

الشركة السعودية للمواد الصناعية
Saudi Industrial Export Company



Board of Directors Report

Saudi Industrial Exports Company

For the financial year ended 31 December 2023



What distinguishes this country is the commitment of its leaders to promoting and encouraging goodness, and from what we see from charitable institutions in various fields that is only one of the common aspects of this country.

Custodian of the Two Holy Mosques,

King Salman bin Abdulaziz Al Saud



Our vision for our country is a prosperous, strong nation that welcomes everyone, governed by Islamic principles of moderation and acceptance of others. We value competence and welcome skilled individuals from all over the world to join us in building and achieving success, and they will receive the utmost respect.

HRH Prince

Mohammed bin Salman bin Abdulaziz Al Saud

Crown Prince, and Prime Minister.

Board of Directors Message



Dear Shareholders,

May Allah's peace, mercy and blessings be upon you!

The Board of Directors submits to the shareholders the annual report of the Saudi Industrial Exports Company for the year 2023, which highlights the basic information about the company's activity in addition to the analysis of the operational and financial results, the structure of the company's board of directors and the extent of the company's commitment to the provisions of the corporate governance regulations.

In 2023, the company faced multiple challenges in the field of logistics, as we witnessed difficulties in distributing products due to market complexities and the volatility of global conditions. Logistics costs have also increased at an unprecedented level, putting additional pressure on the sustainability of our operations and possibly impacting our margin of profitability. In addition, we have seen prices rise for several factors, including production and transportation costs, which has caused additional challenges in balancing the quality of products with their competitive prices in the market.

Orders have also declined in some periods over the past year, which may be a result of economic fluctuations, which necessitated us to adapt market strategies and improve our services to better meet customer expectations and needs.

Despite these challenges, we are committed to dealing with them wisely and creatively, and strive to develop our strategies and continuously improve our performance. We are determined to improve ourselves and adapt to market changes to ensure the continuity of our success in the coming years by making a future strategic plan to keep pace with changing market conditions, improve performance, focus on target sectors, rationalize expenses and increase productivity at all levels, and as we head towards the beginning of a new year, we look forward to achieving satisfactory performance that meets your aspirations and our aspirations during 2024. We promise you that we will continue to work hard to enhance the value of your investments and achieve the sustainable success of our company. We are confident that this year will witness positive developments and sustainable growth, and we will work with dedication to achieve this. We are confident in our ability to meet challenges and exploit opportunities for the benefit of our company and our dear shareholders.

Finally, we thank you once again for your constant support and trust. We are excited to continue our successes and progress together during this new year.

On behalf of the Board of Directors
Chairman of the Board of Directors
Eng. Hatem bin Hamad Al-Suhaibani

Board of Directors Members



ENG. HATEM AL SUHAIBANI
Chairman



MR. AHMED AL ARINI
Deputy Chairman



DR. SULAIMAN AL JEDAIE
Board Member / CEO



ENG. BADER AL OTHMAN
Board Member



MR. SALMAN AL SUHAIBANI
Board Member



MR. KHALID AL DHUBAIB
Board Member



MR. ALI AL HUMAIDAN
Board Member



MR. GHASSAN AL HAIDARI
Board Member

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vision, mission and strategy



VISION

We intend to be one of the leading supply chain & international trade solutions' provider in the world.

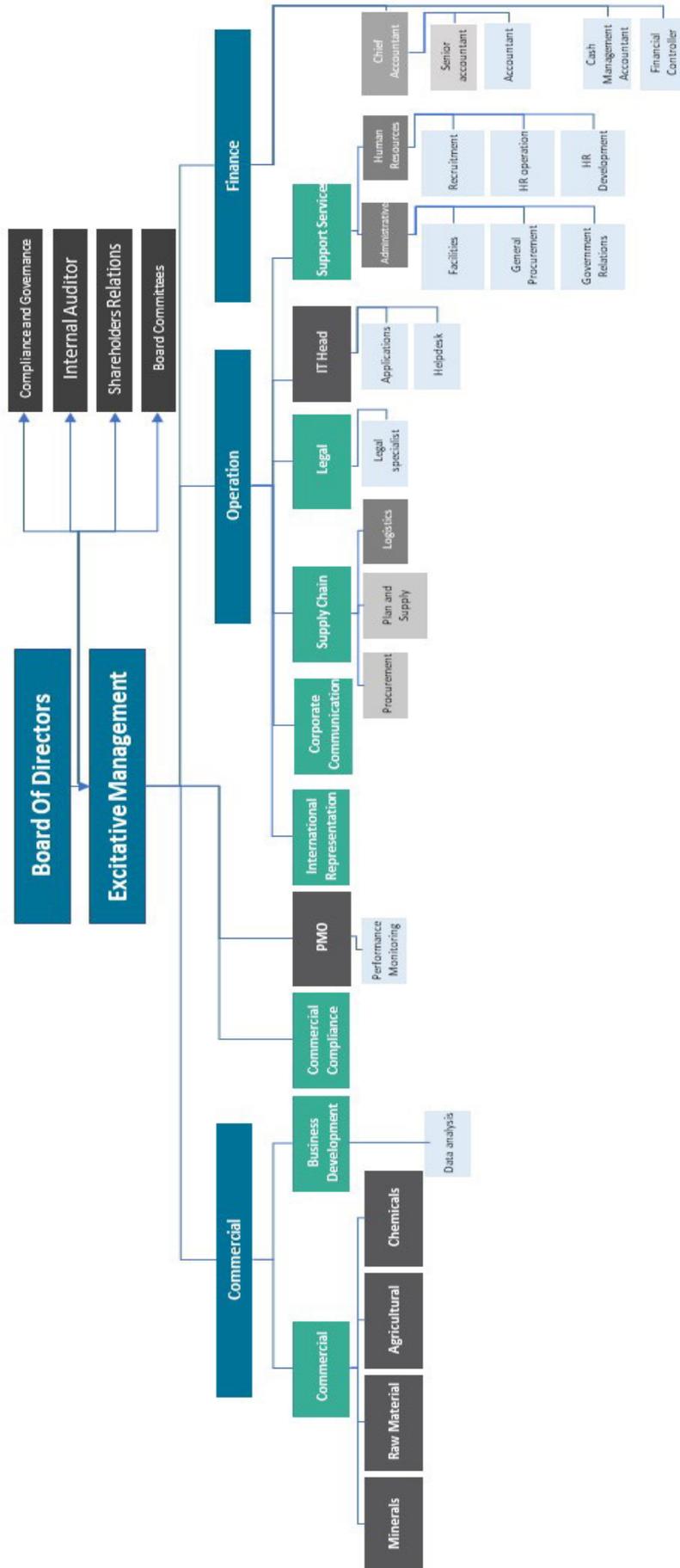


MISSION

Is to promote global stability, growth, and prosperity through enhanced and more sustainable International Supply Chain & Trade Solutions that cater to the ever-evolving demands of our clients.

The company works on four axes to reach its strategic goals through expansion and capacity building in:

1. Financial solutions for trade and supply chains.
2. Geographical expansion in multilingual marketing and trade offices.
3. Digital transformation in management and supply systems and electronic platforms.
4. Building logistical capabilities with allies experienced in this field.





1) The provisions of the Corporate Governance Regulations and what is not applied including the reason:

The Company shall apply all the provisions contained in the Corporate Governance Regulations issued by the Capital Market Authority, with the exception of the provisions set out below:

Reasons for non-application	Paragraph	Article / Paragraph Text	Article number in the regulation
The article is indicative and has not been applied	(a)	a) The Board of Directors, upon the proposal of the Nomination Committee, shall establish the necessary mechanisms to evaluate the performance of the Board - its members, committees and executive management annually, through appropriate performance measurement indicators related to the extent to which the company's strategic objectives are achieved, the quality of risk management, the adequacy of internal control systems, and others, provided that the strengths and weaknesses are identified and proposed to address them in accordance with the company's interest.	Thirty-ninth (Evaluation)
The article is indicative and has not been applied	(2)	2) Programs to grant employees shares in the company or a share of the profits it achieves and retirement programs and the establishment of an independent fund to spend on these programs.	Eighty-second (motivating employees)
The article is indicative and has not been applied	(3)	3) Establishing social institutions for employees of the company.	Eighty-second (motivating employees)
The article is indicative and has not been applied		The Ordinary General Assembly, upon the proposal of the Board of Directors, shall establish a policy that ensures a balance between its objectives and the objectives that society aspires to achieve, for the purpose of developing the social and economic conditions of society.	Eighty-fourth (Social Responsibility)
The article is indicative and has not been applied		The Board of Directors shall establish programs and determine the means necessary to introduce the Company's initiatives in the field of social work	Eighty-fifth (social work initiatives)

<p>The article is indicative and has not been applied due to the presence of specialists in corporate governance in the company's management, and thus the company sees no need to form this committee currently</p>		<p>In the event that the Board of Directors forms a committee specialized in corporate governance, it shall delegate to it</p> <p>The terms of reference prescribed under Article Ninety-One of these Bylaws, and this committee shall follow up on any topics related to the applications of governance, and provide the Board of Directors, at least annually, with the reports and recommendations it finds.</p>	<p>Ninety-second (Formation of the Corporate Governance Committee)</p>
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2) Names of the members of the Board of Directors, members of the committees, and the executive management, their current and previous positions, qualifications and experience:

a) Members of the Board of Directors for the period from: (01/01/2023 to 31/12/2023)

M	Name	Current Positions	Previous Positions	Qualifications	Experiences
1	Hatem Hamad AlSuhaibani	Businessman	General Manager of Honorable Concepts Trading Company	Bachelor of Mechanical Engineering	14 years in engineering, design and asset management
2	Ahmed Mohammed Al- Arini	Director General of the General Department of Information Technology Services at the Ministry of Communications and Information Technology	Executive Director of the Information Technology Department at the Ministry of Investment	SID.ir	14 years in the field of management, business analysis and implementation of technical projects
3	Salman Mohammed Al-suhaibani	CEO of Laqs Health Claims Management	Founder & CEO of Global Ratings Compliance Supervisor Weqaya Cooperative Insurance & Reinsurance Company Head of Compliance, Compliance and Anti-Money Laundering _ Saudi Arabian Ministries Founder & CEO of Advanced Innovation Trading Chairman of the Board of Directors of Merni Holding Company	Master of Business Administration	13 years in the field of governance, control and corporate management
4	Badr Hasan al-Uthman	Chief Operating Officer - ALARGAN Projects	Vice President - Wabel Arabia Investment Company	Master of Project Management	17 years in business development and project management

5	Khalid Abdullah Al-Dhubaib	Chief Investment Officer at Princess Nourah University Endowments	General Director of the General Department of Initiatives at the Ministry of Communications and Information Technology	Master of Business Administration	18 years in the field of investment, project management, strategic management and business development
6	Ghassan Abdulrahman Al-Haidari	General Manager & Co-Founder of International Connectivity Consulting Company	CEO of Yazeed Al-Rajhi & Brothers Company	Master of Business Administration	15 years in investment and business development
7	Ali Bin Saleh Alhumaidan	CEO of Yamam CEO of Hawaya Company CEO of Canary	Co-founder of Professional Marketing Company	Bachelor of Marketing from King Fahd University of Petroleum and Minerals MSc from the University of Bradford	17 years in management and marketing
8	Suleiman Hamad Al-Jedaie	-CEO & Board Member, Saudi Industrial Exports Company-Board Member of Nama Chemical Company - Member of the Board of Directors of TAP Electronic Payments Company. Chairman of the Audit Committee -Chairman of the Saudi-Sudanese Business Council -Vice President of the Saudi-Moroccan Business Council -Member of the Board of Directors of the Supply Chain and Procurement Association	-Logistics consultant, multiple entities in the public and private sectors - Director of International Logistics and Logistics LaRuba and Africa, Halliburton Company A- Field Logisticist, Schlumberger Company - International Mobile Field Engineer, Schlumberger Company	-Ph.D., Industrial Engineering, University of Texas at Arlington, College of Engineering, USA, College of Engineering - Master of Logistics, University of Texas at Arlington, USA -Bachelor of Industrial Engineering, King Fahd University of Petroleum and Minerals	-International experience of more than 10 years in supply chain management, logistics and operations management

b) Members of the Committees for the period from: (01/01/2023 to 31/12/2023)

M	Name	Current Positions	Previous Positions	Qualifications	Experiences
1	Hatem Hamad Al , Suhaibani	Businessman	General Manager of Honorable Concepts Trading Company	Bachelor of Mechanical Engineering	14 years in engineering, design and asset management
2	Ahmed Mohammed Al , Arini	Director General of the General Department of Information Technology Services at the Ministry of Communications and Information Technology	Executive Director of the Information Technology Department at the Ministry of Investment	SID.ir	14 years in the field of management, business analysis and implementation of technical projects
3	Salman Mohammed Alsuhaibani	CEO of Laqs Health Claims Management	Founder & CEO of Global Ratings Compliance Supervisor Weqaya Cooperative Insurance & Reinsurance Company Head of Compliance, Compliance and Anti-Money Laundering _ Saudi Arabian Ministries Founder & CEO of Advanced Innovation Trading Chairman of the Board of Directors of Merni Holding Company	Master of Business Administration	13 years in the field of governance, control and corporate management
4	Badr Hasan al-Uthman	Chief Operating Officer - ALARGAN Projects	Vice President - Wabel Arabia Investment Company	Master of Project Management	17 years in business development and project management

5	Khalid Abdullah Al-Dhubaib	Chief Investment Officer at Princess Nourah University Endowments	Director General of the General Department of Initiatives at the Ministry of Communications and Information Technology	Master of Business Administration	18 years in the field of investment, project management, strategic management and business development
6	Ghassan Abdulrahman Al-Haidari	General Manager & Co-Founder of International Connectivity Consulting Company	CEO of Yazeed Al-Rajhi & Brothers Company	Master of Business Administration	15 years in investment and business development
7	Ali Bin Saleh Alhumaidan	CEO of Yamam CEO of Hawaya Company CEO of Canary	Co-founder of Professional Marketing Company	Bachelor of Marketing from King Fahd University of Petroleum and Minerals MSc from the University of Bradford	17 years in management and marketing
8	Suleiman Hamad Al-Jedaie	-CEO & Board Member, Saudi Industrial Exports Company-Board Member of Nama Chemical Company - Member of the Board of Directors of TAP Electronic Payments Company. Chairman of the Audit Committee -Chairman of the Saudi-Sudanese Business Council -Vice President of the Saudi-Moroccan Business Council -Member of the Board of Directors of the Supply Chain and Procurement Association	-Logistics consultant, multiple entities in the public and private sectors - Director of International Logistics and Logistics La Ruba and Africa, Halliburton Company A- Field Logisticist, Schlumberger Company - International Mobile Field Engineer, Schlumberger Company	-Ph.D., Industrial Engineering, University of Texas at Arlington, College of Engineering, USA, College of Engineering - Master of Logistics, University of Texas at Arlington, USA -Bachelor of Industrial Engineering, King Fahd University of Petroleum and Minerals	-International experience of more than 10 years in supply chain management, logistics and operations management
9	Mohammed Hamad Alsaleh	Chief Financial Officer Mayar Union Support Services	Saudi Industrial Development Fund	Bachelor of Business Administration	16 years of experience in the commercial sectors of financial departments

c.) Executive Management for the period from: (01/01/2023 to 31/12/2023)

Name	Current Positions	Previous Positions	Qualifications	Experiences
Suleiman Hamad Al-Jedaie	<ul style="list-style-type: none"> -CEO & Board Member, Saudi Industrial Exports Company-Board Member of Nama Chemical Company - Member of the Board of Directors of TAP Electronic Payments Company. Chairman of the Audit Committee -Chairman of the Saudi-Sudanese Business Council -Vice President of the Saudi-Moroccan Business Council -Member of the Board of Directors of the Supply Chain and Procurement Association 	<ul style="list-style-type: none"> -Logistics consultant, multiple entities in the public and private sectors - Director of International Logistics and Logistics La Ruba and Africa, Halliburton Company A- Field Logisticist, Schlumberger Company - International Mobile Field Engineer, Schlumberger Company 	<ul style="list-style-type: none"> -Ph.D., Industrial Engineering, University of Texas at Arlington, College of Engineering, USA, College of Engineering - Master of Logistics, University of Texas at Arlington, USA -Bachelor of Industrial Engineering, King Fahd University of Petroleum and Minerals 	<ul style="list-style-type: none"> -International experience of more than 10 years in supply chain management, logistics and operations management
Muhammad Azzam Al-Shuwaier	Chief Operating Officer	<ul style="list-style-type: none"> Chief Executive Officer at Al Oyouni Investment & Contracting Group - Senior Internal Audit Manager at STC - Director of Policy Department at Civil Aviation Holding Company (Matarat) 	B.Sc. - Information Systems Engineering	16 years old
Ahmed Talaat Abdulaziz	Acting Chief Financial Officer	Financial Manager	Bachelor of Commerce	24 years in the field of financial management and accounting
Sameer Almohammadi	Acting Chief Commercial Officer	Commodities Sales and Marketing Manager for Mitsubishi Corporation	Bachelor of Translation	18 years old



3) The names of companies inside or outside the Kingdom in which a member of the company's board of directors is a member of its current and previous boards of directors: or one of its managers. For the period: From (01/01/2023 to 31/12/2023)

Member Name	Names of companies in which the board member is a member of the current boards of directors or their directors	Inside the Kingdom / Outside the Kingdom	Legal entity (listed contribution/ unlisted contribution/ limited liability/..)	Names of companies in which the board member is a member of the previous boards of directors or their directors	Inside the Kingdom / Outside the Kingdom	Legal entity (listed contribution/ unlisted/limited liability/..)
Hatem Hamad Al , Suhaibani	Chairman of Namaa Chemicals	Inside the Kingdom	Contribution Listed	BATIC Investment & Logistics Company Ayan Investment Company	Inside the Kingdom	Contribution Listed
Ahmed Mohammed Al , Arini	-	-	-	-	-	-
Badr Hasan al- Uthman	Sultan Food Company	Inside the Kingdom	Contribution Listed	-	-	-
Salman Mohammed Alsuhaibani	Morna Holding Company	Inside the Kingdom	Limited Liability/ Holding Company	-	-	-
Khalid Abdullah Al- Dhubaib	-	-	-	-	-	-
Ghassan Abdulrahman Al-Haidari	Perrin Company Closed Joint Stock Company - Business Professionals Company	Inside the Kingdom	Unlisted contribution	Yazeed Al Rajhi & Brothers Company - Gulf Yabotec Bahraini Company	Inside and outside the Kingdom	Unlisted contribution
Ali Bin Saleh Alhumaidan	Yamam Company Ltd. Arabian Identity Trading Company Canary Children's Hospitality Company	Inside the Kingdom	Limited Liability	-	-	-
Suleiman Hamad Al- Jedaie	-Member of the Board of Directors of Nama Chemical Company	Inside the Kingdom	Listed	-	-	-
	TAP Electronic Payments Company	Inside the Kingdom	Limited Liability			





4) The composition of the Board of Directors and the classification of its members as follows:
Executive Board Member - Non-Executive Board Member - Independent Board Member.
For the period: (01/01/2023 to 31/12/2023)

Member Name	Membership classification (executive - non-executive - independent)
Eng. Hatem Hamad Al-Suhaibani	independent
Mr. Ahmed Mohammed Al-Oraini	independent
Mr. Bader Hassan Al-Othman	independent
Mr. Salman Mohammed Al-Suhaibani	independent
Mr. Khalid Abdullah Al-Dhubaib	independent
Eng. Ghassan Abdulrahman Al-Haidari	independent
Mr. Ali Saleh Al-Humaidan	independent
Dr. Sulaiman Hamad Al-Jedaie	Executive



5) The actions taken by the Board of Directors to inform its members, especially non-executives, of the shareholders' suggestions and observations regarding the Company and its performance.

The proposal and observations of the company's shareholders, if any, are raised at the meeting of the Board and the Board committees after the members of the Board are notified by phone or by e-mail.



6) A brief description of the terms of reference and tasks of the committees, namely: the Audit Committee, the Nomination Committee and the Remuneration Committee, with the names of the committees, their chairmen and members, the number of their meetings, the dates of their convening, and the attendance data of the members of each meeting.

(1) Audit Committee*:

For the period from 1/1/2023 to 31/12/2023, the eleventh session, chaired by Mr. Salman Mohammed Al-Suhaibani - Member of the Board of Directors, And the membership of Mr. Ghassan Abdul Rahman Al-Haidari - Member of the Board of Directors, and the membership of Mr. / Mohammed Hamad Al-Saleh - Member of the Committee from outside the Board , and is concerned with assisting the Board in fulfilling its responsibilities, in particular assisting in verifying the adequacy of the internal control system and implementing it effectively and providing any recommendations to the Board of Directors that would activate and develop the system in order to achieve the company's purposes and protect the interests of shareholders and investors with high efficiency and reasonable cost, and from this concept, The tasks of the committee do not include carrying out any executive tasks or taking any decisions, but its tasks are limited to making recommendations to the Board of Directors to take what it deems appropriate in this regard, the committee held (8) meetings during the fiscal year 2023 according to the following statement:

Member Name	Member Status	First meeting 2/2/2023	Second meeting 19/02/2023	Third meeting 2/4/2023	Fourth meeting 12/4/2023	Fifth meeting 21/5/2023	Sixth meeting 8/8/2023	Seventh meeting 22/8/2023	Eighth meeting 5/11/2023	Number of meetings
Salman Mohammed Alsuhaibani	Committee President	✓	✓	✓	✓	✓	✓	✓	✓	8
Ghassan Abdulrahman Al-Haidari	member	✓	✓	✓	✓	✓	✓	✓	✓	8
Mohammed Hamad Alsaleh	member	✓	✓	✓	✓	✓	✓	✓	✓	7

Attendance is authenticity non-attendance

* Tasks and scope of work of the Audit Committee:

The Audit Committee is responsible for monitoring the company's business and verifying the integrity and integrity of reports, financial statements and internal control systems, and the tasks of the committee include, in particular, the following:

1. Request appropriate documents, reports, clarifications and other information from the company's responsible executives .
2. Invite the company's responsible executives and employees to the meetings of the Committee to question them and to seek clarifications and explanations from them.
3. The use of experts, consultants and specialists from outside the company.
4. Perform any duties entrusted to them by the Board of Directors within the limits of the powers of the Audit Committee.
5. Conduct the annual review and evaluation of its bylaws and prepare recommendations to the Board of Directors regarding the amendment of part of it (if required).
6. Exercising its powers stipulated in the Corporate Governance Regulations and other executive regulations to achieve the proper performance of its tasks, and without conflict between the Committee and its work.
7. Dealing with the information available to the Committee as a result of its work in strict confidentiality.
8. Inform the Board of Directors of developments that affect its independence or conflict of interest related to the decisions - if any - which the Audit Committee conducts in accordance with its terms of reference and responsibilities in preparing an annual evaluation and review of the company that hinders the performance of its duties.

*** Financial Reports:**

1. Study the interim and annual financial statements of the Company before presenting them to the Board of Directors and express its opinion and recommendation thereon, in order to ensure its integrity, fairness and transparency.
2. Provide technical opinion at the request of the Board of Directors on whether the Board of Directors' report and the Company's financial statements are fair, balanced and understandable and include information that allows shareholders and investors to evaluate the Company's financial position or position, performance, business model and strategy.
3. Study any important or unusual issues contained in the financial reports.
4. Thoroughly research any issues raised by the Company's Chief Financial Officer, his duties, the Company's compliance officer or the auditor.
5. Verify accounting estimates in material matters contained in financial reports.
6. Study the accounting policies followed in the company and provide an opinion and recommendation to the Board of Directors in this regard.

***Internal Audit:**

1. Study and review the company's internal and financial control and risk management systems.
2. Study the internal audit reports and follow up the implementation of corrective actions for the observations contained therein.
3. Control and supervise the performance and activities of the internal auditor and the internal audit department in the company, if any, to verify the availability of the necessary resources and their effectiveness in performing the work and tasks entrusted to them. If the company does not have an internal auditor, the committee should recommend to the board the need for his appointment.

***Audit**

1. Recommend to the Board of Directors the appointment and dismissal of auditors, determine their fees and evaluate their performance, after ensuring their independence and reviewing the scope of their work and the terms of their contract.
2. Verify the auditor's independence and position, and the effectiveness of the audit work, taking into account the relevant rules and standards.
3. Review the company's auditor's plan and work, verify that he does not submit technical or administrative work outside the scope of the audit work, and provide its views in this regard.
4. Answering the inquiries of the corporate auditor.
5. Study the auditor's reports and observations on the financial statements and follow up on what has been taken in this regard.

*Commitment Guarantee

1. Review the results of the reports of the regulatory authorities and verify that the company has taken the necessary measures in this regard.
2. Verify the company's compliance with the relevant laws, regulations, policies and instructions.
3. Review the contracts and transactions proposed to be conducted by the company with related parties, and submit what it deems appropriate in this regard to the Board of Directors.
4. Submit to the Board of Directors the issues it deems necessary to take action, and make recommendations on the steps that need to be taken.

(2) Nomination and Nomination Committee:

For the period from 1/1/2023 to 31/12/2023, the eleventh session, president of the committee Mr. Ahmed Mohammed Al-Oraini - Vice Chairman of the Board of Directors, and the membership of Mr. Bader Hassan Al-Othman - Member of the Board of Directors, and the membership of Mr. Ali Saleh Al-Humaidan - Member of the Board of Directors.

The committee held only two meetings during the fiscal year 2023 according to the following statement:

Member Name	Member Status	First meeting 10/1/2023	Second meeting 28/3/2023	Number of meetings
Ahmed Mohammed Al , Arini	Committee President	✓	✓	2
Badr Hasan al-Uthman	member	✓	✓	2
Ali Saleh Alhumaidan	member	✓	✓	2

Attendance is authenticity non-attendance

* Functions and Functions of the Nomination and Remuneration Committee:

The Nomination and Remuneration Committee shall have the following competencies:

1. Prepare a clear policy for the remuneration of the members of the Board of Directors, committees emanating from the Board and the executive management, and submit it to the Board of Directors for consideration in preparation for approval by the General Assembly, taking into account in this policy the adoption of standards related to performance, disclosure, and verification of their implementation.
2. Clarify the relationship between the bonuses granted and the applicable remuneration policy, and indicate any material deviation from this policy.
3. Periodically review the remuneration policy, and evaluate its effectiveness in achieving the desired objectives .
4. Recommending to the Board of Directors the remuneration of the members of the Board of Directors, its committees and senior executives of the company in accordance with the approved policy, reviewing the employment and employment contract of the CEO or General Manager and the annual financial reward plans for employees in the subsidiaries and in accordance with the approved policy of those companies, and submitting the recommendation to the Board of Directors.

5. Propose clear policies and criteria for membership in the Board of Directors and executive management.
6. Recommending to the Board of Directors the nomination and re-nomination of its members in accordance with the approved policies and standards, taking into account that no person has previously been convicted of a crime involving moral turpitude or dishonesty shall be nominated.
7. Prepare a description of the capabilities and qualifications required for membership of the Board of Directors and filling executive management positions.
8. Determine the time that the member must allocate for the work of the Board of Directors.
9. Annual review of the necessary needs of appropriate skills for board membership and executive management positions.
10. Review the structure of the Board of Directors and Executive Management and make recommendations regarding changes that can be made.
11. Ensure on an annual basis the independence of independent members, and the absence of any conflict of interest if the member is a member of the Board of Directors of another company.
12. Develop job descriptions for executive members, non-executive members, independent members, members of executive management and senior executives.
13. Establish special procedures in the event of a vacancy in the position of a member of the Board of Directors or senior executives.
14. Identify the weaknesses and strengths of the Board of Directors, and propose solutions to address them in accordance with the interest of the company.

(3) Executive and Investment Committee*:

For the period from 1/1/2023 to 31/12/2023, for the eleventh session, Committee President Eng. Hatem Hamad Al-Suhaibani - Chairman of the Board of Directors, and the membership of Dr. Sulaiman Hamad Al-Jedaie - CEO and member of the Board of Directors, and Mr. Khaled Abdullah Al-Dhubaib - Member of the Board of Directors, and the committee held only one meeting For the fiscal year 2023 according to the following statement:

Member Name	Member Status	First Meeting 3/8/2023	Number of Meetings	Attendance Rate
Hatem Hamad Al , Suhaibani	Committee President	✓	1	100%
Khalid Abdullah Al- Dhubaib	member	✓	1	100%
Suleiman Hamad Al- Jedaie	member	✓	1	100%

Attendance is authenticity non-attendance

* Powers and responsibilities of the Executive and Investment Committee

1. The Investment Executive Committee is responsible for overseeing the executive decision-making process and represents the role of the supervisory board in the periods between meetings of the Board of Directors.
2. The Committee shall discuss and take decisions on topics that need to take urgent decisions in emergency events within the limits of the powers granted to it by the Board of Directors.

3. Receiving reports from the Department regarding legal issues and lawsuits of relative importance to the company.
4. With regard to the company's strategy and objectives, the Committee shall:
 - Review the company's strategic planning procedures and processes in cooperation with the CEO.
 - Ensure that the company's strategic plans have been translated into actual actions aimed at achieving the company's objectives.
 - Review the CEO's recommendations regarding the allocation of the Company's resources aimed at achieving alignment between the Company's strategic plans and its long-term operational objectives.
 - Periodic review of the company's strategic plans and operational objectives to ensure their compatibility with the company's mission and objectives.
 - Review the marketing and sales strategy and recommend the required adjustments before approving this strategy.
 - The Committee reviews and prepares recommendations to the Board of Directors for strategic decisions related to operational priorities, including expansion into new markets and countries or exit from existing markets and countries.
5. With regard to the company's financial planning and dividend policy, the Committee shall :
 - Prepare and review recommendations to the Board of Directors related to annual and long-term financial objectives and strategies, as well as associated performance indicators.
 - Prepare and review the recommendations submitted to the Board of Directors related to the Company's dividend policy and how to implement it.
 - Periodic review of actual capital expenditures and review them with budgets with advance extensions. The Committee reviews and prepares recommendations to the Board of Directors regarding strategic decisions related to opportunities for the company aimed at improving the quality of products and services provided by the company and rationalizing the costs related to them.
6. Study and advise the Board on proposed mergers and acquisitions, increase or decrease the capital of the company.
7. Setting policies, procedures, strategies and investment programs for the company and recommending them to the Board of Directors for approval, including policies and guidelines related to diversifying investments, investing in stocks, bonds, currencies... etc) and its limits, and prohibited investments.
8. Preparing a diversification plan for investments commensurate with the needs of the company and the degree of acceptable risk and recommending it to the Board of Directors for approval.
9. Recommending to the Board of Directors regarding the approval of investment and reinvestment of the Company's funds, and the Committee may delegate investment operations to the Company's employees and to external investment managers.
10. Study and advise the Board on proposed mergers and acquisitions and the like.
11. Review the Company's capital plan and study and make recommendations to the Board on significant financial policies and matters related to the Company's financing, including dividend policy, share buyback program, issuance or disposal of debt securities, etc.
12. Monitor the management of the company's funds by reviewing the reports of the management and investment managers advisors , and discussing them during the meetings of the Committee.

13. Evaluate the investment performance and portfolios of the company by comparing the actual return with the expected returns, and the returns of other companies selected by the Committee or the Board of Directors from time to time. This assessment will take into account compliance with investment policies , guidelines and risk levels.
14. Review all investment transactions that require the approval of the Board of Directors and recommend them to the Board.
15. Study and evaluate potential investments, determine the most appropriate type of investment for the company, and recommend it to the Board.
16. Review the Company's important financial matters, such as matters related to the Company's capital, the Company's credit rating, cash flows, borrowing activities, and investment deposits, in cooperation with the Audit Committee.
17. Carry out any other matters assigned by the Board of Directors to the Committee.

 **7) The means relied upon by the Board of Directors in evaluating its performance and the performance of its committees and members, and the external party that carried out the evaluation and its relationship with the Company, if any:**

During the year 2023, no accreditation method adopted by the Board of Directors was applied in evaluating its performance and the performance of its committees and members from any external party.

 **8) Disclosure of the remuneration of the members of the Board of Directors and the Executive Management in accordance with what is stipulated in Article Ninety-Three of the Corporate Governance Regulations.**

1. Remuneration Policy of Board Members and Executive Management in the Company:

The remuneration policy of the Board of Directors, its committees and the executive management of the Board of Directors of the Saudi Industrial Exports Company has been prepared in order to comply with the Corporate Governance Regulations issued by the Board of the Capital Market Authority pursuant to Resolution No. (8-16-2017) dated 16/05/1438H corresponding to 13/02/2017G, which stipulated that the Nomination and Remuneration Committee shall prepare a clear policy for the remuneration of the members of the Board of Directors, the committees emanating from the Board and the Executive Management and submit it to the Board of Directors for consideration in preparation for approval by the General Assembly.

Objectives of the document:

This policy aims to:

1. Determine clear criteria for the remuneration of the members of the Board of Directors, its committees and senior executives in light of the requirements of the Company's Articles of Association and the laws and regulations of the Capital Market Authority.
2. The policy aims to attract individuals with a degree of competence, ability and talent to serve on the Board of Directors and Executive Committees by adopting plans and programs that stimulate rewards and are related to performance, which contributes to improving the company's performance, achieving the company's performance and achieving the interests of its shareholders.

General criteria for remuneration:

The Nomination and Remuneration Committee shall be responsible for recommending to the Board the remuneration of the members of the Board, members of committees and senior executives of the Company in accordance with the approved criteria as follows:

1. The rewards should be commensurate with the company's activity, strategy, objectives and skills necessary to manage it.
2. Consider linking the variable part of rewards to long-term performance.
3. The company takes into account the consistency of remuneration with its strategy and objectives and with the size, nature and degree of risk.
4. The company takes into account the practices of other companies prevailing in the labor market in determining remuneration while avoiding any unjustified rise in remuneration that may result.
5. Remuneration is determined based on the level of the job, the tasks and responsibilities assigned to the incumbent, academic qualifications, work experience, skills and level of performance.
6. The reward should be reasonably sufficient to attract, motivate and retain appropriate competence and experience.
7. The remuneration of the members of the Board of Directors shall be determined to reflect the extent of the member's experience, his terms of reference, the tasks entrusted to him, the number of sessions prohibited by him and other competitions.
8. The payment or refund of the remuneration shall be suspended if it is found that it was decided based on inaccurate information provided by the member of the Board of Directors or the Executive Management in order to prevent the exploitation of the employment status to obtain undue remuneration.
9. In the event of developing a program to grant shares in the company to the executive management and its employees, whether it is a new issue or shares purchased by the company, this shall be done under the supervision of the Nomination and Remuneration Committee and in accordance with the company's articles of association and the relevant laws and regulations of the Capital Market Authority, and in accordance with the plan to grant shares approved by the extraordinary general assembly.

Remuneration of Board Members

1. The remuneration of the members of the Board of Directors of the Saudi Industrial Exports Company shall consist of the following:
 - Certain amount
 - Or instead of attending sessions
 - or expense allowance
 - Or a percentage of profits

Two or more of these benefits may be combined and not exceeding what is stipulated in the Companies Law and the Company's Articles of Association in accordance with the details of the remuneration of the members of the Board of Directors and its committees included in this policy and any amendments that occur later to be approved in accordance with the Law.

2. This remuneration may be of varying amount and in the light of a policy issued by the Nomination and Remuneration Committee and decided by the General Assembly, and the annual report of the Board of Directors to the General Assembly of Shareholders shall include a statement of the advantages and shall also include a statement of what the members of the Board have received as workers, administrators, or for technical, administrative or consulting work (if any). It should also include a statement of the number of meetings of the Council and the number of meetings attended by each member from the date of the last meeting of the General Assembly.
3. In the event that the remuneration of the members of the Board of Directors is a percentage of the profits, the provisions of the Companies Law, the relevant regulations and the Company's Articles of Association shall be observed, provided that the total financial remuneration and benefits received by one member of the Board of Directors in all cases shall not exceed (500.000) five hundred thousand Saudi Riyals annually.

Remuneration of Committee Members:

1. The Board of Directors, the membership remuneration of its committees emanating from it, attendance allowances and other entitlements shall be determined and approved upon the recommendation of the Nomination and Remuneration Committee.
2. Attendance allowance for meetings and other benefits as described in this policy shall be paid in accordance with the details of the remuneration of the members of the Board of Directors, its committees and the Secretary of the Board.

Remuneration of executive management:

1. The Nomination and Remuneration Committee shall review and approve the salary scale determined for all employees, senior executives, incentive program and plans on an ongoing basis, based on a recommendation from the executive management.
 - Basic salary(paid at the end of each calendar month and on a monthly basis) and allowances including, but not limited to, housing allowance, transportation allowance, education allowance for children, and telephone allowance.
 - An annual remuneration for the company's employees linked to the achievement of the annual objectives approved by the Nomination and Remuneration Committee and the Board of Directors in accordance with the annual evaluation carried out in this regard.
 - Short-term incentive plans associated with exceptional performance and long-term incentive plans such as stock options programs (if any) benefits including but not limited to, annual leave, annual travel tickets and end of service gratuity according to the labor system and human resources policy approved by the company.
2. Plans and programs for the remuneration of senior executives are approved by the Nomination and Remuneration Committee.
3. The CEO of the Company shall implement the remuneration policy for the Company's employees and senior executives in light of the plans, programs and general guidelines approved by the Committee.

Additional determinants of bonuses and method of disbursement:

1. The members of the Board of Directors may not vote on the remuneration item of the members of the Board of Directors at the General Assembly Meeting of Shareholders.
2. The Company discloses the remuneration of the Board members , committees and executives in the annual report of the Board of Directors in accordance with the rules and directives issued under the Companies Law and the regulations of the Capital Market Authority and their executive regulations.
3. The member shall be entitled to the remuneration as of the date of joining the Board or the Committee and in accordance with the term of his membership.
4. The procedures for disbursing remuneration for the members of the Board of Directors and committees are prepared by the Secretary of the Board, provided that the disbursement order is approved by the CEO of the company.
5. The allowance for attending the meetings of the Board, the remuneration of the committees and the allowance for attending the meetings of the committees shall be paid within a maximum of one month of the meeting. The annual remuneration of the Board is paid in full after the end of the first year of the Board's session.

Statement of the details of the remuneration of the members of the Board of Directors and its committees:

1. Members of the Board of Directors:

- It is determined annually not to exceed 500 thousand riyals in accordance with the Companies Law and is due provided that the member attends 70% of the meetings of the Board of Directors.
- Additional allowance (travel and transportation) for those from outside the city of the meeting place (Riyadh) according to the actual expense.

2. Committee Members:

- An annual remuneration of 100.000 hundred thousand riyals for each member of the committee from within the Council and is due to the member, provided that the member attends 70% of the meetings of the committee.
- An annual remuneration of 50.000 fifty thousand riyals for each committee member from outside the Board, and it is due to the member, provided that the member attends 70% of the committee's meetings.
- An annual remuneration of 50.000 five thousand riyals to the secretary of the board of directors.
- Allowance for attending the meetings of the Board of Directors and the committees emanating from the Board for all members of the Board and members of the committees is 3 000 riyals one thousand riyals for each member for each meeting.

3. Reward Adjustment:

- The amount of the annual remuneration of a member of the Board of Directors may be reviewed from one period to another based on a recommendation from the Nomination and Remuneration Committee in light of the variables related to performance, and then the approval of the General Assembly of Shareholders is obtained.
- The amount of the annual remuneration of a member of the Board of Directors may be passed from one period to another upon the recommendation of the Remuneration and Nomination Committee in light of the variables related to performance, and then the approval of the General Assembly of Shareholders is obtained.

- The meeting attendance allowance shall be paid after each meeting.
- The remuneration of the members of the committees and the secretary of the Board shall be paid at the beginning of each calendar year, and in the event of the termination of membership or resignation, they shall be paid for the remaining period of the year.

B. Remuneration of Board Members, Committees and Senior Executives: for the period from 1/01/2023 to 31/12/2023

	Fixed Bonuses							Variable Rewards							A statement of what the members of the Council received as employees or administrators or what they received in exchange for technical, administrative or consulting work	Remuneration of the Chairman of the Board, Managing Director or Secretary if he is a member	Total
	Percentage of profits	Periodic bonuses	Short-term incentive plans	Long-term incentive plans	Granted shares (value entered)	Total	End of Service Gratuity	Expense allowance	A certain amount	Total allowance for attending Council meetings	Total Attendance Allowance for Committees Meetings	In-kind advantages	Total				
First: Independent Members																	
Hatem Hamad Al , Suhaibani	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	3,000.00	-	15,000.00	-	-	115,000.00	
Salman Mohammed Alsuhaibani	-	100,000.00	-	-	-	100,000.00	-	-	-	9,000.00	24,000.00	-	33,000.00	-	-	133,000.00	
Khalid Abdullah Al-Dhubaib	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	3,000.00	-	15,000.00	-	-	115,000.00	
Ali Saleh Alhumaidan	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	6,000.00	-	18,000.00	-	-	118,000.00	
Ahmed Mohammed Al , Arini	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	6,000.00	-	18,000.00	-	-	118,000.00	
Ghassan Abdulrahman Al-Haidari	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	24,000.00	-	36,000.00	-	-	136,000.00	
Badr Hasan al-Uthman	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	6,000.00	-	18,000.00	-	-	118,000.00	
Total	-	700,000.00	-	-	-	700,000.00	-	-	-	81,000.00	72,000.00	-	153,000.00	-	-	853,000.00	
Second: Executive Members																	
Suleiman Hamad Al-Jedaie	-	100,000.00	-	-	-	100,000.00	-	-	-	12,000.00	3,000.00	-	15,000.00	-	-	115,000.00	



	Fixed Bonuses					Variable Rewards					End of Service Gratuity	Total	Expense allowance
	Salaries	Allowances	In-kind advantages	Total	Periodic bonuses	Earnings	Short-term incentive plans	Long-term incentive plans	Granted shares (value entered)	Total			
Top five senior executives (including CEO and CFO)	2,348,660	822,030.8	-	-	-	-	-	-	-	3,170,690.8	-	3,170,690.76	-

Remuneration of Committee Members

	Fixed remuneration (excluding session attendance allowance)	Alternate Meetings	Total
Audit Committee Members			
Salman Mohammed Alsuhaibani	100,000	24,000	124,000
Ghassan Abdulrahman Al-Haidari	100,000	24,000	124,000
Mohammed Hamad Alsaleh	50,000	21,000	71,000
Total	250,000	69,000	319,000
Members of the Nomination and Remuneration Committee			
Ahmed Mohammed Al , Arini	100,000	6,000	106,000
Badr Hasan al-Uthman	100,000	6,000	106,000
Ali Saleh Alhumaidan	100,000	6,000	106,000
Total	300,000.00	18,000	318,000
Members of the Executive and Investment Committee			
Hatem Hamad Al , Suhaibani	100,000	3,000	103,000
Khalid Abdullah Al-Dhubaib	100,000	3,000	103,000
Suleiman Hamad Al-Jedaie	100,000	3,000	103,000
Total	300,000	9,000	309,000

 9) Any penalty, penalty, precautionary measure, or precautionary restriction imposed on the company by the Authority or by any supervisory, regulatory or judicial authority, indicating the reasons for the violation, the signatory party, and ways to remedy it and avoid its occurrence in the future:

There is no penalty, penalty, precautionary measure, or precautionary restriction imposed on the company by the Authority or any supervisory, regulatory or judicial authority.

 10) Results of the annual review of the effectiveness of internal control procedures:

The Company's three-member Audit Committee is primarily concerned with the examination of periodic reports related to internal control procedures by the internal auditor .

Several periodic audits have been developed and implemented to ensure the accuracy and effectiveness of performance and quality, in addition to the Committee's contribution to reviewing the preliminary and final financial statements and recommending them to the Board of Directors.

The Committee also coordinates the work of external regulators . The Audit Committee reviewed the reports submitted on the Company's business.

Thus, the Committee considers the adequacy of the internal control system in the company through periodic follow-up with the internal control of the company from time to time.

 11) Recommendation of the Audit Committee regarding the need to appoint an internal auditor in the company in the absence of an internal auditor:

A prior recommendation of the Audit Committee to appoint an internal auditor was responded to.

 12) The recommendations of the Audit Committee that contradict the decisions of the Board of Directors, or which the Board refused to take into account regarding the appointment and dismissal of the Company's auditor, the determination of his fees, the evaluation of his performance or the appointment of the internal auditor, the justifications for such recommendations, and the reasons for not taking them into account.

No recommendation from the Audit Committee was issued opposing the decisions of the Board of Directors or was rejected by the Board.

 13) Social Corporate Contribution:

There are no social contributions to the company during the year 2023.

 14) A statement of the dates of the general assemblies of shareholders held during the fiscal year and the names of the members of the board of directors present for these assemblies.

The Ordinary General Assembly of Shareholders held two meetings during the fiscal year 2023 in the presence of the members of the Board of Directors whose names are listed below.

Member Name	Member Status	First meeting 17/05/2023	Second meeting 04/07/2023	Number of meetings
Hatem Hamad Al , Suhaibani	Chairman	✓	✓	2
Ahmed Mohammed Al , Arini	Vice President	✓	✓	2
Suleiman Hamad Al- Jedaie	Member/Chief Executive Officer	✓	✓	2
Salman Mohammed Alsuhaibani	Member/Chairman of the Audit Committee	✓	✓	2
Badr Hasan al-Uthman	Member	✓	✓	2
Khalid Abdullah Al- Dhubaib	Member	✓	✓	2
Ghassan Abdulrahman Al-Haidari	Member	✓	✓	2
Ali Saleh Alhumaidan	Member	✓	✓	2

Attendance is authenticity non-attendance

 15) The main activity of the company:

Marketing and export of national industrial and other products, mine products, petroleum and its branches, manufacturing industries and its branches according to industrial licenses, electricity, gas and water and its branches, construction and building, transportation, storage, refrigeration, financial services, business and other services, trade, information technology, security and safety inside and outside the Kingdom of Saudi Arabia for the company's account or for the account of others, re-export, barter and import For its own account or for the account of others, and providing marketing and export services to Saudi factories and companies, and entering into supply contracts and exporting products

National Abroad, which may carry out activities complementary to its purposes, including commercial agencies. The company carries out its activities in accordance with the applicable regulations and after obtaining the necessary licenses from the competent authorities, if any.

Description of the activity of subsidiaries of "Exports".

1. Saudi Industrial Exports Company (UAE):

It is a branch of a Gulf company under Commercial Registration No. 1473310 at the Dubai Economic Department with ownership percentage (100%), established on 24/12/2019 and is headquartered in Dubai - United Arab Emirates, and its activity is in general trade.

2. Hadaj Investment Company:

It is a Saudi limited liability company under commercial registration number 1010939172 with ownership percentage (100%), established on 18/10/2023 and is headquartered in Riyadh - Kingdom of Saudi Arabia. Its activity is represented in the activities of investment companies.

16) A description of the company's most important plans and decisions, future expectations and risks:

The company intends to implement a set of strategic plans and critical decisions in 2024, with the aim of strengthening its position in the market, enhancing its ability to compete effectively, restore its balance, and reduce and reduce its losses. The company's future outlook is promising, and it is expected to record significant growth in its profits and revenues. The company's plans include:

1. Expanding into new markets: The company seeks to enter new markets in the Arab and international region, by investing in opening new branches and developing relationships with new partners.
2. E-commerce focus: The company plans to strengthen its e-commerce presence by developing its e-commerce platform and expanding its product and service offerings.
3. Strengthening supply chains: The company will improve the efficiency of its supply chains by investing in new technologies and developing relationships with logistics providers.

As the company during the last period has made many decisions in support of this , namely:

1. Adopting a new strategy: The company has adopted a new strategy that focuses on sustainable growth and profitability.
2. New Management Team Appointed: A new management team with extensive experience in general trading and supply chains has been appointed.
3. Company Restructuring: The company has been restructured to improve efficiency and increase productivity.
- 4.

However, the company faces a range of risks that must be addressed cautiously , most notably:

1. Economic slowdown: A global economic slowdown may lead to a decrease in demand for a company's products and services.
2. Intense competition: The company faces stiff competition from other companies in general trading and supply chains.
3. Changes in regulations: Changes in government regulations may increase the operating costs of the company.

Therefore, the company has followed several strategies to mitigate risks, namely:

1. Market diversification: The company will diversify its markets to reduce dependence on any one market.
2. Building strong relationships with partners: The company will build strong relationships with partners to reduce risk and improve efficiency.

The company is also investing in modernizing its systems and developing the skills of its employees to adapt to rapid developments in this area.

17) Information related to the risks faced by the Company and the policy of managing and monitoring these risks:

The company has contracted with several companies specialized in providing programs and applications to measure the risks of commercial entities, and linking several vital databases to the Saudi economy for the purpose of collecting and analyzing data and producing reliable and updated commercial and credit information, as it provides the company with good financial and credit decision-making to avoid all risks that the company may face during its business operations.

The risk assessment process is carried out continuously at the strategic level by the executive management and the Board of Directors, where the relevant procedures are followed up periodically and continuously in order to deal with them and take the necessary measures and preventive measures to prevent or reduce these risks, relying in the company's commercial transactions on the presence of sufficient bank guarantees.

Based on the Board's previous approval of the provisions policies, the Board continuously reviews the Company's policies related to risk management to ensure the implementation of the approved policies and programs in order to reduce the risks that the Company may face, especially with regard to export operations by obtaining bank guarantees approved by Saudi banks.

In terms of currency risk, there are no material risks, as the company's transactions are in Saudi riyals and US dollars, and all sales in the company are carried out through bank guarantees or cash.

18) Business results for the last five financial years:-

Business results for the last five years:

Statement	2023	2022	2021	2020	2019
Revenue	13,233,505.00	266,530.00	15,791.00	36635	68240
Revenue costs	(13,568,037.00)	(22,920.00)	(13,772.00)	-35029	-82387
Total Profit	(334,532.00)	243,610.00	2,019.00	1,607.00	(14,147.00)
Net Profit (Loss)	(15,575,939.00)	(20,976,580.00)	(14,774.00)	(13,120.00)	(25,981.00)

Assets and liabilities for the last five years:

Statement	2023	2022	2021	2020	2019
Current Assets	153,320,687	168,100,084	19,976	35,171	39,819
Non-current assets	358,263	592,164	4,175	4,789	10,756
Total Assets	153,678,950	168,692,248	24,151	39,960	50,575
Current Liabilities	8,779,352	8,324,605	10,139	11,168	8,331
Non-current liabilities	144,899,598	160,367,643	14,012	28,792	42,244
Total Liabilities	153,678,950	168,692,248	24,151	39,960	50,575

19) Geographical analysis of the total revenues of the company and its subsidiaries:

Sunah	Geographical analysis of the company's total revenues						
	Total Revenue	Local Markets			Asia	Africa	Total
2023	13,233,504.46	5,523,557.90	7,388,196.56	321,750.00	13,233,504.46	0	266

20) Clarification of material differences in operational results:

Statement	2023	2022	Changes + or -	Percentage change
Sales/Revenue	13,233,505	266,530	12,966,975	4865%
Cost of Sales/The Revenue	-13,568,037	-22,920	-13,545,117	59097%
Total Profit	-334,532	243,610	-578,142	-237%
Operating Income - Other	8,079,591	(234,915)	8,314,506	3539%
Operating Expenses - Other	(23,667,941)	(23,167,590)	-500,351	2%
Operating profit (loss)	-15,922,882	-23,158,895	7,236,013	-31%

The company indicates that its accumulated losses reached 26.29% of the capital: The accumulated losses are as of 31/12/2023 according to the annual financial statements for the fiscal year ending on 31/12/2023. SAR 51.10 million, representing 26.29% of the company's capital of SAR 194.40 million. The main reasons for these accumulated losses are due to the current economic conditions, low demand and profit margin on the company's main products, in addition to the fluctuation of international prices of the main product that the company sells (SULFUR). The company will apply the procedures and instructions issued by the Capital Market Authority regarding companies whose shares are listed on the Saudi Stock Exchange and whose accumulated losses amounted to 20% or more of their capital.

21) Clarification of the difference from accounting standards:

The company's financial statements were prepared during the fiscal year ending on 31/12/2023 in accordance with the International Accounting Standards IFRS recognized in the Kingdom of Saudi Arabia and issued by the Saudi Organization for Certified Public Accountants.

22) Subsidiaries:

Affiliate Name	Capital	The percentage of the company's ownership in it	Main activity	The country is the main place of its operations	Countries of Incorporation
Saudi Industrial Exports Company (UAE) Branch	4,600,000 AED	100%	General Trading	U.A.E	U.A.E
Hadaj Investment Company	100,000 SAR	100%	Activities of investment companies	Saudi Arabia	Saudi Arabia

- * Then a resolution was issued * The Board of Directors Resolution No. (28) was issued on: 8/10/2023 Approving the establishment of Hadaj Company as an investment company - limited liability
- Resolution * Board of Directors Resolution No. (32) was issued on: 16/11/2023 Approving the establishment of a subsidiary company in the State of Morocco which is under incorporation

23) Shares and debt instruments issued to each subsidiary:

The company does not have subsidiaries to issue shares or debt instruments .

24) The Company's Dividend Policy:

Article (49) of the Company's Articles of Association states: "The company's annual net profits shall be distributed after deducting all general expenses and other costs" as follows:

- (10%) of the net profits shall be set aside to form a statutory reserve, and the Ordinary General Assembly may suspend this retainer when the said reserve reaches (30%) of the paid-up capital.
- The Ordinary General Assembly may, upon the proposal of the Board of Directors, set aside a percentage not exceeding (20%) of the net profits to form an agreed reserve and allocate it for a specific purpose or purposes.
- A down payment equivalent to at least (5%) of the paid-up capital shall then be distributed to the shareholders.
- Subject to the provisions of Article (76) of the Companies Law, after the foregoing, a percentage not exceeding (5%) of the remainder shall be allocated as remuneration to the members of the Board of Directors, with a maximum limit of (500,000) Five Hundred Thousand Saudi Riyals for each member for his membership in the Board of Directors.
- The shareholder shall be entitled to his share in the profits in accordance with the resolution of the General Assembly issued in this regard, and the resolution shall indicate the maturity date and the date of distribution, and the eligibility for dividends shall be for the shareholders registered in the company's records at the end of the day specified for maturity.
- The Company may distribute interim dividends to its shareholders on a semi-annual or quarterly basis after the General Assembly of the Company authorizes the Board to distribute interim dividends by

virtue of a resolution renewed annually.

- g. The remainder is then distributed to the shareholders as an additional share in the profits or transferred to the retained earnings account .
- The Parliamentary Assembly of Non-Distribution of Goods on 31 December 2023.

25) Interests of persons in the company's shares:

During the fiscal year ending on 31/12/2023, there is no interest in the voting class of any persons.

26) Interests and rights of the members of the Board of Directors and senior executives in the company's shares:

Shares of the Board of Directors, senior executives, their spouses and minor children for the period: (01/01/2023 to 31/12/2023)

A description of any interest of the directors and senior executives, their spouses and minor children in the shares or debt instruments of the company or any of its subsidiaries.							
Sequence	The name of the person to whom the interest belongs	on 01/01/2023		on 31/12/2023		Net Change	Ratio Change
		Number of shares	Debt Instruments	Number of shares	Debt Instruments		
1	Hatem Hamad Al , Suhaibani	10	None	10	None	None	00%
2	Ahmed Mohammed Al , Arini	0	None	0	None	None	00%
3	Badr Hasan al-Uthman	0	None	0	None	None	00%
4	Salman Mohammed Alsuhaibani	0	None	0	None	None	00%
5	Ali Saleh Alhumaidan	0	None	0	None	None	00%
6	Khalid Abdullah Al-Dhubaib	18	None	18	None	None	00%
7	Ghassan Abdulrahman Al-Haidari	81	None	81	None	None	00%
8	Suleiman Hamad Al-Jedaie	0	None	0	None	None	00%
9	Muhammad Azzam Al-Shuwaier	0	None	0	None	None	00%
10	Ahmed Talaat Abdulaziz	0	None	0	None	None	00%
11	Samir Mohammedi	0	None	0	None	None	00%

- Note that the family members of the Board of Directors (their spouses and minor children) do not own any shares in the Saudi Industrial Exports Company.

27) Total loans on the company and its companies:

There are no loans on the company during the year 2023.

28) Description of convertible debt instruments for shares and any contractual securities or subscription notes:

There are no convertible debt instruments for shares, or any option rights, rights memoranda or similar rights issued or granted by the Company during the financial year ended 31/12/2023G.

29) Description of transfer rights, subscription and any contractual securities:

There are no conversion rights, subscriptions, convertible debt into shares, option rights or similar rights certificates issued or granted by the Company during the financial year ended 31/12/2023.

30) Description of redeemable debt instruments:

There is no refund, purchase or cancellation by the Company of any redeemable debt instruments.

31) Board Meetings:

a) For the period: (01/01/2023 to 31/12/2023), the Board of Directors held four meetings during the fiscal year 2023 and the attendance of the members was as follows:

Member Name	Member Status	First meeting	Second meeting	Third meeting	Fourth meeting	Number of meetings attended by the member
Hatem Hamad AISuhaibani	president	✓	✓	✓	✓	4
Ahmed Mohammed AlArini	Vice President	✓	✓	✓	✓	4
Badr Hasan al-Uthman	member	✓	✓	✓	✓	4
Salman Mohammed Alsuhaibani	member	✓	✓	x	✓	3
Khalid Abdullah Al-Dhubaib	member	✓	✓	✓	✓	4
Ali Saleh Alhumaidan	member	✓	✓	✓	✓	4
Suleiman Hamad Al-Jedaie	member	✓	✓	✓	✓	4
Ghassan Abdulrahman Al-Haidari	member	✓	✓	✓	✓	4

Attendance is authenticity non-attendance

 **32) Number of the company's requests for the shareholders' register, dates and reasons for such requests:**

Number of company applications for shareholders' register	Order Date	Reasons for requesting
1	1/1/2023	Company Procedures
2	2/4/2023	Company Procedures
3	3/5/2023	Company Procedures
4	16/05/2023	General Assembly
5	30/06/2023	General Assembly
6	19/10/2023	General Assembly

 **33) A description of any transaction between the issuer and a related party:**

The Board of Directors acknowledges that there are no contracts for the Company in which the substantial or non-material interest of any member of the Board of Directors, CEO, Chief Financial Officer, or any person related to any of them.

 **34) Interests in the company's contracts:**

During the year 2023, there are no contracts to which the company was a party or in which there was an interest for the members of the Board of Directors, the CEO, the Chief Financial Officer, or any person related to any of them.

 **35) Waivers of salaries , compensation, and profits:**

There is no waiver arrangement or agreement under which a member of the Company's Board of Directors or a senior executive waives any salary or compensation.

 **36) Shareholders' waivers of rights to profits:**

During the year 2023, there are no arrangements or assignment agreement under which any of the shareholders waives his rights to dividends.

 **37) Statutory payments due:**

The company is subject to Zakat in accordance with the instructions issued by the Department of Zakat and Income, as shown in the balance sheet of the company in Note No. (16) paragraph "Zakat Allocation", and the following is a table of the value of the statutory payments due from the company in one million.

Statement	2023		Brief description of the statment	Statement Reasons
	Paid	Due until the end of the annual financial period and not paid		
Zakat	1,065,644	2,856,146	Company Zakat	Mandatory
Tax	74,960	1,153,587	-	Mandatory
General Organization for Social Insurance	314,421.02	0	Payment of subscriptions to the company	Mandatory
Costs of visas, passports and labor office fees	50,925	-	Payment of fees for residence, visas and passports of the company	Mandatory

38) Incentive programs for the company's employees:

During 2023, there are no incentive programs for the company's employees.

39) Board of Directors' Declarations:

- The Board of Directors acknowledges the following:

- The records of accounts have been properly prepared .
- The internal control system has been properly prepared and implemented effectively.
- That there is little doubt about the ability of the exporter to continue his activity.

40) Board of Directors' recommendation regarding the company's chartered accountant

There has been no recommendation from the Board of Directors to replace the chartered accountant .

41) Treasury shares held by the company and details of the uses of these shares.

During the year 2023, there are no treasury shares held by the company.



Conclusion

The Chairman and members of the Board of Directors extend their sincere thanks and appreciation to the Government of the Custodian of the Two Holy Mosques for its support for national exports and prays to God to increase this country's blessings and goodness, and in particular the Ministry of Commerce, the Capital Market Authority and all other government and private sectors for their support and permanent cooperation, and the Board also thanks the honorable shareholders for their support and precious trust and all employees of the company for their sincere efforts and keenness to continue its progress and prosperity.

Peace, mercy and blessings of God ...



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