



General Assembly meeting
Zahrat Al Waha for Trading
Saudi public joint stock company

Item No. 6



شركة زهرة الواحة للتجارة
Zahrah Al Waha for Trading Company
الرقم الضريبي ٣١٠٢٥٠٦٤٥٥٠٠٠٣

Gentlemen Shareholders of Zahrat Al Waha Trading Company Greetings

Subject: Notifying the Board of Directors of Zahrat Al Waha Trading Company regarding transactions with related parties for the year ending on 31, December 2023

Regarding the requirements of Article No. 71 of the Companies Law and the Financial Market Law to disclose commercial transactions and contracts related to "Zahrat Al Waha Trading Company" in which a member of the Board of Directors has direct or indirect benefits, which stipulates that a member of the Board of Directors must immediately upon learning of any benefits he has Whether directly or indirectly in business and contracts for the company's account, the Board of Directors must be notified of this, and this shall be recorded in the minutes of the Board of Directors meeting when it meets. This member may not participate in voting on the decision issued in this regard by the Board of Directors and the General Assembly, and the Board of Directors shall be notified. When the General Assembly is held, it deals with business and contracts in which a member of the Board of Directors has direct or indirect benefits. The notification to the Board of Directors is accompanied by a special report from the company's auditor prepared by the auditing standards approved in the Kingdom of Saudi Arabia, and based on the policy of dealings with related parties of the "Company." Zahrat Al Waha Trading.

We would like to inform you that "Zahrat Al Waha Trading Company" has carried out several transactions with related parties in which the Chairman of the Board of Directors has direct or indirect benefits, and "Zahrat Al Waha Trading Company" is seeking to obtain a license from the shareholders of "Zahrat Al Waha Trading Company".

The following is a statement of transactions with related parties for the year ending on 31, December 2023 AD, in which the Chairman of the Board of Directors had direct or indirect benefits. During the year ending December 31, 2023 AD, the company carried out transactions with related parties, and these transactions were carried out at the regular price and without discrimination or conditions preferential, and the following is a statement of these transactions:

Related party	The party with a direct interest	Position in the company	The value of transactions during the year ending December 31, 2023	The type of transaction or contract during the year ending December 31, 2023
Hana Food Industries Company	Ahmed Hammoud Ibrahim Altheyab	Chairman of Board of Directors	Total sales of the activity before the VAT 27,452,281 SR Total sales including VAT 31,570,123 SR non-activity sales 80,500 SR and there are no purchases during 2023 and collections amounted to 43,050,000 SR and the balance of the end of the period as of December 31, 2023, is 52,359,361 SR (debit balance within customer balances)	Selling finished goods represented in preforms and plastic of different sizes and weights, selling and buying raw materials and packaging

- All transactions are in Saudi Riyals
- Report of the external auditor



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Zahrah Al Waha for Trading Company
الرقم الضريبي ٣١٠٢٥٠٦٤٥٥٠٠٠٣

توقيع أعضاء مجلس الإدارة

نائب رئيس مجلس الإدارة

طه محمد عبد الواحد أزهرى

رئيس مجلس الإدارة

احمد حمود ابراهيم النياب

عضو مجلس الإدارة

مشعل محمد صالح المقرن

عضو مجلس الإدارة

الرئيس التنفيذي

جورج عبد الكريم جورج موسى

عضو مجلس الإدارة

سهل يوسف عبد الله جمل الليل

Limited assurance report on the declaration submitted by the Board of Directors on the company's transactions and contracts in which there is any interest for any member of the Board of Directors, whether directly or indirectly "Declaration"

For the year ended 31 December 2023

To the shareholders of Zahrat Al Waha Trading Company

(Saudi Joint Stock Company)

Riyadh -Kingdom of Saudi Arabia

Based on the request made by the Management of Zahrat Al Waha Trading Company (the 'Company'), we carried out limited assurance procedures on the Declaration submitted by the Board of Directors to the shareholders of Zahrat Al Waha Trading Company on the company's transactions and contracts in which there are interests for any member of the Board of Directors, whether directly or indirectly.

SUBJECT MATTER

The subject matter is the Declaration prepared in accordance with the requirements of Article No. (71) of the Companies law in the Kingdom of Saudi Arabia.

APPLICABLE CRITERIA

The applicable criteria against the subject matter are as follows:

- The requirements of Article No. (71) of the Companies law in the Kingdom of Saudi Arabia.
- The minutes of the general assembly meetings of shareholders of the Company that approved the transactions and contracts.
- The company's accounting records and books for the fiscal year ended 31 December 2023.

MANAGEMENT RESPONSIBILITY

The Company's management is responsible for the preparation of the Declaration in accordance with the Applicable Criteria mentioned in the above section "Applicable Criteria". Further, the Management of the Company is responsible for preparing and presenting the financial information that included in the Declaration Form and for such internal controls determined necessary to the preparation and presentation of the financial information included in the Declaration in accordance with the Applicable Criteria that are free from material misstatement, whether due to fraud or error. Company's management is responsible for maintaining the supporting documents and financial records and books that support these transactions.

OUR RESPONSIBILITY

Our responsibility is to provide a limited assurance report on the subject matter to form an independent conclusion, based on our limited assurance procedures on whether anything has come to our attention to indicate that the Declaration is not prepared in all material respects, in accordance with the applicable criteria set out above

We conducted our engagement in accordance with the International Standard on Assurance Engagements 3000 ("Assurance engagements other than audits or reviews of historical financial information") as endorsed in the Kingdom of Saudi Arabia.

Our procedures were designed to obtain a limited level of assurance to form a conclusion on the Declaration by the Company, of any member of the Board of Directors with any interest, both directly and indirectly and as such does not provide all the evidence that would be required to give a reasonable level of assurance.

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

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

Summary of the Work Performed

Our procedures included the following:

- Agree the information and data included in the Declaration to the company's accounting records and books for the fiscal year ended 31 December 2023.
- Agree the information included in the Declaration to the approval of the shareholders general assembly meetings of the company that approved the transactions and contracts for the fiscal year ended 31 December 2023.

The procedures performed in the limited assurance engagement differ in the nature and timing from the reasonable assurance engagement and are less in scope and thus the level of assurance that is achieved in the limited assurance engagement is much less than the assurance that would have been obtained if a reasonable assurance engagement had been performed.

CONCLUSION

Based on the limited assurance procedures performed and evidence obtained, nothing has come to our attention causing us to believe that the information included in the attached Declaration are not prepared, in all material respects, in accordance with the applicable criteria.

RESTRICTION OF USE

This report is solely issued for the purpose of submission to the management of the Company along with the Declaration by the **Board of Directors** therein to be submitted to the shareholders of **Zahrat Al Waha Trading Company** which discloses any interest for any member of the Board of Directors, both directly or indirectly, and may not be useful, used or provided for any other purposes.

OTHER MATTERS

We have no responsibility to update this report for events and circumstances occurring after the date of this report.

We stamped the attached Declaration for identification purpose only.

For Dr. Mohamed Al-Amri & Co.

Gihad Al-Amri
Managing Partner
Registration No.362



Date: 29 Sha'ban 1445 (H)
Corresponding to: 10 March 2024 (G)