

Al Khaleej Training and Education Company - General Assembly call
Distinguished shareholders are requested to attend the Extraordinary General Assembly meeting (first meeting)

clause	The statement
Type of assembly meeting	the Extraordinary General Assembly
Assembly call times	First meeting
Announcement title	Al Khaleej Training and Education Company is pleased to invite shareholders to participate and vote in the Extraordinary General Assembly meeting (the first meeting),
Introduction	The Board of Directors of Al Khaleej Training and Education Company is pleased to invite shareholders to participate and vote in the Extraordinary General Assembly meeting (the first meeting), which is scheduled to be held, at 6:30 pm on Tuesday 15/11/1443 AH corresponding to 14/06/2022 AD virtually through conference technology tools using the Tadawulaty system,
The assembly location	At the company's main headquarters on Street No. 64, intersecting east with Al Olaya Street, Building No. 9, in Al Olaya District, in Riyadh, through modern technology and my trading system. www.tadawulaty.com.sa
Meeting Link	https://tadawulaty.com.sa
Assembly date	15/11/1443 AH corresponding to 14/06/2022 AD
Assembly time	18.30 PM
Right to attend	Each of the shareholders registered in the company's shareholders register at the Depository Center at the end of the trading session preceding the assembly meeting has the right to register electronic attendance and vote using the Tadawulaty system at the assembly meeting and according to the rules and regulations
Quorum necessary for the assembly to be held	The Extraordinary General Assembly is valid if attended by shareholders representing at least 50% of the Company's capital. If the necessary quorum is not available to hold this meeting, a second meeting will be held an hour after the end of the period specified for convening the first meeting. The second meeting will be valid if attended by shareholders representing at least a quarter of the Company's capital.
The agenda of the assembly	<ol style="list-style-type: none"> 1. Vote on the financial statements of the company for the financial year ended 31/12/2021. 2. Vote on the company's auditor report on the financial year ended 31/12/2021. 3. Vote on the Board of Directors' report on the financial year ended 31/12/2021. 4. Vote on the appointment of the company's auditor from among candidates on the recommendation of the Audit Committee, to examine and review and review the financial statements of the quarters (second, third, fourth quarters) and annual of the financial year 2022 and the first quarter of the financial year 2023 and its functions: 5. Vote on the recommendation of the Board of Directors not to distribute cash profits on shareholders from the financial year ended 31/12/2021 to focus on acquisitions and expansions in the education sector and provide funding for them and support for the company's financial position. 6. Vote on absolving the members of the company's board of directors' liability for the fiscal year ending 31/12/2021 7. Vote on the payment of the amount (900,000) nine hundred thousand riyals reward for board members for the fiscal year ended 31/12/2021. 8. Vote on the payment of an amount (180,000) and eighty thousand riyals as a reward for members of the Audit Committee for the financial year ended 31/12/2021 9. Vote on delegating the Board of Directors to the authority of the Ordinary General Assembly with the authorization contained in Paragraph (1) of Article 71 of the Companies Law, for a period of one year from the date of approval of the General Assembly or until the end of the delegated Board of Directors session, whichever is earlier, in accordance with the conditions set forth in the controls and procedures Regulatory regulations issued in implementation of the Companies Law for Listed Shareholding Companies. 10. Vote on the list of controls and criteria for participation in business competing with the company's business (attached). 11. Vote on the amendment of Article (17) seventeen of the articles of association related to the company. (Attachment)
Power of Attorney Form	(Attached)
Electronic voting	The valued shareholders registered on the Tadawulaty Services website will be able to vote remotely on the items on the assembly's agenda starting from ten in the morning on Friday 11/11/1443 AH corresponding to 10/06/2022 AD until the end of the time of the assembly. Note that registration and voting in Tadawulaty services is free for all shareholders using the following link: https://tadawulaty.com.sa
Eligibility to register attendance and vote	The eligibility to register attendance for the assembly meeting ends at the time of the assembly meeting, and the right to vote on the assembly's items for the attendees ends when the counting committee finishes counting the votes.
Communications channels	For any further enquiries or information please contact our shareholder's relationship department on phone number 0114623260 ext. 1593, or by e-mail: adel-amin@alkhaleej.com.sa
additional information	
Attached files	Attached

Power of attorney form

Dear shareholders

After Greetings

The power of attorney form is not available, as the extraordinary general assembly will be held virtually through conference technology tools using the Tawdality system, in order to ensure the safety of dealers in the financial market, supporting the preventive and precautionary efforts by the competent and relevant health authorities responding to the pandemic Coronavirus (COVID-19)

Accordingly, we invite all shareholders of the company to vote electronically via the website of the My Trading Service: www.tadawulaty.com.sa

Note that registration in the Tadawulaty service and voting is available free of charge to all shareholders.

Please accept my deep regards and appreciation

Al Khaleej Training and Education Company

Audit Committee Report

**His Excellency the Chairman and members of the Board of Directors
Shareholders of Alkhaleej Training and Education Company,**

Subject: Report of the Audit Committee to the General Assembly of Shareholders for the fiscal year 2021 AD and its opinion on the adequacy of the company's internal control system.

Pursuant to the provisions of Article 91 of the Corporate Governance Regulations and Article 14 of the Company's Audit Committee Regulations, the committee issues an annual report that includes details of its performance of its functions and functions stipulated in the Companies Law and its implementing regulations for presentation to the General Assembly of shareholders, provided that this report includes its recommendations and opinion on the the adequacy of the company's internal control systems.

First: A brief summary of the audit committee :

The company's audit committee consists of three members, two of which are non-executive members of the board of directors and a third member from outside the board specializing in financial and accounting affairs. During the fiscal year 2021 AD, the committee met (7) Seven meetings to discuss the initial and annual financial statements and recommend their approval, this is in addition to Its periodic meeting with the company's external auditor to review the accounts, reports and notes provided by the external auditor, as well as its periodic meetings with the company's internal audit department to follow up the implementation of the internal audit plan and risk management, and the audit committee is concerned with monitoring the company's business and verifying the integrity and integrity of the reports, financial statements and internal control systems. The committee carries out all the tasks and responsibilities mentioned in the company's audit committee regulation and what is stipulated in the corporate governance regulation.

Second: The most prominent work carried out by the committee within the scope of its competence during the fiscal year 2021 AD;

1. Study the interim financial statements for the quarters of the year 2021 AD and approve them by the committee.
2. Study the annual financial statements for the year 2021 AD before submitting them to the Board of Directors and expressing their opinion and recommendation regarding them.
3. Verify the accounting estimates in the fundamental issues mentioned in the financial reports.
4. Verify that the audited financial statements for the year 2021, quarterly and annually, have been submitted in accordance with the International Financial Reporting Standards.
5. Study the auditor's report and his notes on the financial statements for the year 2021 AD and follow up on what has been done in this regard.
6. Study the company's auditor's plan for the year 2021 and his work, and verify that he does not present technical or administrative works that conflict with the auditing work, and ensure the independence of the auditor.

7. Review and approve the annual plan for the company's internal audit department for the fiscal year 2021 AD.
8. Control and supervise the company's internal audit department to verify its effectiveness in performing the work and tasks assigned to it.
9. Study the reports of the Internal Audit Department and follow up on the implementation of corrective measures for the important notes and recommendations contained therein.
10. Study the offers submitted by the external audit offices in order to examine, review and audit the company's second, third, fourth and annual quarter financial statements for the fiscal year 2021 AD. And the first quarter of 2022 AD, and determining its fees. And the recommendation thereon to the Board of Directors.
11. Reviewing the accounting policies used in the company, following up on the developments of the international accounting system, and expressing opinion and recommendation in this regard.
12. Verify the company's compliance with the relevant laws, regulations, policies, and instructions, and review the company's internal policies.
13. Issue an report on the results of the annual review of the effectiveness of the company's internal control procedures, and the committee's opinion on the adequacy of the internal control system for the fiscal year 2021 AD, in addition to the work done by the committee and its recommendations in this regard.
14. This is in addition to the committee carrying out any other tasks assigned to it by the company's board of directors.

Third: The audit committee's opinion on the adequacy of the company's internal control system

Based on what Article 104 of the Companies Law stipulated that the audit committee must prepare a report on its opinion regarding the adequacy of the internal control system in the company, and accordingly and after reviewing the internal audit reports during the year 2021 AD submitted by the internal audit work team **and** the external auditor's report, the audit committee did not discover any fundamental weakness in the internal control systems and procedures established by the company, and the accounting and control system is appropriate to the size and activity of the company.

In the light of what was stated in the internal audit reports issued during the year and the topics that were reviewed and discussed during the committee's meetings, the audit committee believes that the internal control procedures applied in the company during the fiscal year 2021 AD are effective and efficient, are monitored on a regular basis, and have no substantive shortcomings.

Kindly accept my sincere regards and appreciation

Written on: 10/04/2022

Chairman of the Audit Committee

Dr. Abdullah bin Saghaier Al-Hussaini

