to add one or more topics to the agenda for the unit holders' meeting, provided that the proposed topic does not interfere with the fund manager's responsibilities and duties under the provisions of the Investment Funds Regulations.

3. The fund manager may amend the agenda of the unit holders' meeting during the announcement period, provided that it announces this on its website and the market's website at least ten days before the meeting and no later than (21) days before the meeting.

4. In the event that the unit holders agree to any of the proposed decisions in the unit holders meeting, and this necessitates amending the terms and conditions of the fund, the fund manager must amend these terms and conditions in accordance with the approved decision.

5. The meeting of the unit holders shall not be valid unless attended by a number of unit holders who collectively own at least 25% of the value of the units of the Public Fund.

6. If the quorum indicated in the previous paragraph is not met, the Fund Manager must call for a second meeting by announcing that on its website and the Market's website no less than (5) days before the date of the second meeting, and the second meeting shall be considered valid regardless of the percentage of units represented in the meeting. .

c) Method of voting of unit holders and voting rights in unit holders' meetings:

1. Method of voting for unit holders:

- Each unit holder may appoint an agent to represent him in the unit holders' meeting.
- Each unit holder may cast one vote at the unit holders' meeting for each unit he owns at the time of the meeting.
- It is permissible to hold unit owners' meetings, participate in their deliberations, and vote on their decisions by means of modern technology in accordance with the controls set by the Authority.
- It is permissible to send meeting documents and make decisions resulting from the meeting through modern technological means.

2. Voting rights in unit holder meetings:

The unit holder shall have the right to exercise all the rights associated with the units, including the right to vote in the unit holders' meetings and to obtain the approval of the unit holders in the fund on any changes that require their approval in accordance with the Investment Funds Regulations.

16. Unit holders' Rights

a) A list of unit holders' rights:

1. Obtaining an updated copy of the fund's terms and conditions in Arabic, free of charge.
2. Obtaining the annual reports, which contain financial statements.
3. Obtaining the Fund's audited annual and semi-annual financial statements free of charge upon request.

4. Receiving a notification of any change in the terms and conditions of the fund before it becomes effective in accordance with the type of change and the period specified in the Investment Funds Regulations.
5. Receiving a notification of the fund manager's desire to terminate the investment fund at least (21) calendar days prior to termination, other than the events stipulated in the terms and conditions.
6. Obtaining the procedures for handling complaints upon request from the fund manager.
7. The fund manager must dismiss any member of the fund's Board of Directors in the event that a special decision is issued for the fund by the fund's unit holders requesting the fund manager to dismiss that member.
8. In the event that the minimum amount referred to in paragraph (e) of Article 64 of the Investment Funds Regulations is not collected during the first offering period, the fund manager must return to the unit holders the subscription amounts and any returns resulting from their investment in accordance with paragraphs (c) and (d) From Article 64 of the Investment Funds Regulations without any deduction.
9. Unit owners have the right to exercise all rights associated with the units, including - but not limited to - the right to vote in unit owners' meetings.
- b) Any other rights of the unit holders approved by the implementing laws and regulations issued by the Board of the Capital Market Authority.
- c) **The fund manager's policy with regard to voting rights related to any assets of the public fund it manages:** The fund manager will disclose on its website and the market's website the policies related to voting rights that it follows in the general assemblies of the investee companies.

17. Unit holders' Liability

Except for the unit holder's loss of his investment in the fund or part therefore, the unit holder shall not be responsible for the fund's debts and obligations, and the unit holders shall bear the responsibility of paying zakat on their invested units.

18. Units Characteristics

- All units are of the same category, and their owners have equal rights and are treated equally by the Fund Manager, whereby each unit represents an equal common share in the fund's assets.
- Each issuance or redemption package in the primary market consists of 25,000 traded fund units, which is equivalent to 250,000 Saudi riyals per package.

19. Changes to the Fund's Terms and Conditions

a) The provisions regulating the change of the terms and conditions of the fund and the approvals and notifications specified under the Investment Funds Regulations:

The provisions governing the change of the terms and conditions of the Fund are divided into two parts according to the Investment Funds Regulations, based on the type of information to be changed in accordance with Articles 64 and 65, respectively, as follows:

First: The approval of the authority and the unit holders on material changes:

1. The fund manager must obtain the approval of the unit holders of the fund on the proposed material change through an ordinary fund resolution.
2. The fund manager must, after obtaining the approval of the unit holders, obtain the Authority's approval for the proposed material change to the public fund.
3. The term "material change" means any of the following:
 - A significant change in the objectives, nature or category of the general fund.
 - A change that has an impact on the risk level of the public fund.
 - Voluntary withdrawal of the fund manager from the position of fund manager.
 - Any other cases decided by the authority from time to time and notified to the fund manager.
4. The fund manager must obtain the approval of the Fund Board of Directors before making any material change.
5. The fund manager must announce the details of the material changes on its website, the market's website, and any other website available to the public, according to the controls set by the authority, 10 days before the change becomes effective.
6. Details of the material changes must be stated in the general fund reports prepared by the fund manager.

Second: Notifying the authority and unit holders of any immaterial changes:

1. The fund manager must notify the authority and announce this on its website, the Market's website, and any other website available to the public, according to the controls specified by the Authority, of any immaterial changes in the public fund it manages, 10 days before the change becomes effective.

2. The Fund Manager must obtain the approval of the Fund Board of Directors before making any immaterial change.

3. For the purposes of the Investment Funds Regulations, “immaterial change” means any change that does not fall within the material changes.

4. Details of non-essential changes must be stated in the general fund reports prepared by the fund manager.

b) The procedures that will be followed to notify about any changes in the terms and conditions of the fund:

1. The fund manager must announce the details of the material changes on its website, the market's website, and any other website available to the public, according to the controls set by the Authority, 10 days before the change becomes effective.

2. The fund manager must notify the Authority and announce this on its website, the Market's website, and any other website available to the public, according to the controls specified by the Authority, of any immaterial changes in the public fund it manages, 10 days before the change becomes effective.

3. The fund manager must obtain the approval of the fund's Board of Directors before making an immaterial change.

20. Termination and liquidation of the investment fund

a) The cases that require the termination of the investment fund, and the procedures related to that in accordance with the provisions of the Investment Funds Regulations:

1. This fund is a public open-ended investment traded fund. The fund manager may terminate it in one of the following cases:

- If the fund manager wishes to terminate the fund and not continue it based on the manager's own evaluation, including but not limited to: weakness in liquidity or due to operational loss.
- In the event of any change in regulations or any other circumstances that the fund manager deems sufficient reason to terminate the fund. In this case, the fund manager shall notify the Capital Market Authority and notify the unit holders in writing the desire to terminate the fund, within a period of not less than 21 days from the date on which the fund is intended to be terminated.

2. The fund manager must follow the following procedures for terminating the fund in accordance with the provisions of Article (23) of the Investment Funds Regulations:

- The fund manager must complete the stage of selling the fund's assets and distributing the unit holders' dues to them before the end of the fund's term.
- For the purpose of terminating the fund, the fund manager must prepare a plan and procedures for terminating the fund in the interest of the unit holders, and must obtain the approval of the fund's

Board of Directors on this plan before taking any action in this regard. In the event that approval is obtained, the manager will adhere to the fund termination plan and procedures.

- The fund manager must notify the authority and announce to unit holders the details of the steps and procedures for terminating the fund within a period of no less than (21) days from the date on which the fund is intended to be terminated, without prejudice to the terms and conditions of the fund.
- In the event of the occurrence of any of the cases mentioned in paragraph (1) above, the fund manager must terminate the fund immediately upon the occurrence of that event and notify the Authority in writing and announce it on its website, the market's website or any other site available to the public according to the controls set by the authority within (5) days from the occurrence of the event that necessitates termination of the fund.
- The fund manager shall treat all unit holders equally during the fund termination process.
- The fund manager must distribute the unit holders' dues to them immediately upon the end of the fund term without delay and in a manner that does not conflict with the interest of the unit holders and the terms and conditions of the fund.
- The fund manager must announce on its website and the market's website the expiry of the public fund's term.
- The fund manager must provide the unit holders with a fund termination report in accordance with the requirements of the Investment Funds Regulations within a period not exceeding (70) days from the date of completion of the fund termination, including the fund's final reviewed financial statements for the period following the last reviewed annual financial statements.
- The fund manager must notify the authority in writing and announce on its website and the market's website or any other website available to the public of the fund's expiry within (10) days of the expiry of the fund's term in accordance with the requirements contained in the Investment Funds Regulations.

b) It must contain information on the procedures used to liquidate the investment fund: Not Applicable.

c) In the event of expiry of the fund's term, the fund manager will not receive any fees deducted from the fund's assets.

21. Fund Manager

a) The Fund Manager duties, and responsibilities:

The fund manager is Yaqeen Capital Company, which is a licensed entity under the Capital Market Authority Regulations. Yaqeen Capital, in its capacity as fund manager, undertakes to manage the fund wisely and fairly with the aim of achieving the investment objectives of the fund included in this terms and condition and in all cases considering the interests of holders. Units are subject to the terms and conditions of the fund.

Fund Manager, Duties and Responsibilities:

- Compliance with all executive regulations and regulations issued by the Board of the Capital Market Authority and the instructions in the Kingdom of Saudi Arabia related to the aim of the fund, including the requirements of the Capital Market Regulations and the Financial Market Institutions Regulations, including the duty of honesty towards unit owners, which includes working in a manner that achieves their interests and exercising reasonable diligence.
- The fund manager is responsible for complying with the provisions of the Capital Market Regulations and the Financial Market Institutions Regulations.
- The fund manager is responsible towards the unit holders for the fund's losses resulting from fraud, negligence, misconduct, or intentional negligence.
- The Fund Manager shall set policies and procedures to monitor the risks that affect the fund's investments, and ensure quick dealing with them, provided that these policies and procedures include conducting risk assessment on an annual basis at least.
- Establishing, registering the Yaqeen S&P ESG ETF in the Middle East and North Africa.
- Appointing a market maker, arranging initial operating capital, and ongoing coordination with the market maker to complete unit issuance and redemption operations.
- Appointing an indicator service provider and agreeing with them on a mechanism for calculating, evaluating and publishing indicator information.
- Appointing a custodian and continuous coordination of unit issuance and redemption processes.
- Establishing the fund's policies and determining the mechanism for issuing and redeeming units.
- Preparing for the listing of the fund's units.
- Ensure compliance with performance and settle and address deviations.
- Monitoring performance and working to achieve the fund's objectives within the framework of the announced strategy and policies.
- Identify and announce the components of the stock basket and the monetary components, if any.
- Periodically confirm rebalancing operations with the rebalancing level of the index portfolio.

- Ensure that the market maker provides liquidity.
- Ensure the correct calculation and publication of the net asset value and the unit indicative value.
- Ensure that information related to the indicator is published.
- The Fund Manager (Yaqeen Capital) shall manage the fund wisely and fairly with the aim of achieving the fund's investment objectives included in this prospectus and shall, in all cases, take into account the interests of unit holders within the framework of the fund's terms and conditions.
- The Fund Manager is committed to the controls contained in Paragraph (3) ("Investment Objectives of the Investment Fund") of this prospectus, as well as the relevant controls contained within Article (41) ("Investment Restrictions") contained in the Investment Funds Regulations.
- The fund manager is also committed to the Sharia controls for investment, and periodically verifies the compliance of all the fund's investments with the Sharia standards and controls approved by the fund's Sharia Board under the supervision of the Fund's Sharia Board, and informs the Fund's Board of Directors in a timely manner of any fundamental violations.

b) The number and date of the license issued by the Capital Market Authority: (06020-37) dated May 27, 2006.

c) The registered address and the main office address of the fund manager:

Kingdom of Saudi Arabia

Olaya Main Road, Al-Wurud District

Yaqeen Company Building,

Tel: 800 429 8888

d) The website address of the fund manager:

Fund Manager website: www.yaqeen.sa

Tadawul website: www.saudiexchange.com

e) The paid-up capital of the fund manager: A Saudi public joint stock company with a paid-up capital of 255 million Saudi riyals.

f) A summary of the financial information of the fund manager and fund sub-manager with an explanation of the revenues and profits for the previous fiscal year:

Description (Saudi Riyals)	Fiscal year ending on 31/12/2025 C
Revenue	73.327 Million
Expenses	61.602 Million
Net profit	5.088 Million

g) The basic roles and responsibilities of the fund manager in relation to the investment fund:

1. Establish, register, and offer the fund's units.
2. Appoint a market maker and arrange for the collection of initial operating capital and continuous coordination with the market maker.
3. Complete the operations of issuing and redeeming units.
4. Appointment of index service providers and determining the mechanism for calculating, evaluating and disseminating index information.
5. Appoint a custodian and coordinate the issuance and redemption of units on an ongoing basis.
6. Appoint the fund's auditor.
7. Determine the fund's policies and procedures and the mechanism for issuing and redeeming units.
8. Prepare to list the fund's units.
9. Ensure compliance with performance and settling and handling deviations.
10. Monitor performance and work to achieve the fund's objectives within the framework of the fund's stated strategies and policies.
11. Determine the components of the share basket, and monetary components, if any.
12. Ensure periodic rebalancing operations with the level of rebalancing of the index portfolio.
13. Ensure that the market maker provides liquidity.
14. Ensure that information related to the index is published.
15. Manage the fund's assets and fund operations, including administrative services provided to the fund.
16. Ensure the accuracy and completeness of the Fund's terms and conditions and that they are complete, clear, correct and not misleading.
17. The Fund Manager's commitment to the Sharia standards of the fund, and to ensure periodically that all investments comply with the Sharia standards approved by the fund's Sharia Supervision Committee.
18. Inform the Fund's Board of Directors of any violations stipulated in the Investment Funds Regulations.

h) Any business activities or other interests of the fund manager that are of fundamental importance, or that may conflict with the activities of the investment fund: There are no business activities or other interests of the fund manager that are of fundamental importance, or that may conflict with the activities of the investment fund.

i) Statement of the fund manager's right to appoint a sub-fund manager: The fund manager may appoint one or more third parties or any of his affiliates to act as sub-fund manager, but must be authorized to engage in management activity. The fund manager will bear all the fees and expenses of any sub-fund manager from its own resources.

j) Provisions regulating the removal or replacement of the Fund Manager: The Authority has the right to dismiss the Fund Manager and take any action it deems appropriate to appoint a replacement Fund Manager for the fund or take any other measure it deems appropriate, in the event of any of the following cases:

1. The fund manager ceases to practice investment management activity, fund operation or investment management activity without notifying the authority of the same in accordance with the Capital Market Institutions Regulations.
2. Cancellation of the fund manager's license to practice investment management activity, fund operation or investment management activity, or withdraw or suspend it by the authority.
3. Applying to the authority by the fund manager to cancel its license to practice investment management activity, operate funds or investment management activity.
4. If the Authority finds that the Fund Manager has breached - in a manner that the Authority deems essential - the commitment of the Law or the Implementing Regulations.
5. The death, incapacity or resignation of the investment portfolio manager who manages the assets of the investment fund, with no other person registered with the fund manager able to manage the assets of the investment fund or the assets of the funds managed by the portfolio manager.
7. Any other case that the authority deems - based on reasonable grounds - to be of fundamental importance.

22. Fund Operator

a) Fund Operator: Yaqeen Capital Company performs the business entrusted to the fund operator in accordance with the Investment Funds Regulations.

b) The license number and date issued by the Capital Market Authority: The company is licensed by the Capital Market Authority under License No. 06020-37 issued on 29/04/1427H corresponding to 27/05/2006 G.

c) The address of the fund operator:

Yaqeen Capital Company

Olaya Main Road

P.O. Box 884, Riyadh 11421

Tel. 8004298888

Fax +966 (11) 4617268

d) Basic roles and responsibilities of the fund operator:

- The fund operator is responsible for operating the fund.
- The fund operator is responsible for fully and fairly evaluating the fund's assets and calculating the price of the fund's units.
- The fund operator carries out the procedures for completing subscription and redemption processes.
- The fund operator maintains records and books related to the operation of the fund
- Updating the components of the stock basket, and the monetary elements, if any.
- The fund operator prepares, updates, and maintains a register of unit owners in the Kingdom in accordance with the requirements of the Investment Funds Regulations.

e) The right of the fund operator to appoint a sub-fund operator: The fund operator may assign one third party or more or any of its affiliates licensed to practice the activity of operating funds to work as a sub-operator for the fund.

f) The tasks assigned by the fund operator to a third party: None, with the possibility of appointing one third party or more, or any of its affiliates licensed to practice the activity of operating funds to act as a sub-operator of the fund.

23. Custodian

a) Custodian: Riyadh Capital.

b) The license number issued by the Capital Market Authority, and date: Under License No. 07070-37 dated 19/06/2007.

c) The registered address and business address of the custodian:

Granada Oasis

2414 Al Shuhada District, Unit No. 96

Riyadh 13241-7279

Kingdom of Saudi Arabia

Tel: +966 11 4865898 - 4865866

Fax: +966 11 4865859

Website: www.riyadcapital.com

d) The basic roles and responsibilities of the custodian in relation to the investment fund:

1. The custodian is responsible for its obligations in accordance with the provisions of the Investment Funds Regulations, whether it performs its responsibilities directly or assigns them to a third party under the provisions of the Investment Funds Regulations or the Capital Market Institutions Regulations.
2. The custodian is responsible towards the fund manager and unit holders for the fund's losses resulting from fraud, negligence, misconduct or willful default.
3. The custodian is responsible for preserving and protecting the Fund's assets for the benefit of the Unit holders, and is also responsible for taking all necessary administrative measures in accordance with the applicable laws and regulations in relation to the custody of the Fund's assets.
4. At the official request of the fund manager, the custodian will open a separate account with a local bank in his name for each investment fund for which he works as a custodian, and the account will be in favor of the relevant investment fund.
5. The custodian will separate the assets of each investment fund in its records from its own assets and those of its other clients, and those assets must be independently identified by registering the securities and other assets of each investment fund in the name of the custodian for that fund. It must maintain all necessary records and other documents supporting the performance of its contractual obligations.
6. The custodian will deposit all the cash amounts belonging to the fund in the aforementioned account, and he must deduct from that account the amounts used to finance the investments and the expenses of managing the fund and its operations in accordance with the provisions of the Investment Funds Regulations and the updated version of the terms and conditions of the fund that he received

from the fund manager, and the contract under which he was appointed as a custodian by the fund manager.

e) The right of the custodian to appoint a sub-custodian: The custodian may assign a third party or more or any of its affiliates to work as a sub-custodian for the fund in accordance with the conditions set forth in Article No. 27 of the Investment Funds Regulations.

f) The tasks assigned by the custodian to a third party in relation to the investment fund: Not applicable.

g) The provisions regulating the dismissal or replacement of the custodian:

1. The fund manager may dismiss the custodian appointed by him by virtue of a written notice if he reasonably deems that dismissing the custodian is in the interest of the unit holders, and the fund manager must announce the same on the fund manager's website and the market's website.

2. The fund manager will make the disclosure immediately on the fund manager website when appointing an alternative custodian, and the disclosure will be made on any other site available to the public according to the controls determined by the Authority.

3. If the fund manager dismisses the custodian, he must appoint a replacement within (30) days from the custodian's receipt of the written notice. The removed custodian shall cooperate fully with the fund manager to facilitate the smooth transfer of responsibilities to the replacement custodian. The removed custodian shall, where necessary and appropriate, transfer to the replacement custodian all contracts associated with the fund.

4. The Authority may dismiss the custodian appointed by the fund manager or take any measure it deems appropriate in the event of any of the following cases:

- The custodian ceased to practice the custody activity without notifying the Authority of the same according to the Capital Market Institutions Regulations.
- Cancellation, withdrawal or suspension of the custodian's license to practice custody activity by the Authority.
- Submit a request to the Authority by the custodian to cancel his license to practice custody activity.
- If the Authority finds that the custodian has breached - in a way that the Authority deems essential - the commitment of the law or the implementing regulations.
- Any other case that the Authority deems - based on reasonable grounds - to be of fundamental importance.

5. If the Authority exercises any of its powers pursuant to clause "Dismissal of the Custodian" (clause "a" of Article (29) of the Investment Funds Regulations, the concerned fund manager will appoint a replacement custodian in accordance with the instructions of the Authority, and the fund manager and the removed custodian will fully cooperate in order to assist facilitate the smooth transfer of responsibilities to the replacement custodian within the first (60) days of the appointment of the replacement custodian, and the removed custodian must transfer, wherever necessary and appropriate in the Authority's sole discretion, to the replacement custodian all contracts related to the Investment Fund.

24. Brokerage

A) Fund Broker: Riyadh Capital.

B) License number issued by the Capital Market Authority, and its date: Under License No. 07070-37 dated 06/19/2007

C) Registered address and business address of the Broker:

Granada Oasis

2414 Al-Shuhada District, Unit No. 96

Riyadh 13241 -7279

Kingdom of Saudi Arabia

Tel: +966 11 4865898 - 4865866

Fax: +966 11 4865859

Website: www.riyadcapital.com

D) The main roles and responsibilities of the Broker in relation to the investment fund:

1. Establishing an investment portfolio or portfolios for the fund for the client based on his requirements and providing administrative services related thereto.
2. Implementing the instructions of the fund manager on behalf of the client fund to deal in securities on behalf of the client in accordance with the instructions.
3. Making possible arrangements and maintaining records for the safekeeping of the client's securities in the Fund by the Company.
4. Providing advice to the Fund Manager and on behalf of the Fund to a client regarding the advantages of dealing in specific securities, based on the client's classification according to the requirements of the rules and regulations.

25. Fund Board

a) Fund Board of Directors:

Names of the members of the fund's Board of Directors, indicating the type of membership:

1. Mr. Ahmed bin Ibrahim Al-Shabanah (Chairman of the Fund Board of Directors - non-independent)
2. Mr. Mohammad bin Misfer Al-Malki (independent member - Yaqeen).
3. Mr. Yazeed bin Abdulaziz Abunayyan (independent member - Yaqeen).
4. Mr. Abdulaziz bin Abdulrahman Al-Arfaj (independent member - Yaqeen).

b) Qualifications of the fund board members:

Mr. Ahmed bin Ibrahim Al-Shabanah (Chairman of the Board of Directors of the Fund - non-independent):

CEO of Yaqeen Capital of Yaqeen Capital, Member of the Board of Directors and member of the Nominations and Remuneration Committee at Alpha Arabia Finance Company, holder of a master's degree in business administration from the Swiss Business School and he also holds a bachelor's degree in business administration from King Faisal University. Mr. Ahmed has more than twenty-two years of experience in the banking sector through his work in the Treasury field in money markets, foreign exchange, banking and investment operations, and securities operations. Among his most prominent previous experiences: He worked at Alawwal Bank (SABB) and Gulf International Bank. He also held the position of Manager of the Treasury Department at Yaqeen Capital, then he joined the Asset Management from 2017 until November 2022.

Mr. Mohammad bin Misfer Al-Malki (independent member - Yaqeen):

He holds a master's degree in business administration from Al-Faisal University in 2013. He has more than 30 years of experience in the financial sector in financial markets, banks, business supervision and regulatory oversight, and has held prominent leadership roles in semi-governmental entities and the private sector, where he previously held the position of acting CEO in Small and Medium Enterprises Bank (SME Bank) affiliated to the National Development Fund, in addition to holding the position of Acting CEO of the Saudi Venture Investment Company, also the founder and CEO of Natej Financial Consulting Company, and he held the position of CEO of Kasab Financial Company, in addition to having previously held the position of Deputy Governor of the General Authority for Small and Medium Enterprises (Monshaat) for financing, and he is currently the CEO of Madar Investment Company and a member of the Board of Directors of Thakher Makkah, and a member of the Board of Directors and a member of the Management, Nominations and Remuneration Committee in Kwara Finance, and a member of the Audit Committee in the "The Riq" project of for the Public Investment Fund, a board member and a member of the Nominations and Remuneration Committee of the Saudi

Real Estate Company, a board member and a member of the Audit Committee and the Executive Committee of the Saudi Bangladeshi Industrial and Agricultural Investment Company (Sabinco), a board member and a member of the Executive Committee of a Bayan for credit information, and a member of the Audit and Risk Committee of the First Riyadh Health Pool affiliated to the Ministry of Health, a board member in Saudi FinTech, a board member in the Saudi Venture Investment Company, and a board member in Al Anson Trading Company.

Mr. Yazeed bin Abdulaziz Abunayyan (independent member - Yaqeen).

Mr. Abunayyan holds an MBA from the University of Manchester (UK) and a bachelor's degree in industrial engineering from King Saud University. He also holds several professional certifications, including the Alternative Investments Certificate from Harvard Business School and the Board Readiness Program from the Governance Center.

He has over 20 years of experience in the financial sector. His previous roles include serving as CEO of the Iraqi National Bank – Saudi Branch, General Manager of Greenstone Saudi Arabia, and leadership positions at Credit Suisse Saudi Arabia, Albilad Capital, and Banque Saudi Fransi.

He is currently the Co-Founder of a digital investment platform and participates in several investment and advisory initiatives within and outside the Kingdom.

Mr. Abdulaziz bin Abdulrahman Al-Arfaj (independent member - Yaqeen).

Mr. Al-Arfaj holds a bachelor's degree in accounting with a minor in Economics from the University of Oregon (USA). He has completed several executive leadership programs, including programs at INSEAD Abu Dhabi, the Fahad Sultan Academy for Consulting and Training, and the Strategic Leadership and Change Program at PricewaterhouseCoopers.

He has more than 10 years of experience in auditing, treasury, accounting, budgeting, and risk management. He has held several financial roles at MISK Foundation, where he currently serves as Head of Treasury. He previously worked as Director of Finance at Misk Art Institute and contributed to developing treasury policies, cash management frameworks, and financial governance at the institutional level.

Mr. Al-Arfaj began his career at Ernst & Young as a Senior Auditor, where he led comprehensive financial audits for regulated sectors and enhanced compliance with applicable accounting standards. He has also served as a Member of the Finance Committee of the Al-Arfaj Non-Profit Fund.

c) Fund Board Responsibilities:

The responsibilities of the Fund Board members include the following:

1. Approval of all substantial contracts, decisions and reports to which the Public Fund is a party, including - but not limited to - approval of contracts for providing management services to the fund,

and contracts for providing custody services, and this does not include contracts concluded in accordance with investment decisions regarding any investments carried out by the Fund or will be carried out in the future.

2. Adopting a written policy with regard to the voting rights related to the Fund's assets.
3. Overseeing, and when appropriate, approving or certifying any conflict of interest disclosed by the fund manager.
4. Meeting at least twice a year with the Compliance Committee of the Fund Manager or its Compliance Officer to review the Fund's compliance with all relevant laws, rules and regulations, including - but not limited to - the requirements stipulated in the Investment Funds Regulations.
5. Approval of all changes stipulated in Articles (64) and (65) of these Regulations, prior to the Fund Manager obtaining the approval of, or notifying, the unitholders and the Authority (as applicable).
6. Ensure the completeness and accuracy of the terms and conditions of the fund and any other document, whether a contract or otherwise, that includes disclosures related to the public fund, the fund manager and its management of the public fund, in addition to ensuring that the foregoing is in compliance with the provisions of the Investment Funds Regulations.
7. Ensure that the Fund Manager performs its responsibilities in the interest of the unit holders in accordance with the provisions of the Investment Funds Regulations, the terms and conditions of the Fund, and the decisions of the Sharia Committee.
8. View the report that includes the evaluation of the performance and quality of services provided by the parties concerned with providing essential services to the fund, in order to ensure that the fund manager performs its responsibilities in the interest of unit holders in accordance with the terms and conditions of the fund and the provisions of the Investment Funds Regulations.
9. Evaluation of the fund manager's mechanism of dealing with risks related to the fund's assets in accordance with the fund manager's policies and procedures regarding monitoring risks related to the fund's assets and how to deal with them.
10. Work honestly, in good faith, interest, skill, care and diligence in a manner that achieves the interest of the unit holders.
11. Recording minutes of meetings that show all the facts of the meetings and the decisions taken by the Board.
12. View the report that includes all complaints and the actions taken regarding them, in order to ensure that the fund manager carries out its responsibilities in the interest of unit holders in accordance with the terms and conditions of the fund and the provisions of the Investment Funds Regulations.

d) Details of the remuneration of fund board members: SAR 2,000 for each independent member per meeting, with a maximum of SAR 4,000 annually per independent member (the total fees of the independent members shall not exceed SAR 12,000 annually).

f) Any realized or potential conflict between the interests of the fund management member and the interests of the fund: The fund's Board of Directors monitors any conflict of interest and supervises its settlement, and they must therefore take care and caution towards the unit holders, in addition to exerting every possible effort to resolve the conflict of interest in good faith in the appropriate manner.

The fund manager guarantees that there are no practical activities or interests of the fund manager or members of its Board of Directors that are likely to conflict with their responsibilities or performance towards the fund, and if any, they will be disclosed.

g) A statement showing all the boards of directors of the funds in which the relevant board member participates:

The members of the fund's Board of Directors are members of the boards of directors of other funds managed by the fund manager as shown below:

Fund name	Ahmad Ibrahim Alshabanah	Yazeed bin Abdulaziz Abunayyan	Mohammad Bin Misfer Al-Malki	Abdulaziz bin Abdulrahman Al-Arfaj
Yaqeen Petrochemical ETF	✓	✓	✓	✓
Yaqeen IPO Fund	✓	✓	✓	✓
Yaqeen Opportunistic Fund	✓	✓	✓	✓
Yaqeen Saudi Equity Fund	✓	✓	✓	✓
Yaqeen SAR Murabaha Fund	✓	✓	✓	✓
Yaqeen Gold Fund	✓	✓	✓	✓
Yaqeen Murabaha Fund	✓	✓	✓	✓
Yaqeen Arar Hills Fund	✓	✓	✓	✓
Yaqeen Income Generating I Fund	✓	✓	✓	✓
Yaqeen Income Generating II Fund	✓	✓	✓	✓
Yaqeen Yaqeen Residential Compound Fund	✓	✓	✓	✓
Yaqeen S&P ESG MENA ETF	✓	✓	✓	✓
Yaqeen Saudi Equity ETF	✓	✓	✓	✓

26. Sharia Supervisory Committee

a) The names and qualifications of the members of the Sharia Supervisory Committee:

Sheikh Dr. Abdul Rahman bin Abdulaziz Al-Nafisah - Chairman of the Authority He holds a Bachelor's degree in Sharia, a Master's and a Ph.D. in Islamic economics, more than 18 years of experience in the field of Shariah supervision, and Islamic financial transactions, a collaborating lecturer at Imam Muhammad bin Saud Islamic University, a member of a number of Shariah boards in the Kingdom of Saudi Arabia, has published researches and multiple participations in the field of Islamic finance.

Dr. Ammar Ahmad Abdullah - Member

He holds a PhD degree in Islamic Jurisprudence from Mohammed V University in Morocco, Master's in Islamic Jurisprudence from Al-Jinan University in Lebanon, Executive Professional Master's in Islamic Finance from the General Council for Islamic Banks and Financial Institutions, Sharia Supervisor and Auditor in a number of financial and financing companies, Graduate Studies Instructor at the Islamic University of Minnesota, Author of a number of publications on the jurisprudence of financial transactions

b) Statement of the roles and responsibilities of the Sharia Supervisory Committee:

1. Studying and reviewing the terms and conditions of the fund and the investment objectives and policies of the fund, as well as any contracts it wishes to deal with to ensure their compliance with Sharia provisions. The Sharia Supervision Department reviews the fund from time to time and gives reports to the Sharia Board.
2. Submitting a Sharia opinion to the fund manager regarding compliance with Sharia provisions.
3. Determining appropriate criteria for selecting operations that are compatible with the provisions of Islamic Sharia, in which the Fund Manager may invest the liquidity available to the Fund as short-term investments.

c) Details of the remuneration of members of the Sharia Supervisory Committee: None.**d) Details of the criteria applied to determine the legitimacy of the assets intended for investment and the periodic review of those assets and the procedures followed in the event of non-compliance with the Sharia standards:**

The Sharia Supervisory Committee does not see a Sharia impediment to working with the Sharia controls referred to in the following index work methodology:

Sectors: Business activities related to the following are excluded:

1) Advertising

- Advertisers for pork, alcohol, gambling, tobacco and all other non-Islamic activities.
- Advertising means and methods that are contrary to Islamic law.

2) Media and entertainment

- Producers, distributors and broadcasters of music, films, television and musical programs.
- Radio programs.
- Cinema operators.

Exceptions:

- News channels.
- Newspapers.
- Sports channels.
- Children's channels.
- Educational channels.

3) Alcohol

4) Financial services, except:

- Islamic banks.
- Islamic financial institutions.
- Islamic insurance companies.
- is defined as a company that has:
 - A Sharia board or a Sharia committee to supervise all activities.
 - All products are Islamic.
 - All investments and non-operating business activities of the company are Islamic.
 - Bypasses the accounting examination.

5) Gambling

6) Activities related to pork

7) Pornography

8) Tobacco

9) Gold and silver trading in cash on a deferred basis

- Share of revenue from non-compliant activities. If a company derives less than 5% of its total business income (excluding interest income) from disallowed business segments, it may be tolerated. During the selection process, the most recent financial statements of each company are reviewed to ensure that the company does not engage in any activities that are not in compliance with Islamic Shariah, regardless of whether the latest statements are a quarterly, semi-annual or annual statement. If the latter statement is available in all three of these frequencies, an annual statement is likely to be used, as it is more likely to be audited.
- Accounting examination: After excluding companies with incompatible commercial activities, the remaining companies are examined to verify their compliance with certain financial ratios. Three areas of focus are leverage, cash, and the share of revenue generated from non-compliant activities. All of these are subject to evaluation on an ongoing basis.
 - The total debt should not exceed 33.33% of the market value of equity (36-month average).
 - Receivables/equity market value ratio (36-month average) >49%.
 - (cash + interest bearing securities) / market value of equity (36-month average) <33%.

For more details, please see the following link:

<https://www.spglobal.com/spdji/en/documents/methodologies/methodology-sp-shariah-indices.pdf>

27. Tax & Zakat Advisor

a) Name of Tax and Zakat Advisor:

PKF Al Bassam Company

b) The registered address and working address of the tax and zakat consultant:

P.O. Box 69658, Intersection of Prince Mohammed bin Abdulaziz Road and Al-Dhabab Street, Riyadh 11557, Kingdom of Saudi Arabia.

c) Description of the basic roles and responsibilities of the tax and zakat advisor in relation to the investment fund

- review and submit the zakat returns of the fund at the end of the fiscal year
- Registration with the Tax and Zakat Authority for each fund
- Providing a tax and zakat certificate from the CPA to investors upon their request to know the calculation of the zakat base for their investment, as the issuance of the certificate is not mandatory on the fund manager.

28. Auditor

a) Auditor: PwC**b) The registered address and work address of the auditor:**

Tower 12 & 13
Laysen Valley – King Khaled Road
P.O. Box 8282, Riyadh 11482
Kingdom of Saudi Arabia

Tel: +966 11 211 0400
Fax: +966 11 211 0401

c) The basic roles and responsibilities of the auditor:

The auditor is responsible for the following:

- Conducting an audit of the Fund's accounts with the aim of expressing an opinion on the financial statements of the unit holders, and whether the financial statements fairly show, in all material respects, the financial position, results of operations, and cash flow information in accordance with generally accepted accounting standards in the Kingdom;
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Fund, in addition to evaluating the overall presentation of the financial statements;
- Studying the internal controls related to the preparation of the Fund's financial statements in order to establish appropriate procedures in light of the circumstances, and not for the purpose of expressing an opinion on the effectiveness of the Fund's internal controls;
- Reviewing the initial brief financial statements of the Fund in accordance with the standards of the Saudi Organization for Certified Public Accountants to review the initial financial information.

d) The provisions regulating the replacement of the auditor of the investment fund:

The Fund's Board of Directors shall refuse to appoint an auditor or direct the Fund Manager to change the appointed auditor, in any of the following cases:

1. Existence of existing and important allegations about the auditor's professional misconduct related to the performance of his duties.
2. If the auditor of the public fund is no longer independent.
3. If the public fund auditor is no longer registered with the Authority.
4. If the Fund's Board of Directors decides that the auditor does not have sufficient qualifications and experience to perform the audit tasks in a satisfactory manner.

5. If the Authority, at its sole discretion, requests a change of auditor appointed in relation to the General Fund.

29. Fund assets

- a)** The assets of the investment fund are reserved by the custodian for the benefit of the investment fund.
- b)** The custodian must separate the assets of each investment fund from its assets and the assets of its other clients, and these assets must be independently identified by registering the securities and other assets of each investment fund in the name of the custodian in favor of that fund, and the investment assets of the fund are registered in the name of a company affiliated to the custodian and maintain all necessary records and other documents that support the performance of its contractual obligations.
- c)** The fund manager acknowledges that the assets of the investment fund are collectively owned by the unit holders (common ownership). The Fund Manager, Fund Sub-Manager, Fund Operator, Custodian, Sub-Custodian, Adviser or Distributor shall have no interest in the Fund's assets or any claim in respect of such assets, unless the Fund Manager, Fund Sub-Manager or Fund Operator, custodian, sub-custodian, advisor or distributor owns units in the fund, within the limits of his ownership, or these claims were permitted under the provisions of the Investment Funds Regulations and were disclosed in these terms and conditions.

30. Complaints procedures

The fund manager states that procedures for handling complaints will be provided upon request, free of charge. Unit holders may also write to the Fund Manager in the event of any complaint that may arise at the following address:

Yaqeen Capital Company

Kingdom of Saudi Arabia

Olaya Main Road, Al-Wurud District

Yaqeen Company Building,

Tel: 800 429 8888

The website: www.yaqeen.sa

Email: support@yaqeen.sa

31. Other information

a) The policies and procedures that will be followed to address conflict of interest and any potential or actual conflict of interest will be provided upon request free of charge.

b) The competent judicial authority to consider any dispute arising from investing in investment funds is the Committee for the Resolution of Securities Disputes.

c) List of documents available to unit holders:

The list includes the following documents:

- Fund Terms and Conditions.
- Contracts mentioned in the Terms and Conditions.
- The financial statements of the fund manager.

d) There is no other information, as far as the Fund Manager and the Board of Directors are aware, that was not included in the Terms and Conditions prospectus.

e) There are no exemptions from the restrictions of the Investment Funds Regulations approved by the Capital Market Authority, except for those mentioned in investment policies and practices.

32. Additional Information Requirements for Certain Types of Funds

In the case of an ETF:

1) The unit holders of the Yaqeen S&P ESG MENA ETF acknowledge and agree to the terms and conditions of the fund by simply subscribing to it.

2) Two Evaluation points:

1- Saudi stocks have a recurring indicative evaluation of the fund's net asset value (INAV) by issuing an indicative evaluation every 15 seconds during trading hours for the last trading price, in addition to evaluating the net asset value (NAV) at the end of the day at the closing price.

2- Non-Saudi stocks have a recurring indicative evaluation of the fund's net asset value (INAV) by issuing an indicative evaluation every 15 seconds during trading hours, in addition to evaluating the net asset value (NAV) at the end of the day according to the last available closing price.

3) Market Maker: Yaqeen Capital. It is a legal person licensed under License No. 37-20060 dated 29/04/1427 H based on the provisions of the Financial Market Institutions Regulations issued by the Capital Market Authority to carry out dealings as principal.

Market maker address:

Headquarters - Olaya Main Road

P.O. Box 884, Riyadh 11421

Tel: 8004298888

Fax: +966 (11) 2054831

Market Maker Jobs:

- Entering a buy order and a sell order within a specific price range (2%) of the fund's indicative net asset value (INAV) for the unit published by the fund manager.
- Maintain orders continuously during trading until five minutes before the market closes. The market maker may enter orders during trading hours.
- The market maker facilitates the issuance and cancellation of fund units in coordination with the fund manager, custodian and Tadawul.
- Contributing to the stability of the price and demand for the fund's units in the market by increasing the supply or demand for the units more than necessary.
- Providing initial liquidity to the primary market to establish trading units, by creating units for the fund and displaying them in the market.
- The market maker creates the market and aims to try to keep the trading price close to the indicative unit price during trading.
- The market maker is committed to making the market and striving to find a balance between the buying or selling prices of the fund's units according to the last value of one unit.

4) The fund manager does not guarantee the accuracy and conformity of the fund's performance with the performance of the index.

5) Statement of the circumstances that may lead to errors in tracking the performance of the index, and the strategies used to reduce such errors: the change in invested assets that arise from the change in the components of the index, and the quarterly rebalancing may lead to costs in dealing, which may reduce the return on Investing in the fund's units because of these expenses compared to the index because they do not affect the index, which leads to errors in tracking the fund's performance. Accordingly, the fund manager is committed to re-balancing as mentioned in the terms and conditions to avoid unnecessary transactions that may result in expenses that lead to errors in tracking the performance of the index. The fund manager also relies on the index license granted by the third-party index provider to use and follow the benchmark index of his fund. If the index provider terminates or changes the license of the index, this will affect the fund's ability to continue to use and simulate its benchmark index to achieve its investment objective.

6) A summary of the index's methodology/rules, with the means by which unit holders can obtain the latest information, news, and special components: (S&P Pan Arab Composite ESG Shariah Capped Index) (USD), an index that measures the performance of the 40 top companies, according to ("S&P

DJI ESG score³⁰), out of the 60 top companies, by float-adjusted market capitalization (F&C). Securities are included in the index by weighting adjusted free market value, and there is a maximum limit in the components of the core index, which is 8% for each source and 30% for the country, in order to mitigate concentration risks. **Statement of any circumstances that may affect the accuracy and completeness of the index calculation:** Exceptional cases that may affect the accuracy and completeness of the index calculation may occur as a result of malfunctions in the technical systems in transmitting and updating prices directly and accurately.

7) A description of the fund manager's plan in the event that the index account is suspended by the service provider: In this case, the fund manager will rely on another service provider. In the event that the index given by the alternative service provider is different, the fund manager will take all the required procedures and obtain the necessary approvals from Unit holders and interested parties to use the new index.

8) Statement of the deviation coefficient margin from the index: The fund will seek to simulate the performance of the index by maintaining a margin of deviation compared to the performance of the index to a maximum of 2%, taking into account the factors of income, fees and expenses, and there are no guarantees that the Fund Manager can match the performance of the index

33. Unitholder Declaration

In this day _____ I/we acknowledge that I/we have obtained a copy of this prospectus containing the Terms and Conditions of Yaqeen S&P ESG MENA ETF Fund and its annexes. I/we have also reviewed it, understood and approved it, and I am aware that the financial summary of this prospectus is updated annually, and accordingly I/we have signed it:

Investor's name _____

Investor's signature _____

(Only for companies) _____

Date.... / ... / ... :

Authorized signatory:

Job title:

Stamp:

On behalf of Yaqeen Capital:

Name _____

Job title _____

Date.... / ... / ...