



**Board of Directors' Report to Shareholders of
Northern Region Cement Company
For the Financial Year Ending on December 31, 2021**

A Word Delivered BY Chairman of the Board of Directors

Gentlemen / shareholders of the Northern Region Cement Company:

I am pleased to present to you, on behalf of my fellow Board members, a report on the performance of the Northern Region Cement Company and its subsidiaries and the business results for the year ending on December 31, 2021.

This year's report includes several aspects and is in line with the requirements of the Corporate Governance Regulations, the Companies Law, and the regulatory controls and procedures, which confirms the continuation of the commitment entrusted to the Board of Directors to protect the rights of shareholders and stakeholders and achieve maximum returns for investors.

The year 2021 witnessed great difficulties and challenges as a result of the Corona pandemic. However, the Northern Region Cement Company was not significantly affected due to the administrative and operational standards that qualified it to deal with all variables in a flexible manner. We concluded the year 2021 with good financial results and a remarkable growth in the amount of sales that will contribute to advancing the national development achieving the requirements of the Kingdom's Vision 2030.

The year 2021 AD also witnessed the launch of many initiatives aimed at continuing excellence and achieving operational efficiency and good governance. At the same time, the company continued initiatives for rationalization and cost reduction. In terms of governance, the company adopted all the regulations and requirements subject to the Capital Market Authority requirements, to achieve maximum transparency and protect the interests of the investors.

In conclusion, I take this opportunity to express on my own behalf and on behalf of the Board of Directors our deep thanks and gratitude to all shareholders for their trust and support for the company's activities. We also do not miss to extend our heartfelt thanks to all the company's employees for growth despite all challenges, hoping from the Almighty God to reach more achievements in light of the unlimited support of the government of the Custodian of the Two Holy Mosques and His Highness the Crown Prince - may God protect them.

Chairman of the Board of Directors

Suleiman bin Salim Al-Harbi

First: The Activity of the Company:

The main activity of the Company is the manufacture of ordinary cement (Portland), the manufacture of white cement, the manufacture of agglomerated cement (clinker).

The annual design capacity for production in kilns is currently (2.7) million tons of clinker annually, equivalent to (3.1) million tons of cement annually.

Second: Subsidiaries and Associates:

1. Northern Cement - Jordan:

Northern Region Cement Company owns (99.382%) of the shares of Northern Jordan Cement Company (Public Joint Stock) with a capital of (55 million Jordanian dinars) divided into (55 million shares), whose production design capacity of cement is (1,000,000) tons / year. Its activities include cement manufacturing, clinker grinding and implementation of industrial projects. The main place of business is located in Jordan.

2. Cement Experts Company for Development and Investment:

Northern Region Cement Company owns (50%) of the shares of Cement Experts Company for Development and Investment (a Jordanian Exempted Limited Liability Company) with a capital of (1000 Jordanian Dinars) divided into (1000 shares). Its current activity is only to own shares in the International Cement Industry Company. The main place of business is located in Jordan.

3. Subsidiaries in the UAE:

Name of the Subsidiary Company	Capital (AED)	Rate of the Company's ownership in it	Its main activity	The Main Place of Business of its Operations	Country of Incorporation
Sama Al Yamama Company Ltd.	1000	100%	It owns shares in Northern Cement Company (Jordan)	UAE	UAE
Deyaar Najd Company for Contracting and Trading Ltd.	1000	100%	It owns shares in Northern Cement Company (Jordan)	UAE	UAE
North Gulf for Cement and Construction Materials Trading Company Ltd.	1000	100%	It owns shares in Northern Cement Company (Jordan)	UAE	UAE
Pan North Cement Derivatives and Building Materials Co Ltd.	1000	100%	It owns shares in Northern Cement Company (Jordan)	UAE	UAE
Al Hazm Cement and Derivatives Trading Company Ltd.	1000	100%	It owns shares in Northern Cement Company (Jordan)	UAE	UAE
Umm Qasr Northern Cement Ltd.	10000	100%	It owns shares in Umm Qasr Cement Company (Iraq)	UAE	UAE

Third: The Results of the Company's Business:

(1) Production:

1- Northern Region Cement - Saudi Arabia:

With the grace of Allah Almighty, the Company's production of clinker of both types (normal / resistant) amounted to (1,683,374) tons (one million six hundred eighty-three thousand three hundred and seventy-four) during the year 2021 AD, compared to the quantity of (1,954,251) tons (one million nine hundred fifty-four thousand and two hundred and fifty-one) during the year 2020 AD, with a decrease of 13.9%.

The Company's production of white clinker reached a quantity of (220,696 tons) (Two hundred Twenty thousand six hundred ninety-six tons) during the year 2021 compared to an amount of (151,334 tons) (one hundred fifty-one thousand and three hundred and thirty-four) during the year 2020, with an increase of 48.5%.

The production of cement resulting from grinding clinker reached a quantity of (1,006,037 tons) (one million six thousand and thirty-seven tons) during the year 2021 AD, compared to the quantity of (1,708,584 tons) (one million seven hundred and eight thousand five hundred and eighty-four tons) during the year 2020 with a decrease of 41.1%.

The production of white cement resulting from grinding clinker reached (251,409 tons) (two hundred fifty-one thousand and four hundred and nine) during the year 2021 AD, compared to the quantity of (202,056 tons) (two hundred and two thousand and fifty-six tons) during the year 2020 AD with an increase of (24.4%).

2- Northern Cement - Jordan:

As the Northern Cement Company - Jordan grinds clinker and turns it into cement, its production of cement and other additives for the year 2021 reached (482,976 tons) (four hundred and eighty-two thousand and nine hundred and seventy-six) compared to (626, tons) during the year 2020 with a decrease of (22.9%).

The production of white cement resulting from grinding clinker reached (42,493 tons) (forty-two thousand and four hundred and ninety-three) during the year 2021 AD, compared to the quantity of (20,412 tons) (twenty thousand four hundred twelve tons) during the year 2020 AD, with an increase of (108.2%).

3- Um-Qasr Northern Cement Co. Ltd. - Iraq

Whereas, Um-Qasr Northern Cement Co. Ltd. - Iraq grinds clinker and turns it to cement, its production of cement and other additives for the year 2021 reached (539,941 tons) (five hundred and thirty-nine thousand and nine hundred and forty-one), compared to the quantity of (494,078) during the year 2020 AD, with an increase of (9.3%).

The graph shows the production of clinker of both types (normal / resistant) for the Northern Region Cement Company from 2017 AD to 2021 AD:



The graph shows the production of cement of two types (normal / resistant) for the Northern Region Cement Company from 2017 AD to 2021 AD:



(2) Marketing and Sales:

The Company's sales (Saudi Arabia, Jordan and Iraq) of cement reached during the year 2021 AD (2,713,120 tons (two millions and seven hundred and thirteen thousand and one hundred and twenty), compared to the quantity of (3,071,262 tons) (three million and seventy-one thousand two hundred and sixty-two tons) during the year 2020 AD, with a decrease of (11,66%).

Total profits in 2021 were (199,851,422) riyals compared to (196,126,503) riyals in 2020.

The graph shows the net sales of the Northern Region Cement Company from 2017 to 2021:



(3) Geographical analysis of the total revenues of the Company and its subsidiaries:

(Value in thousands of riyals)

Year	Geographical analysis of the Company's total revenue						
	Total revenue	Central	Eastern	Northern	Western	Export	Total
2021 AD	254,436	13,582	63,525	115,741	57,363	4,225	254,436

(Value in thousands of riyals)

Year	Geographical analysis of the total revenues of Northern Cement – Jordan			
	Total revenue	Inside Jordan	Outside Jordan	Total
2021 AD	195,143	190,818	4,325	195,143

(Value in thousands of riyals)

Year	Geographical analysis of the total revenues of Um-Qasr Northern Cement Co. Ltd. – Iraq			
	Total revenue	Inside Iraq	Outside Iraq	Total
2021 AD	112,333	112,333	0	112,333

Fourth: Future plans and projects:

- We strive to achieve continuous development in product quality through research and development processes and the application of the best international standards.
- We strive to reduce costs to enhance the competitiveness of the company.
- We seek long-term investment in the workforce, especially Saudi Arabia, which will reflect positively on the Company's performance.
- We strive to maintain the company's market share and strive to increase it by taking advantage of the Company's competitive advantages represented in developing product quality.
- We strive to use the Company's long experience in the field of marketing and export outside the Kingdom to facilitate the process of acquiring the target share in foreign markets.
- We strive to focus on making the most of the production capacity to increase profitability.
- We strive to increase profitability by producing and marketing different products.
- We seek expansion and diversification in the Company's products by investing in vertical and horizontal expansion projects for the cement industry and other projects related to the industry.
- We strive to maintain and renew the international quality certificates obtained by the company, such as: European Standards Certificate and American Petroleum Institute (API) certification.
- We will concentrate to accompany green rules and terms by producing green cement.
- Continuing in partnering in green Saudi project.

Fifth: Outlook for 2022:

It is expected that demand on cement shall continue to decrease within the first half of 2022 and to start to improve within the second half of 2022 with the increase of the petrol price. The company's management seeks to mitigate the effects of this decline by continuing to implement a cost rationalization program and a rapid response to market changes.

Sixth: Risks:

1- Production and Marketing

The Company, like other companies operating in the cement sector, faces some risks related to operational costs represented by the possibility of fluctuating raw material prices and manufacturing costs, as well as marketing risks represented by the challenges of fierce competition in the white cement market in light of external competitors within the local market. However, given the prospects for continued good growth in the Saudi economy, God willing, we rule out the occurrence of these risks on the ground.

2- Competition

The Company operates in one sector that is characterized by intense competition in the domestic and foreign spheres, due to the difference between competitors' production capabilities and consumption, which may affect competitive prices. Therefore, the Company began to reduce risks by diversifying products, which reduces risks.

3- Change of Economic Decisions Issued by the Country

The issuance of any sovereign decisions by the country will definitely affect input prices and selling prices, and it will have an economic impact on the Company's future profits.

To face these risks, your Company works on the following:

- Maintaining product quality and diversity in the production of new materials;
- Maintaining its customer base in the domestic and foreign markets and striving to expand its customer base;
- Continuing with the Company's plan to rationalize costs and expenses to enhance its competitiveness;

4- Risk Management

The Company, like other companies operating in the Kingdom, faces risks as follows:

• Special Commission Rate Risk

Special commission rate risk relates to the risk during which the value of a financial instrument will fluctuate as a result of changes in commission rates prevailing in the market. The Company is subject to special commission rate risk on its commission-related assets, such as murabaha deposits and credit facilities.

• Credit risk

Credit risk is the inability of one party to fulfill its obligations which results in the other party incurring a financial loss. The Group is exposed to credit risk on treasury cash and at banks, receivables, due from related parties and trade receivables.

The company manages the credit risk related to customers by dealing with customers with reliable credit histories, obtaining high quality collateral when required, and by monitoring outstanding balances, and those related to banks by dealing only with reputable banks.

- **Liquidity Risk**

Liquidity risk arises when the Group encounters difficulty in raising funds to meet its financial obligations associated with financial instruments.

Liquidity risk may arise from the inability to quickly sell financial assets at an amount close to their fair value. The Group manages liquidity risk by regularly monitoring working capital requirements and cash flows and ensuring that bank facilities are available when needed. The Group's contract terms necessitate 30-90 days from the invoicing date, and commercial due accounts are usually payable within 30-45 days from the invoicing date.

- **Increased Concentration of Risk**

Concentration of risk arises when a number of other parties engage in similar business activities or activities in the same geographical area or when they have economic characteristics that lead to their ability to fulfill contractual obligations be affected similarly by changes in economic, political or other circumstances. Concentration of risk refers to the relative sensitivity of the Group's performance to developments affecting a particular industry.

- **Fair Values of Financial Instruments**

As at December 31, 2021 and 2020, the financial instruments were carried at amortized cost. However, management has assessed that the fair values of notes receivable, debit trade current account and other credit trade accounts and other credit accounts approximate their book values.

Seventh: Loans as of December 31, 2021:
Northern Region Cement Company Loans:

S.	Name of the Grantor of the Loan	Principal Amount of the Loan	Term of the loan as of today	Loan balance at the beginning of the year	Recipient of the loan during the year	Amounts paid in advance of the loan during the year	Loan balance at the end of the year
1	Arab	30,000,000	360	-	30,000,000	-	30,000,000
2	Arab	10,000,000	360	-	10,000,000	-	10,000,000
3	Arab	10,000,000	360	-	10,000,000	-	10,000,000
4	Arab	50,000,000	360	-	50,000,000	-	50,000,000
5	Riyadh	50,000,000	360	-	50,000,000	-	50,000,000
6	Riyadh	10,000,000	360	-	10,000,000	-	10,000,000
7	First Abu Dhabi	8,000,000	180	-	8,000,000	-	8,000,000
8	Alinma	11,053,377	180	-	11,053,377	-	11,053,377
9	Alinma	6,200,000	180	-	6,200,000	-	6,200,000
10	Alinma	30,000,000	180	-	30,000,000	-	30,000,000
11	Alinma	20,000,000	180	-	20,000,000	-	20,000,000
12	Alinma	55,000,000	180	-	55,000,000	-	55,000,000
13	Alinma	35,000,000	180	-	35,000,000	-	35,000,000
14	Al Bilad	35,000,000	360	-	35,000,000	-	35,000,000
15	Arab	200,000,000	1800	80,000,000	-	40,000,000	40,000,000
16	Arab	100,000,000	1800	-	100,000,000	-	100,000,000
17	Al Rajhi	300,000,000	2160	245,454,545	-	54,545,455	190,909,092
18	Al Rajhi	40,000,000	360	-	40,000,000	-	40,000,000
19	Al Rajhi	30,000,000	360	-	30,000,000	-	30,000,000
20	Al Rajhi	30,000,000	360	-	30,000,000	-	30,000,000
21	Saudi Industrial Development Fund	28,500,000	1800	-	28,500,000	-	28,500,000

In addition, the remaining subsidiaries do not have any loans.

Total outstanding loans as of December 31, 2021	819,662,469
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Eighth: Social Responsibility and Community Service:

Since the Company believes in the social duty and permanent partnership in the development of society, it has made a number of cash and in-kind contributions to a number of charitable societies and non-profit organizations such as:


- Arar club.
- Ministry of Labour and social development programs.
- Traif info.
- Ihsan platform.
- Othman bin Afan Mosque

Ninth: Human Resources:

The Company is interested in human resources, so the Company researches and motivates employees to positively work, think and participate in the development of themselves, which also results in developing the Company and creating a suitable environment for work that helps them produce as if they are one team and localize jobs in general and leadership positions in particular. This lies in offering development training programs to raise and enhance their bids and capabilities in line with the Kingdom's vision 2030, and the Saudization rate at the end of 2021 reached 57% of the total employees in the Company in the platinum range.

Tenth: Safety, Health and Environment:

The Northern Province Cement Company applies all Saudi and international standards and criteria in order to preserve the safety of the environment under the supervision and follow-up of the General Authority of Meteorology and Environmental Protection in the Kingdom, with full care to maintain the quality of its products. The company has obtained many international certificates:

	1. QUALITY MANAGEMENT SYSTEM ISO 9001:2015
	2. SASO QUALITY MARK
	3. EUROPEAN QUALITY MARK (CE – MARK)

Eleventh: Governance:

The Company has implemented all the articles mentioned in the Governance Regulations except for the following:

Article / Paragraph number	The Text of the Article / Paragraph	Reasons for NA
Article 32, paragraph 2	The Board of Directors holds at least four meetings per year, with at least one meeting every three months.	A guiding article
Article 39, paragraph 2	The necessary mechanisms should be put in place for members of the Board of Directors and the Executive Management to have continuous training programs and courses.	A guiding article that will be applied in the future
Article 41, paragraph E	The Board of Directors makes the necessary arrangements to obtain an evaluation by a competent external body of its performance every three years.	A guiding article that will be applied in the future
Article 41, paragraph F	Non-executive members of the Board of Directors conduct periodic evaluations of the performance of the board of directors	A guiding article that will be applied in the future
Article 70	Formation of the Risk Management Committee	Risk control falls within the terms of reference of the audit committee and the company was satisfied with that, knowing that the company implements a complete risk control system, it has a risk policy and prepares the internal audit plan on the basis of risks
Article 72	The Risk Committee meets periodically every (six months) at least and whenever the need arises.	A guiding article
Article 88, paragraph 1	Measurement indicators should be developed that link the Company's performance with the progress of its initiatives in social work and compare that with other companies of similar activity	A guiding article
Article 95	In the event that the Board of Directors form an actual committee devoted to Corporate Governance, to delegate to it the powers established under Article 94 of these regulations, and this committee shall follow up any issues regarding governance applications and provide the Board of Directors at least annually with the reports and recommendations it arrives at	A guiding article

Twelfth: Penalties and Sanctions Imposed on the Company:

There are no penalties or other sanctions imposed on the Company during the year 2021.

Thirteenth: Procedures taken by the Board of Directors to inform its members - especially non-executives - of shareholders' proposals and comments about the Company and its performance:

In its meetings, the Board reviews shareholders' comments, questions and inquiries, if any, through the Company's Shareholder Relationship Department. There are no suggestions or remarks about the Company and its performance during the year 2021AD.

Fourteenth: Methods adopted by the Board of Directors in evaluating its performance and the performance of its committees and members and the External Body that carried out the evaluation and its relationship to the Company:

The Nomination and Remuneration Committee determines the strengths and weaknesses of the Board of Directors and proposes ways to address them in accordance with the interest of the Company.

Fifteenth: Recommendation of the Audit Committee Regarding the Need to Appoint an Internal Auditor in the Company:

There is an internal auditor.

Sixteenth: The recommendations of the Audit Committee that contradict the decisions of the Board of Directors or which the Board refused to consider when appointing and dismissing the Company's auditor, determining his fees, evaluating his performance or appointing the internal auditor, along with mentioning the reasons of those recommendations and why they are not considered:

There are no recommendations from the Audit Committee that contradict the decisions of the Board of Directors.

Seventeenth: The number of the Company's requests for the shareholders' register, the dates and reasons for those requests:

Number of Company's Requests for Shareholders' Register	Date of Application	Reasons for the Request
1	04/01/2021AD	Other
2	16/03/2021 AD	Profit File
3	05/05/2021 AD	Assembly
4	12/08/2021 AD	Profit File

Eighteenth: Names of Board members, committee members, and executive management, their current and previous positions, qualifications and experiences:

1- Board of Directors:

1. Mr. Suleiman Bin Sulayem Al-Harbi			
Current Jobs	Previous Jobs	Qualifications	Experience
Chairman of the Board of Directors of Pan Kingdom Contracting Company LTD Chairman of the Board of Directors of Saudi Snaf Company Chairman of the Board of Directors of Pan Kingdom Investment Company Chairman of the Board of Directors of Pan Kingdom Development Holding Company Chairman of the Board of Directors of Pan Kingdom National Development Company Chairman of the Board of Directors of Pan Kingdom Energy Company Chairman of the Board of Directors of Pan Kingdom Water Company Chairman of the Board of Directors of Pan Kingdom Holding Company Chairman of the Board of Directors of Solb Steel Company Chairman of the Board of Directors of Northern Cement Company - Saudi Arabia Chairman of the Board of Directors of Global Specialized Transportation Company Chairman of the Board of Directors of Northern Cement Company - Jordan Member of the Board of Directors of Saudi Contractors Authority Member of the Board of Directors of Home Real Estate Company Member of the Board of Directors of Droob Urban Development Company Chairman of the Board of Directors of Darb Al Mashaer Company Chairman of the Board of Directors of Pan Kingdom Real Estate	Former member of the Board of Directors of Makkah Region	Certificate in English language Multiple courses in business administration	

2. Eng / Raed bin Ibrahim Al-Modaiim			
Current Jobs	Previous Jobs	Qualifications	Experience
Managing Director and CEO of Masdar Building Materials Company. Vice Chairman of the Board of Directors of Al Yamama Steel Industries Company. Vice Chairman of the Board of Directors of Northern Region Cement Company. Chairman of the Board of Directors of United Mining Industries Company Member of the Board of Directors of Bawan Company. Riyadh Cables Group Company Vice Chairman of the Board of Directors of Al Badia Cement	Member of the Board of Directors of Arabian Pipes Company from 2006 AD until the end of May 2015, Member of the Board of Directors of Suez Cement Company - Egypt.	BA in Electrical Engineering Master's degree in electrical engineering	Various engineering and management experiences spanning more than thirty years in the public and private sectors.

Company - Syria. Vice-Chairman of the Board of Directors of Saudi Airlines Catering Company. Member of the Board of Directors of Northern Cement Company - Jordan.			
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3. Eng. Saud bin Saad Al-Arifi			
Current Jobs	Previous Jobs	Qualifications	Experience
<p>Managing Director of Northern Region Cement Company. Chairman of Saad Saud Al Arifi Trading Group Member of the Board of Directors of Northern Cement - Jordan. Member of the Board of Directors of Solb Steel Company. Member of the Board of Directors of Al-Dar Consulting. Executive Director and partner in Pan Kingdom Investment Company. Member of the Board of Directors of International Industries Company. Member of the Board of Directors of Iron Shaping and Coating Company. Member of the Board of Directors of Tabuk Steel Company. Member of the Board of Directors of Steel Industries Company. Member of the Board of Directors of the Kingdom of Real Estate Development Company. Member of the Board of Directors of Kaden Logistics Company. Member of the Board of Directors of Kaden Investment Company. Member of the Board of Directors of Kingdom Development Company for Investment.</p>	<p>Engineer in the Ministry of Defense and Aviation</p>	<p>BA in Architectural Engineering</p>	<p>Ministry of Defense 9 years & the Private Sector</p>

4. Eng. Muhammad bin Fayez Al-Darjam			
Current Jobs	Previous Jobs	Qualifications	Experience
<p>Member of the Board of Directors of the Northern Region Cement Company. Vice Chairman of the Board of Directors of Solb Steel Company. Member of the Board of Directors of Northern Cement - Jordan. Member of the Board of Directors of Global Specialized Transportation Company Member of the Board of Directors of Al-Dar Consulting. Partner and General Manager of Pan Kingdom Investment Company. Partner in Saudi Arabia for Construction and Contracting. Member of the Board of Directors of International Industries Company. Member of the Board of Directors of Iron Shaping and Coating Company. Member of the Board of Directors of Tabuk Steel Company. Member of the Board of Directors of Steel Industries Company. Member of the Board of Directors of Kingdom of Real Estate Development Company. Member of the Board of Directors of Kaden Logistics Company. Member of the Board of Directors of Kaden Investment Company.</p>	<p>Engineer in the Ministry of Defense and Aviation</p>	<p>BA Architecture Engineering and Sciences</p>	<p>15 year experience in Ministry of Defense & the private sector</p>

Member of the Board of Directors of the Kingdom Development Company for Investment			
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5. Mr. Muhammad Bin Salim Al-Sa'edi			
Current Jobs	Previous Jobs	Qualifications	Experience
Member of the Board of Directors of Northern Region Cement Company. Member of the Board of Directors for Alpha Transport Ltd. Chairman of the Board of Directors of JAL Development Company Member of the Board of Directors of Saudi Hepco Company General Manager of Saudi Al-Tarees Company			Private sector

6. Dr. Faisal bin Hamad Al-Suqair			
Current Jobs	Previous Jobs	Qualifications	Experience
Member of the Board of Directors of the Northern Region Cement Company -	CEO of Saudi Center for International Strategic Partnerships (SCISP). Vice President of Civil Aviation Authority. Chairman of the Board of Directors of Saudi Civil Aviation Holding Company. CEO of Integrated Transport Company.	PHD degree In Civil / Structural Engineering	

7. Dr. Abdul Rahman Bin Saleh Al Obaid			
Current Jobs	Previous Jobs	Qualifications	Experience
Chief Executive Officer - Saudi Group for Development and Innovation	Faculty staff member at King Saud University. Leadership Centers - SABIC	PhD in chemical engineering Master's degree in chemical engineering BA in Chemical Engineering	34 years of experience in the industrial sector, technology, strategies, investment and industrial development.

2- Committee members from outside the Board:

	Name	Current jobs	Previous jobs	Qualifications	Experience
1	Iyad Tariq Al Yahya	Member of the Audit Committee of the Northern Region Cement Company.	Director of Investment Department at Aseer Company. Member of the Executive Management of Al Khozama Management Company Director of Trade and Finance Department at Al-Rajhi Banking Corporation Assistant Director for Financial Affairs at National Company for Cooperative Insurance.	Bachelor of Commerce - Accounting in 1980 from the State of Kuwait.	Saudi Industrial Development Fund.
2	Mr. / Khalid bin Abdul Aziz Al-Arifi	Member of the Audit Committee of the Northern Region Cement Company.	Member of the Board of Directors of Northern Region Cement Company - Member of the Board of Directors of NATIONAL COMPANY FOR GLASS INDUSTRIES "Zoujaj", Riyadh. Member of the Board of Directors of Nama Chemicals Company "Nama", Jubail. Member of the Board of Directors of Arab Company for Axes and Foundries, Jubail. Member of the Board of National Environmental Preservation Co. (Bee'ah), Jubail. Member of the Board of Directors of Technical Investment Company, Riyadh. Member of the Board of Directors of Mediterranean Major Hotels SAL, Beirut. General Manager of Vacances Gmbh Tours Company, Stuttgart, Germany. General Manager of Saudi Tunisian Investment Company, Tunisia. General Manager of Investment Department at Al Anwa Holding Company, Riyadh. Head of the Public Transport Sector of the Saudi Maritime Transport Company "Bahri"	Bachelor's degree In Public Administration	

3- Executive Management:

	Name	Current jobs	Previous jobs	Qualifications	Experience
1	Dr. / Obaid bin Saad Al-Subaie	General Manager	Executive Manager - Northern Region Cement	PhD in Civil Engineering	
2	M / Ayed bin Nasser Al-Dossary	Deputy General Manager	Project Manager - Northern Region Cement	Bachelor of Civil Engineering	
3	Mr. Haitham Afifi	CFO	Finance Manager in Cement Multi-National Companies (Cemex & Lafarge)	Master of Financial Management (MBA)	

Nineteenth: Names of companies inside or outside the Kingdom of which the Company's member of the Board of Directors is a member of its current and previous boards of directors or of their managers:

1. Mr. Suleiman Bin Sulayem Al-Harbi					
Names of companies in which a member of the Board of Directors is a member of their current board of directors or of their managers	Inside / outside the Kingdom	Legal Entity	Names of companies in which a member of the board of directors is a member of their previous board of directors or of their managers	Inside / outside the Kingdom	Legal Entity
Chairman of the Board of Directors of Pan Kingdom of Saudi Contracting Company	Inside the Kingdom	Closed joint stock company			
Chairman of the Board of Directors of Saudi Snaf Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Pan Kingdom Investment Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Pan Kingdom Development Holding Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Pan Kingdom National Development Company	Inside the Kingdom	Closed joint stock company			
Chairman of the Board of Directors of Pan Kingdom Energy Company	Inside the Kingdom	Closed joint stock company			
Chairman of the Board of Directors of Pan Kingdom Water Company	Inside the Kingdom	Listed joint stock company			
Chairman of the Board of Directors of Pan Kingdom Holding Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Solb Steel Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Northern Cement Company - Saudi Arabia	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Global Specialized Transportation Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Northern Cement Company - Jordan	Outside the kingdom	Limited liability company			
Member of the Board of Directors of Home Real Estate Company	Inside the Kingdom	Limited liability company			
Member of the Board of Directors of Droob Urban Development Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Darb Al Mashaer Company	Inside the Kingdom	Limited liability company			
Chairman of the Board of Directors of Pan Kingdom Real Estate	Inside the Kingdom	Limited liability company			

2. Eng / Raed bin Ibrahim Al-Modaiim					
Names of companies in which a member of the Board of Directors is a member of their current board of directors or of their managers	Inside / outside the Kingdom	Legal Entity	Names of companies in which a member of the board of directors is a member of their previous board of directors or of their managers	Inside / outside the Kingdom	Legal Entity
Masdar Building Materials	Inside the Kingdom	Closed joint stock company	Arabian Pipes Company	Inside the Kingdom	Listed joint stock company
United Company for Mining Industries	Inside the Kingdom	Closed joint stock company	Suez Cement Company - Egypt	Outside the kingdom	Listed joint stock company
Northern Region Cement Company	Inside the Kingdom	Closed joint stock company			
Northern Cement Company - Jordan					
Al Badia Cement Company - Syria					

Bawan Company	Inside the Kingdom	Listed joint stock company			
Riyadh Cables Group Company	Outside the kingdom	Listed joint stock company			
Saudi Airlines Catering Company	Outside the kingdom	Closed joint stock company			
Al Yamamah Steel Industries Company	Outside the kingdom	Listed joint stock company			
Thabat Construction Company Ltd. (previously known as Al-Muhaidib Contracting Company)	Inside the Kingdom	Closed joint stock company			
	Inside the Kingdom	Listed joint stock company			
	Inside the Kingdom	Listed joint stock company			
	Inside the Kingdom	Listed joint stock company			
	Inside the Kingdom	Limited liability company			
	Inside the Kingdom	company			

3. Eng. Saud bin Saad Al-Arifi					
Names of companies in which a member of the Board of Directors is a member of their current board of directors or of their managers	Inside / outside the Kingdom	Legal Entity	Names of companies in which a member of the board of directors is a member of their previous board of directors or of their managers	Inside / outside the Kingdom	Legal Entity
Northern Region Cement Company	Inside the Kingdom	Listed joint stock company			
Solb Steel Company	Inside the Kingdom	Closed joint stock company			
Global Specialized Transportation Company	Inside the Kingdom	Limited liability company			
Pan Kingdom Investment Company	Inside the Kingdom	Limited liability company			
Global Industries Company	Inside the Kingdom	Limited liability company			
Tabuk Steel Company	Inside the Kingdom	Limited liability company			
Kingdom Company for Real Estate Development	Inside the Kingdom	Limited liability company			
Kingdom Development Company for Investment	Inside the Kingdom	Limited liability company			
Northern Cement Company - Jordan	Inside the Kingdom	Listed joint stock company			
ALDAR Consulting Engineers	Inside the Kingdom	Solidarity Company			
Iron Shaping and Coating Company	Inside the Kingdom	Limited liability company			
Steel Industries Company	Inside the Kingdom	Limited liability company			
Kaden Logistics Company	Outside the kingdom	Limited liability company			
Kaden Investment Company	Inside the Kingdom				
	Inside the Kingdom				
	Inside the Kingdom				
	Inside the Kingdom				
	Inside the Kingdom				
	Inside the Kingdom				
	Inside the Kingdom				

6. Dr. Faisal bin Hamad Al-Suqair					
Names of companies in which a member of the Board of Directors is a member of their current board of directors or of their managers	Inside / outside the Kingdom	Legal Entity	Names of companies in which a member of the board of directors is a member of their previous board of directors or of their managers	Inside / outside the Kingdom	Legal Entity
Thakher Development Company Ltd.	Inside the Kingdom	Closed joint stock company	Advanced Electronics Company	Inside the Kingdom	Inside the Kingdom

7. Dr. Abdul Rahman Bin Saleh Al Obaid					
Names of companies in which a member of the Board of Directors is a member of their current board of directors or of their managers	Inside / outside the Kingdom	Legal Entity	Names of companies in which a member of the board of directors is a member of their previous board of directors or of their managers	Inside / outside the Kingdom	Legal Entity
CEO and Founder of the Saudi Group for Development and Innovation	Inside the Kingdom	Limited liability company	Member of the SABIC Executive Committee for Management	Inside the Kingdom	Closed joint stock company
Member of the Board of Directors of the Executive Committee for Research and Technology of Sipchem Co.	Inside the Kingdom	Joint stock company (Sipchem Co)	Chairman of the Board of Directors of SABIC America, in Houston, USA	Outside the Kingdom	Joint stock company (SABIC)
Member of the Board of Directors of Al-Bilad Catalyst Ltd.	Inside the Kingdom		Head of Scientific Design, in the state of New Jersey, USA.	Outside the Kingdom	SABIC
Member of the Board of Directors of the United Lubricating Oil Company	Inside the Kingdom		Chairman of the Board of Directors of Ibn Zahr Company	Inside the Kingdom	
Member of the Board of Directors of the Standards and Metrology Department	Inside the Kingdom		Chairman of the Board of Directors of Ibn Sina Company	Inside the Kingdom	
Member of the Board of Directors of the Local Content and Governmental Procurement Authority	Inside the Kingdom		Chairman of the Board of Directors of Al-Razi Company	Inside the Kingdom	
			Chairman of the Board of Directors of SABIC Technology Company	Outside the Kingdom	SABIC
			Head of Strategic Polymers Unit (SABIC)	Inside the Kingdom	
			Head of Strategic Intermediaries Unit (SABIC)	Inside the Kingdom	
			Member of the Board of Directors of SABIC Europe	Outside the Kingdom	SABIC
			Member of the Board of Directors of SABIC Innovative Plastics Company	Inside the Kingdom	SABIC
			Member of the Advisory Committee for King Abdulaziz City for Science and Technology	Inside the Kingdom	
			Member of the National Statistics Committee	Inside the Kingdom	

			Member of the Board of Directors of the Saudi Paper Manufacturing Company	Inside the Kingdom	Closed joint stock company
			Chairman of the Board of Directors of Saudi Paper Company	Inside the Kingdom	Closed joint stock company
			Member of the Board of Directors of Savola Plastic Company	Inside the Kingdom	
			Head of the economic balance team at the Riyadh Chamber of Commerce and Industry	Inside the Kingdom	One of Savola's companies
			Member of the National Committee for Consulting Offices	Inside the Kingdom	
			Chairman of the Industrial Committee, Riyadh Chamber of Commerce and Industry	Inside the Kingdom	
			Chairman of the National Industrial Committee of the Council of Saudi Chambers	Inside the Kingdom	

Twenty: Formation of the Board of Directors and the classification of its members as follows: Executive Board Member - Non-executive Board Member - Independent Board Member:

Member name	Membership Classification (Executive / Non-Executive / Independent)
Mr. Suleiman Bin Sulayem Al-Harbi	Non-executive
ENG / Raed bin Ibrahim Al-Modaiim	Independent*
ENG / Saud bin Saad Al-Arifi	Executive
ENG / Mohammed bin Fayez Al-Darjam	Non-executive
Mr. / Mohammed bin Salim Al-Sa'edi**	Independent
Dr. Faisal bin Hamad Al-Suqair	Independent
Dr. Abdul Rahman bin Saleh Al Obaid	Independent

* / Raed bin Ibrahim Al-Mudaihim lost his independence on 05/02/2022 AD, after 9 years of membership in the Board of Directors.

**Independent member of the Board of Directors, Mr. Muhammad bin Salim Al-Saedi, submitted his resignation on Monday, 31-01-2022 AD due to his special circumstances. The Board of Directors approved by passing this resignation on 31-01-2022 AD, and the resignation is valid on 31-01-2022 AD. It was announced on the Tadawul website.

Twenty-first: Statement of the dates of the shareholders' General Assemblies held during the last financial year and the names of the members of the Board of Directors attending these assemblies:

Name		Extraordinary Assembly Meeting 05/05/2021 AD
1	Mr. Suleiman Bin Sulayem Al-Harbi	✓
2	ENG / Raed bin Ibrahim Al-Modaiim	✓
3	ENG / Saud bin Saad Al-Arifi	✓
4	ENG / Mohammed bin Fayez Al-Darjam	✓
5	Mr. / Mohammed bin Salim Al-Sa'edi	X
6	Dr. Faisal bin Hamad Al-Suqair	✓
7	Dr. Abdul Rahman bin Saleh Al Obaid	✓

Twenty-second: The number of Board meetings held during the last financial year, their dates, and the attendance record of each meeting mentioning the names of the attendees:

Member name	Number of meetings (4)				
	The first meeting 15/03/2021 AD	The second meeting 03/05/2021 AD	The third meeting 04/08/2021 AD	Fourth meeting 03/11/2021 AD	Total
Mr. Suleiman Bin Sulayem Al-Harbi	✓	✓	✓	✓	4
ENG / Raed bin Ibrahim Al-Modaiim	✓	✓	✓	✓	4
ENG / Saud bin Saad Al-Arifi	✓	✓	✓	✓	4
ENG / Mohammed bin Fayez Al-Darjam	✓	✓	✓	✓	4
Mr. / Mohammed bin Salim Al-Sa'edi	✓	✓	✓	✓	4
Dr. Faisal bin Hamad Al-Suqair	✓	✓	✓	✓	4
Dr. Abdul Rahman bin Saleh Al Obaid	✓	✓	✓	✓	4

Twenty-third: Board Committees:

The Company's Board of Directors has formed two committees: the Audit Committee and the Nomination and Remuneration Committee.

(1) Audit Committee:

The Audit Committee consists of a vice-chairman of the Board of Directors and two members from outside the Board (independent). It is entrusted with working with the management to ensure the application of the accounting system in the Company with the accounting and financial standards, auditing the initial and annual financial statements, and recommending the selection of auditors. The role of internal audit has been activated after the suitable staff has been appointed.

The number of Audit Committee meetings during the year 2021 AD reached (7) meetings. The Audit Committee consists of three members:

	Name	Nature of the membership	Number of meetings (7)						
			The first meeting 07/01/2021	The second meeting 14/01/2021	The third meeting 04/03/2021	The fourth meeting 04/04/2021	The fifth Meeting 28/04/2021	The sixth Meeting 02/08/2021	The seventh meeting 01/11/2021
1	ENG / Raed bin Ibrahim Al-Modaiim	Head of the Committee	✓	✓	✓	✓	✓	✓	✓
2	Mr. / Khalid bin Abdul Aziz Al-Arifi*	Member	✓	✓	✓	✓	✓	✓	✓
3	Mr. Iyad bin Tariq Al Yahya	Member	✓	✓	✓	✓	✓	✓	✓

* Mr. Khalid bin Abdulaziz Al-Arefi submitted his resignation from the membership of the Audit Committee as of 30-01-2022 AD, and Dr. Faisal bin Hamad Al-Sugair (independent member) was appointed as a member of the Audit Committee from 30-01-2022 AD until the end of The current session of the Council is on 15/3/2023 AD. Such appointment shall be presented to the Ordinary General Assembly at its first meeting. Dr. Faisal bin Hamad Al-Sugair, member of the Audit Committee and independent member of the Board of Directors, has been appointed as Chairman of the Audit Committee based on the nomination of the members of the Committee, provided that this appointment is presented to the Ordinary General Assembly at its first meeting.

(2) Nomination and Remuneration Committee:

The Nomination and Remuneration Committee audits the structure of the Board of Directors and the effectiveness of the members' performance, and submits recommendations to make any changes it may see. It further identifies weaknesses and strengths as well as makes sure that there is no conflict of members' interests and recommends the member's nomination as required. It also audits the remuneration and compensation of the Board committees, Managing Director, Senior Management Salaries and Saudization ratios. The number of Nomination and Remuneration Committee meetings during the year 2021AD reached (2) meetings.

The Nomination and Remuneration Committee consists of:

	Name	Nature of the membership	The first meeting	The second meeting
			29/03/2021 AD	22/09/2021 AD
1	ENG / Raed bin Ibrahim Al-Modaiim	Committee Head	✓	✓
2	ENG / Mohammed bin Fayez Al-Darjam	Member	✓	✓
3	Dr. Abdul Rahman bin Saleh Al Obaid	Member	✓	✓

* On 30/1/2022 AD, Dr. Abdulrahman bin Saleh Al Obaid was appointed as Chairman of the Nomination and Remuneration Committee, instead of Mr. Raed bin Ibrahim Al-Mudaihim, due to the absence of the condition of the independence of the Chairman of the Committee, according to the work regulations of the Nomination and Remuneration Committee approved by the company.

Twenty-fourth: The interest and rights of members of the Board of Directors and the Executive Management in the shares or debt instruments of the Company or any of its companies, as well as their relatives:

A description of any interest, contractual securities, and rights issue that belong to the members of the Company's Board of Directors, senior executives and their relatives in the shares or debt instruments of the Company or any of its subsidiaries, and any change in that interest or rights during the last financial year.

A description of any interest, contractual securities and subscription rights of the members of the Company's board of directors and their relatives in the shares or debt instruments of the Company							
S.	Name	Start of the year		End of the year		Net change	Change rate
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
1	Mr. Suleiman Bin Sulayem Al-Harbi	3,831,249	-	3,734,896	-	-96,353	-3.47%
2	ENG / Raed bin Ibrahim Al-Modaiim	150,000	-	30,000	-	120,000	-80%
3	ENG / Saud bin Saad Al-Arifi	2,871,998	-	2,783,904	-	-88,094	-4.24%
4	ENG / Mohammed bin Fayez Al-Darjam	2,871,998	-	2,783,904	-	-88,094	-4.24%
5	Mr. / Mohammed bin Salim Al-Sa'edi	0	-	0	-	0	-100%
6	Dr. Faisal bin Hamad Al-Suqair	100,000	-	100,000	-	0	0%
7	Dr. Abdul Rahman bin Saleh Al-Obaid	2,000	-	2,000	-	0	0%

Notes:

1. Sulaiman Salim Salim Al-Harbi directly owns 690,000 shares, and owns indirectly through Pan Kingdom Investment Company 3,044,896 shares.
2. Saud Saad Saud Al-Arifi indirectly, through Pan Kingdom Investment Company, owns 2,783,904 shares.
3. Mohammad Fayez Mohammad Al-Darjam indirectly, through Pan Kingdom Investment Company, owns 2,783,904 shares.
4. A portion of Sulaiman Salim Al Harbi's shares of 96,3534 shares, which were indirectly owned, were sold in Pan Kingdom Investment Company.
5. A portion of Saud Saad Al-Arifi's shares of 88,0945 shares, which were indirectly owned, was sold in Trans Kingdom Investment Company 88,094 shares, which were indirectly owned, was sold in Pan Kingdom Investment Company.
6. A portion of Mohammad Fayez Mohammad Al-Darjam shares of 88,0945 shares, which were indirectly owned, was sold in Trans Kingdom Investment Company 88,094 shares, which were indirectly owned, was sold in Pan Kingdom Investment Company

Description of any interest, contractual securities, and rights issue relating to senior executives and their relatives in the shares or debt instruments of the Company							
S.	Name	Start of the year		End of the year		Net change	Change rate
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
NA							

A description of any interest, contractual securities, and subscription rights of the members of the Company's Board of Directors and their relatives in the shares or debt instruments of the subsidiary							
S.	Name	Start of the year		End of the year		Net change	Change rate
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
NA							

A description of any interest, contractual securities, and rights issue of the senior executives and their relatives in the shares or debt instruments of the subsidiary							
S.	Name	Start of the year		End of the year		Net change	Change rate
		Number of Shares	Debt instruments	Number of Shares	Debt instruments		
NA							

Twenty-fifth: A description of any interest in voting-eligible shares belonging to persons (other than members of the Company's Board of Directors, senior executives and their relatives) who informed the Company of those rights under Article (45) of the Registration and Listing Rules, and any change in these rights during the last financial year:

NA

Twenty-sixth: A description of the categories and numbers of any convertible debt instruments and any contractual securities, subscription right notes, or similar rights issued or granted by the Company during the financial year, along with showing any compensation obtained by the Company for that:

NA

Twenty-seventh: A description of any transfer or subscription rights under transferable debt instruments, contractual securities, subscription right notes, or similar rights issued or granted by the Company:

NA

Twenty-Eight: A description of any redemption, purchase or cancellation by the Company of any redeemable debt instruments, and the value of the remaining securities, along with distinguishing between the listed securities purchased by the Company, and those purchased by its subsidiaries:

NA

Twenty-ninth: Salaries, compensation and remunerations of executive, non-executive and independent Board members and senior executives:

Remuneration of Board Members:

The remuneration of the members of the Board of Directors according to the remuneration policy and the remuneration policy of the members of the Board of Directors includes the following:

- The Board of Directors determines an annual remuneration that does not exceed 500,000 Saudi riyals according to the Companies Law and the Company's Articles of Association.
- A lump sum is disbursed as compensation for the expenses of housing, food, transportation, etc. when attending a Board meeting outside the city of Riyadh (the Company's office in Riyadh) of 3,000 Saudi riyals for each member attending the meeting in addition to a business class travel ticket (round-trip) from Riyadh to the city in which the meeting will be held or equivalent to such value.
- A lump sum is paid as compensation for housing, food, transportation, etc. expenses for each member while attending the Board meeting outside the Kingdom of \$ 3000, in addition to a business class travel ticket (round trip) from Riyadh to the city in which the meeting will be held or equivalent to such value.
- If the Chairman of the Board of Directors requests any of the committees to hold a committee meeting outside the city of Riyadh or the participation of any or all of the committee members in the Board meeting, the attending members will be compensated for the expenses similar to the members of the Board of Directors.
- If more than one meeting coincides with the same day and place, the compensation for the above-mentioned expenses is disbursed only once for each member.
- Annual fixed remunerations are disbursed on the basis of the member's attendance rate at meetings and the allowances for attending the meetings are disbursed after the meeting.

The following table shows the remuneration of the members of the Board of Directors, noting that the Board recommends to the Assembly to pay the remuneration of the members of the Board of Directors at a rate of (200) thousand riyals for each member for the financial year ending on 31/12/2021 AD. In addition, there is no fundamental deviation.

(Value in thousands of riyals)

	Fixed remunerations						Variable remunerations						End of Service Indemnity	Total	Expense allowance	
	Certain amount	Allowance for attending Board sessions	Allowance for attendance at Board meetings	Indication of what Board members receive as workers or administrators	Remuneration for the Chairman of the Board, the Managing Director or the Secretary, if he is a member	Total	Performance	Profit	Share	Loan	Grant	Total				
7																
ENG / Raed bin Ibrahim Al-Modaiim	250	12	27	-	-	-	289	-	-	-	-	-	-	289	-	
Mr. / Mohammed bin Salim Al-Sa'edi	200	12	-	-	-	-	212	-	-	-	-	-	-	212	-	
Dr. Faisal bin Hamad Al-Suqair	200	12	-	-	-	-	212	-	-	-	-	-	-	212	-	
Dr. Abdul Rahman bin Saleh Al Obaid	200	12	6	-	-	-	218	-	-	-	-	-	-	218	-	
Total	850	48	33	-	-	-	931	-	-	-	-	-	-	931	-	
Second: Non-executive members																
Mr. Suleiman bin Salim Al-Harbi	200	12	-	-	-	-	212	-	-	-	-	-	-	212	-	
ENG / Mohammed	200	12	6	-	-	-	218	-	-	-	-	-	-	218	-	

ed bin Fayez Al- Darjam																	
Total	400	24	6	-	-	-	430	-	-	-	-	-	-	-	-	430	-
-																	
ENG. Saud bin Saad Al-Arifi	200	12	-	-	780	-	992	-	-	-	-	-	-	-	-	992	-
Total	200	12	-	-	780	-	992	-	-	-	-	-	-	-	-	992	-

Remuneration of non-Board members

	Fixed remuneration (except for the allowance for attending sessions)	Allowance for attending sessions	Total
Members of the Audit Committee			
Mr. Iyad Tariq Al Yahya	50,000	21,000	71,000
Mr. Khalid bin Abdul Aziz Al-Arifi	50,000	21,000	71,000
Total	100,000	42,000	142,000

These are the salaries and compensation for (5) senior executives who are:

- General Manager
- Deputy General Manager
- Chief Financial Officer
- Factory Manager
- Manager of Administrative Affairs

(Value in thousands of riyals)

	Fixed remunerations				Variable remunerations						End of Service Indemnity	Total remuneration for Board executives	Total
	Salaries	Allowances	Benefits	Totals	Performance	Profit	Share	Long	Grants	Totals			
Five senior executives who received the highest remuneration, including the CEO and CFO	3,780	1,203	-	4,983	963	-	-	-	-	963	-	-	5,946
Total	3,780	1,203	-	4,983	963	-	-	-	-	963	-	-	5,946

Thirty: Company Declarations:

The Company declares that:

- 1- Account records were prepared correctly.
- 2- The internal control system was prepared on a sound basis and was effectively implemented.
- 3- There is no doubt about the ability of the Company to continue its activity.
- 4- There is no arrangement or agreement under which a member of the Board of Directors or a senior executive waived any remuneration.
- 5- There is no arrangement or agreement under which a shareholder of the Company waived any rights to profits.
- 6- There are no treasury shares held.
- 7- There are no investments or reserves set for the benefit of the Company's employees.

Thirty-first: Related Parties:

Transactions with related parties authorized by the General Assembly:

Related Party	Type of relationship with the Company	Type of Transaction	Its term	Its value
Saudi Pan Kingdom Company (SAPAC) in which the Chairman, Suleiman bin Salim Al-Harbi, has a direct interest	Having a direct interest in it	Bulk cement sale contract	One year	6,000,000 Saudi riyals

Thirty-second: Information related to contracts to which the Company is a party, or in which there is an interest for a member of the Company's Board of Directors, for its senior executives or for any person related to any of them:

	Nature of the Contract	Contract value	Contract term	Contract Condition	Member name
3	Bulk cement sale contract	6,000,000 Saudi riyals	One year	There are no preferential conditions	Suleiman bin Salim Al-Harbi

Thirty-third: Results of the annual audit of the effectiveness of internal control system procedures:

The Internal Audit Department submits periodic reports to the Audit Committee on all auditing processes, whether operational, administrative or financial, which it undertakes on a periodic basis to ensure the effectiveness of the internal control system to protect the Company's assets, assess business risks and measure the efficiency of performance. The aforesaid audit processes did not show any fundamental weakness in the Company's internal control system, and that most of the observations focus on improving performance, raising efficiency, coordinating relationships between all agencies, and documenting procedures to give more strength to the Company's internal control system and make the best use of all available resources.

The external auditor evaluates the internal control system within the framework of the work he performs to audit all the final financial statements of the Company and enables him to audit the minutes of the audit committees and the reports of the Internal Audit Department for the financial period under examination.

Opinion of the Audit Committee:

The committee reviewed the audited financial statements for the year 2021 AD, audited the periodic reports submitted by the Internal Audit Department, supervised the work of the chartered accountant, and followed up the implementation of all tasks according to best practices in the field of audit committees. The committee does not have any observations in this regard.

The committee also reviewed the Company's internal control systems and proved their adequacy.

Thirty-fourth: Consolidated Financial Results:

A summary in the form of a table of the Company's assets, liabilities, and results of its operations in the last five financial years:

Comparison of business results in table form:

(Value in thousands of riyals)

Statement	2021	2020	2019	2018	2017
Revenues	561,913	651,481	673,371	392,548	462,669
Revenue costs	-362,061	-455,355	457,049-	-244,952	-289,452
Gross profit	199,851	196,127	216,322	147,596	173,217
Net profit	106,677	108,225	92,753	13,087	52,296

Thirty-fifth: Statement of any material differences in the operating results compared to the results of the previous year or any expectations announced by the Company:

Comparison of assets and liabilities in table form:

(Value in thousands of riyals)

Statement	2021	2020	2019	2018	2017
Assets	736,564	695,802	836,978	805,658	752,334
Non-current assets	2,527,903	2,514,955	2,381,810	2,384,332	2,360,517
Total assets	3,264,467	3,210,757	3,218,788	3,189,990	3,112,851
Current Liabilities	762,495	527,904	523,585	994,217	1,048,784
Non-current liabilities	288,362	472,124	544,643	137,538	17,290
Total liabilities	1,050,857	1,000,028	1,068,228	1,131,755	1,066,074

(Value in thousands of riyals)

Statement	2021	2020	Changes (+) or (-)	Change rate
Sales / Revenue	561,913	651,481	-89,568	-14%
Cost of sales / revenue	-362,061	(455,355)	93,294	-20%
Gross profit	199,851	196,127	3,724	2%
-6,059	120,769	126,828	-6,059	-5%

Thirty-sixth: Statement of any difference from the accounting standards approved by the Saudi Organization for Certified Public Accountants:

Operating profits for the year 2021 were (120,768,970) Saudi Riyals (one hundred twenty million and seven hundred sixty-eight thousand and nine hundred seventy) compared to operating profits of (126,828,320) Saudi riyals (one hundred twenty-six million eight hundred twenty-eight thousand three hundred twenty) in 2020, with a decrease of (4,77 %).

The net profits for the year 2021 AD amounted to (106,676,796) Saudi Riyals (one hundred six million and six hundred seventy-six thousand and seven hundred ninety-six) compared to (108,224,983 Saudi riyals) (one hundred eight million two hundred twenty-four thousand nine hundred and eighty-three Saudi riyals) in 2020 AD, with decrease of (1,43%).

Thirty-seventh: Report of the External Auditor:

No comments were received on the Company's external auditor's report on the initial financial statements as on December 31, 2020.

Thirty-eighth: Statutory Payments:

The statutory payments for social insurance during the year 2021 amounted to a total of (2,606,594 Saudi Riyals), and the balance due on the Company as on December 31, 2021 was a total of (452,084 Saudi riyals) paid during the month of January of 2022.

A statement of the value of the statutory payments paid and due to pay any zakat, taxes, fees or any other dues that were not paid until the end of the annual financial period, along with a brief description thereof and a statement of their reasons:

Statement	2021 AD		Brief description thereof	Statement of reasons
	Paid	Due until the end of the annual financial period and has not been paid		
Zakat	15,461,340	23,773,166	Allocation	Payment will be made upon submission of the declaration
Tax	7,077,800	6,907,464	Allocation	Payment will be made upon submission of the declaration
General Organization for Social Insurance	4,361,618	426,684	December balance	Paid in January 2022
Costs of visas, passports and labor office fees	767,492	-	Expenses	Paid

Thirty Ninth: Approval of the plan for implementing international accounting standards

The Board of Directors of the Company approved a plan to apply international accounting standards.

Forty: The Company's Policy for the Distribution of Profits:

The Company's policy in distributing its annual net profits depends on what is stated in the Company's Articles of Association and the availability of liquidity necessary to meet the payment of investments and strategic projects of the Company, where profits are distributed as follows:

- 1- (10%) of the net profit shall be set aside to form a statutory reserve (and it may be suspended when the reserve reaches half of the capital).
- 2- (5%) of the capital shall be distributed as a first payment to the shareholders.
- 3- An additional share of the remainder may be distributed to the shareholders based on the recommendation of the Board of Directors and approval of the General Assembly.
- 4- Based on the recommendation of the Board of Directors, the General Assembly may form additional reserves or other reserves to the appropriate extent that preserves the Company's financial position and guarantees appropriate and stable profit distribution to its shareholders.

	Percentage of profits distributed during the year		Proposed profit percentages to be distributed at the end of the year	Total profits
	First half of 2021 AD	Second half of the year 2021 AD		
Percentage	2.5%	2.5%	-	5%
Total	45,000,000 Saudi riyals	45,000,000 Saudi riyals	-	90,000,000 Saudi riyals

CONCLUSION

In conclusion, we hope that the presentation on Northern Region Cement and its business developments has met your satisfaction, and we also stress that we will continue to make all efforts to chart a bright future and maximize investment returns for its shareholders. In this regard, the members of the Board of Directors extend their thanks to the shareholders for their confidence and thanks are extended to all employees of Northern Region Cement, its suppliers, customers, financing agencies and relevant governmental and non-governmental agencies, for their continuous support and cooperation, and Northern Region Cement will continue, with God's help and guidance, to achieve its goals and plans for expansion and growth.

Board of Directors

**NORTHERN REGION CEMENT COMPANY
SAUDI JOINT STOCK COMPANY
CONSOLIDATED FINANCIAL STATEMENTS
TOGETHER WITH THE INDEPENDENT
AUDITOR'S REPORT
FOR THE YEAR ENDED DECEMBER 31, 2021**

**NORTHERN REGION CEMENT COMPANY
SAUDI JOINT STOCK COMPANY
CONSOLIDATED FINANCIAL STATEMENTS
TOGETHER WITH THE INDEPENDENT
AUDITOR'S REPORT
FOR THE YEAR ENDED DECEMBER 31, 2021**

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Independent Auditor's Report

To the **Shareholders of The Northern Region Cement Company**
 (A Saudi Joint Stock Company)

Opinion

We have audited the consolidated financial statements of **Northern Region Cement Co.** (A Saudi Joint Stock Company) and its subsidiaries referred together as the "Group", which comprise the consolidated statement of financial position as of December 31, 2021, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements presents fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by Saudi Organization for Certified Public Accountants (SOCPA).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in Saudi Arabia, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matter, a description of how our audit addressed the matter is set out below:

Key things to review	How we dealt with key issues during the review
<p>Assessing the decline in the value of goodwill: As of December 31, 2021, the value of goodwill was SAR 506 million (2020: SAR 506 million). Evaluating the decline in the value of goodwill, an intangible asset with unspecified production ages, is one of the main things for the review due to the size of the balance and the important diligence exercised by management. The probability of a decline in the value of fame and intangible assets with unspecified production ages is tested annually. Please refer to the important accounting policies in Illustration 4-2 for the policy on the decline in the value of goodwill and intangible assets and note (7) for more details on goodwill and intangible assets.</p>	<p>We have obtained all the down value tests provided by the Management and have done the following tests:</p> <ul style="list-style-type: none"> We have confirmed that the calculations of refundable amounts are based on the latest business plans. We assessed the reasonableness of the action plan by comparing implied growth rates with market forecasts and analysts. We also compared the actual results of the current year with the estimated figures in the decline in value tests made in previous years. We assessed the extent to which management showed the result of comparing the estimated figures with actual figures in its current assessment and the extent to which it adjusted actual revenue growth rates and operating margins in the current year model

Independent Auditor's Report (Continued)
Report on the Audit of the Consolidated financial statements (continued)

Key things to review (Continued)	How we dealt with key issues during the review (Continued)
<p>Revenue recognition: During the year ended 31 December 2021, Group's revenue amounted to SAR 562 million (2020: SAR 651 million). The Group continues to be under pressure to meet goals and expectations which may lead to misstatements in revenue. Revenue recognition is a key audit matter because there is a risk that management may override controls to misrepresent revenue transactions.</p>	<p>We have performed the following procedures regarding revenue recognition:</p> <ul style="list-style-type: none"> - Evaluating the appropriateness of the accounting policies related to the revenue recognition of the Group by taking into consideration the requirements of IFRS 15 "Revenue from Contracts with Clients". - Evaluating the design, implementation and testing of the operational effectiveness of the Group's control procedures, including the control procedures to prevent fraud when recognizing revenue in accordance with the Group's policy. - Testing sales transactions, on a sample basis, and perform cut-off tests of revenue made at the beginning and end of the year to assess whether the revenue has been recognized in the correct period. - Testing sales transactions, on a sample basis, and verify the supporting documents, which included delivery notes signed by customers, to ensure the accuracy and validity of revenue recognition.
<p>Inventory: As of December 31, 2021, the Group's inventory balance amounted to SAR 514 million (2020: SAR 479 million), which exceeded 70% of Group's total current assets and 16% of total assets, Clinker stocks are in the form of piles in yards and hangars set up for this purpose. Whereas, determining the weight of this stock is not practically possible. The management estimates the available quantities at the year-end by measuring the stockpiles and converting the measurements into unit volumes using the stability angle and the quantitative density. To do this, management assigns an independent inspection expert to estimate quantities at the year end. In addition, the management calculates the cost of sales and the value of inventory at year end based on costs incurred, quantities produced and the inventory balance at year end. Thus, the existence and valuation of inventory and cost of sales are affected by the above-mentioned inventory count process at year end. With reference to the importance of inventory balance and related valuations and assumptions used, this matter was considered a key audit matter.</p>	<p>We have performed the following procedures regarding existence and valuation of inventory balance:</p> <ul style="list-style-type: none"> - Attending the physical inventory count held by the group and the independent inspection expert. - Obtaining the stock inventory report submitted by the independent inspection expert regarding the stock of raw materials, especially clinker. - Evaluating the design and effectiveness of internal control procedures for the inventory accounting cycle. - Evaluating the appropriateness and adequacy of disclosures related to inventory in the financial statements. - Testing the validity of inventory measurement at lower of cost or net realizable value.

Other information included in the Group's annual report for the year ended 31 December 2021.
 Other information included in the Group's annual report for the year ended 31 December 2021, other than the consolidated financial statements and the auditor's report thereon. Which is expected to be produced to us after the date of this report.

Independent Auditor's Report (Continued)
Report on the Audit of the Consolidated financial statements (continued)

Our opinion on the consolidated financial statements does not cover other information, and we do not and will not express any form of assurance conclusion thereon. In our audit of the consolidated financial statements, it is our responsibility to read the information described above. In doing so, we consider whether the other information is not materially consistent with the financial statements or knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and those charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation for the consolidated financial statements in accordance with IFRSs, which is approved in Saudi Arabia and other standards and issues approved by SOCPA, and for such internal control, management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's consolidated financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

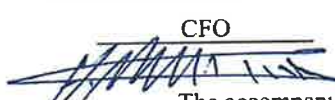

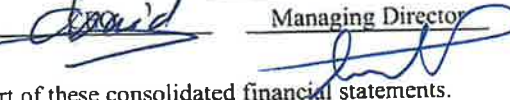
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Northern Region Cement Company
Saudi Joint Stock Company
Consolidated Statement of Financial Position
As of December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

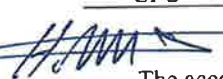
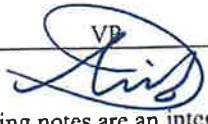


	Note	December 31,	
		2021	2020
Assets			
Non-current assets:			
Property, plant and equipment, Net	6	1,832,520,955	1,792,155,268
Intangible assets, Net	7	552,986,071	557,507,885
Right -of- use assets, Net	8	3,791,742	3,199,272
Due from related party	13	99,962,272	99,962,272
Investment in associate, Net	9	38,642,313	21,693,084
Non-current portion of receivable	12	-	40,436,966
Total non-current assets		2,527,903,353	2,514,954,747
Current assets:			
Inventory	10	514,377,967	478,731,545
Prepayments and other debit balances	11	59,525,760	69,760,819
Trade receivables, Net	12	86,686,991	79,590,935
Due from related parties	13	29,531,452	17,890,709
Notes receivable	14	28,146,593	22,018,829
Cash and cash equivalents	15	18,294,771	27,808,945
Total current assets		736,563,534	695,801,782
Total assets		3,264,466,887	3,210,756,529
Share holders' Equity and Liabilities			
Share holders' Equity:			
Share capital		1,800,000,000	1,800,000,000
Statutory reserve	16	144,875,054	134,268,823
Retained earning		273,252,866	271,244,784
Employees Defined Benefit Obligations Remeasurement Reserve		(3,163,239)	(1,350,423)
Foreign Currency Translation Reserve		(5,686,166)	1,465,309
Total shareholders' equity of the parent		2,209,278,515	2,205,628,493
Non-controlling equity		4,331,385	5,099,528
Total Share holders' Equity		2,213,609,900	2,210,728,021
Non-current liabilities:			
Long-term loans	17	264,863,636	450,909,091
Non-current portion of leases liabilities	8	3,467,920	3,005,655
Employees defined benefit obligations	18	20,030,311	18,209,656
Total non-current liabilities		288,361,867	472,124,402
Current liabilities:			
Short-term loans	17	460,253,378	228,223,244
Current portion of long-term loans	17	94,545,455	119,545,453
Trade payables		93,841,529	96,814,229
Accrued expenses and other credit balance	19	82,474,807	59,538,848
Current portion of leases liabilities	8	699,322	459,322
Zakat and income tax provision	20	30,680,629	23,323,010
Total current liabilities		762,495,120	527,904,106
Total liabilities		1,050,856,987	1,000,028,508
Total shareholders' equity and liabilities		3,264,466,887	3,210,756,529

 CFO
 VP
 Managing Director

The accompanying notes are an integral part of these consolidated financial statements.

Northern Region Cement Company
Saudi Joint Stock Company
Statement of Consolidated profit or loss and other comprehensive income
For the year ended December 31, 2021.
(All amounts are in Saudi Riyals unless otherwise stated)

	Note	For the year ended December 31	
		2021	2020
Revenue		561,912,703	651,481,158
Cost of sales		(362,061,281)	(455,354,655)
Gross profit		199,851,422	196,126,503
Operating Expenses:			
Selling and distribution expenses	22	(39,763,568)	(26,888,381)
General and administrative expenses	23	(37,880,692)	(40,547,520)
Impairment of Prepayment and other debit balances		(1,128,194)	
Expected credit loss provision	12	(310,000)	(1,862,282)
Profit from operations		120,768,968	126,828,320
Financing Cost	24	(19,429,578)	(28,391,316)
Share in net results of associates	9	20,209,623	15,018,947
Reversal of investments impairment	9	8,405,537	8,405,537
Other income	25	7,286,129	4,320,898
Capital loss from sale of property, plant & equipment	6	(667,123)	-
Profit before zakat and income tax		136,573,556	126,182,386
Zakat	20	(21,405,535)	(11,168,289)
Income taxes of subsidiaries	20	(8,026,113)	(6,389,754)
Government contributions of subsidiaries	20	(465,112)	(399,360)
Net profit for the year		106,676,796	108,224,983
Net profit for the year attributable to:			
Shareholders on parent company		106,062,313	107,626,586
Non-controlling interest		614,483	598,397
Earnings per share	26		
Basic and diluted earnings per share from profit from operations		0.67	0.70
Basic and diluted earnings per share from profit before zakat & income tax		0.76	0.70
Basic and diluted earnings per share from net profit for the year		0.59	0.60
Other comprehensive income:			
Other comprehensive income that will not be subsequently reclassified to profit or loss:			
Losses from re-measure the Employee defined benefit obligations	18	(1,812,816)	(2,119,289)
Other comprehensive income items that will later be reclassified to profit or loss:			
(Loss)/Gain in the translation of financial statements in foreign currencies		(7,669,211)	2,314,470
Total other comprehensive income for the year		(9,482,027)	195,181
Total comprehensive income for the year		97,194,769	108,420,164
Comprehensive income for the year due to:			
Shareholders on parent company		96,975,596	107,699,586
Non-controlling interest		219,173	720,578

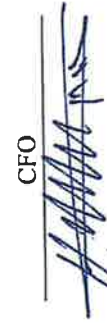
 CFO
 VP
 CEO
 Managing Director

The accompanying notes are an integral part of these consolidated financial statements.

Northern Region Cement Company
Saudi Joint Stock Company
Statement of Consolidated Changes in Shareholders' Equity
For the year ended December 31, 2021.
(All amounts are in Saudi Riyals unless otherwise stated)

	Share Capital	Statutory Reserve	Retained Earnings	Employees Defined Benefit Obligations Remeasurement Reserve	Foreign Currency Translation Reserve	shareholders' equity of the parent	Non-Controlling Interest	Total Equity
Balance as of January 1, 2020	-	123,506,164	221,434,731	768,866	470,884	2,146,180,645	4,378,950	2,150,559,595
Prior years adjustments	-	-	(2,053,874)	-	-	(2,053,874)	-	(2,053,874)
Dividends paid	-	-	(45,000,000)	-	-	(45,000,000)	-	(45,000,000)
Net income of the year	-	-	107,626,586	-	-	107,626,586	598,397	108,224,983
Transfer to statutory reserve	-	10,762,659	(10,762,659)	-	-	-	-	-
Total other comprehensive income for the year	-	-	-	(2,119,289)	994,425	(1,124,864)	122,181	(1,002,683)
Balance as of December 31, 2020	1,800,000,000	134,268,823	271,244,784	(1,350,423)	1,465,309	2,205,628,493	5,099,528	2,210,728,021
Balance as of January 1, 2021	1,800,000,000	134,268,823	271,244,784	(1,350,423)	1,465,309	2,205,628,493	5,099,528	2,210,728,021
Prior years adjustments	-	-	(3,448,000)	-	-	(3,448,000)	(1,601,799)	(5,049,799)
Dividends paid (Note 27)	-	-	(90,000,000)	-	-	(90,000,000)	-	(90,000,000)
Net income of the year	-	-	106,062,313	-	-	106,062,313	614,483	106,676,796
Transfer to statutory reserve	-	10,606,231	(10,606,231)	-	-	-	-	-
Total other comprehensive income for the year	-	-	-	(1,812,816)	(7,151,475)	(8,964,291)	219,173	(8,745,118)
Balance as of December 31, 2021	1,800,000,000	144,875,054	273,252,866	(3,163,239)	(5,686,166)	2,209,278,515	4,331,385	2,213,609,900

CFO



CEO



Managing Director



The accompanying notes are an integral part of these consolidated financial statements.

Northern Region Cement Company
Saudi Joint Stock Company
Statement of Consolidated Cash Flow
For the year ended December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

	Note	For the year ended December 31	
		2021	2020
Cash flows from operating activities:			
Profit before zakat and income tax		136,573,556	126,182,386
Adjustments to non-cash transaction			
Depreciation and Amortization	6,7,8	76,822,464	70,177,123
Capital loss from sale of property, plant & equipment	6	667,123	-
Interest on leases obligations	8	154,134	125,301
Reversal of investments impairment	9	(8,405,537)	(8,405,537)
Share in net results of associates	9	(20,209,623)	(15,018,947)
Impairment of Prepayment and other debit balances	11	1,128,194	-
Expected credit loss provision	12	310,000	1,862,282
Employee defined benefit obligation expenses	18	1,974,952	2,313,129
		189,015,263	177,235,737
Trade and Notes Receivables		26,903,146	6,220,415
Inventory		(35,646,423)	(1,176,324)
Due from related Parties		(4,311,087)	(3,176,893)
Prepayments and other debit balances		9,106,868	7,177,732
Trade payables		(2,972,700)	28,199,463
Accrued expenses and other credit balances		19,051,671	5,629,824
		201,146,738	220,109,954
Zakat and income tax paid and translation differences of foreign currencies		(22,539,140)	(8,755,614)
Employee defined benefit obligation payment	18	(1,967,113)	(2,255,590)
Net cash flow generated from operating activities		176,640,485	209,098,750
Cash flows from investing activities:			
Additions to property, plant and equipment		(122,878,398)	(135,433,760)
Change in strategic spare parts		1,628,878	-
Proceeds from disposal of property, plant and equipment		586,956	-
Additions to Intangible asset	7	(520,406)	(3,237,690)
Dividends received from investing in associates	9	11,665,931	(788,958)
Net cash flow used in investing activities		(109,517,039)	(139,460,408)
Cash flows from financing activities:			
Payments of loans	17	(602,768,696)	(1,246,512,087)
Proceeds from loans	17	623,753,378	1,132,615,573
Dividends paid		(90,000,000)	(45,000,000)
Lease obligation payments	8	(690,000)	(300,000)
Non-controlling interest		219,173	720,578
Net cash flow used in financing activities		(69,486,145)	(158,475,936)
Net change in cash and cash equivalents		(2,362,699)	(88,837,594)
Cash and cash equivalents at the beginning of the year		27,808,945	117,640,964
Impact of change in the exchange rate of translating financial statements in foreign currencies		(7,151,475)	(994,425)
Cash and cash equivalents at the end of the year	14	18,294,771	27,808,945
Non-monetary effects			
Profits to re-measure employee defined benefit obligation		(1,812,816)	(2,119,289)
Accumulated Depreciation adjustment against the retained earnings		1,165,514	-
Disposal from the projects under constructions to related parties		7,329,656	-
Accrued expenses and other liabilities against the retained earnings		(3,884,285)	-

CFO


VP


CEO


Managing Director


The accompanying notes are an integral part of these consolidated financial statements.

Northern Region Cement Company
Saudi Joint Stock Company
Notes to the consolidated financial statements
For the year ended December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

1. Company information:

A. Establishing the company

Northern Region Cement Company (SA) is a Saudi joint stock company, registered in Tarif, Saudi Arabia under the Commercial Register No. 3451002618 on 19 01431 H (March 19, 2006).

B. The company's capital

The company put the company's shares to public offering and transferred it from a closed Saudi joint stock company to a joint stock company with its rights and obligations, a decision was issued by the Capital Market Authority No. 4/585 on 23 Rabe Awal 1434 (February 4, 2013) to approve the announcement of the company's transformation from a closed Saudi joint stock company to a Saudi joint stock company. The company has put forward 50% of its shares for the IPO to complete the rest of its capital by offering 54 million shares worth 540 million SR, bringing the company's capital to SR 1.800 SR million divided into 180 million shares with a nominal value of 10 Saudi riyals.

C. The nature of the company's activity

The main activity of the company is the production of ordinary Portland cement and resisting and managing and operating Portland cement factories of all kinds and wholesale and retail in the company's products and building materials including import and export abroad, rock pieces and white cement under license 900 issued on 28 February 1426 H 5 June 2005. On Rabi 'Al-Akher 7, 1442 AH, the license was amended by Resolution No. 421102108487 to include white cement within the company's activities.

D. Fiscal year

The company's financial year is twelve months from the beginning of January until the end of December each calendar year.

E. Presentation currency and activity

The financial statements are prepared in Saudi Riyals, which is the currency of activity and offer for the company, all the numbers are rounded to the nearest Riyal, unless otherwise indicated.

2. Group information

The consolidated financial statements include the financial statements of The Northern Region Cement Company and the financial statements of all companies controlled by the company (its subsidiaries) that were established or acquired as of June 30, 2016. They are as follows:

<u>Company Name</u>	<u>Country</u>	<u>Legal entity</u>	<u>Percentage of ownership (%) As in</u>	
			<u>December 31, 2021</u>	<u>December 31, 2020</u>
North Cement (1)	The Hashemite Kingdom of Jordan	Public joint stock	99.382	99.382
Deyaar Nagd for contracting & Trading Ltd. Co. (2)	U.A.E	Limited liability	100	100
Sama Yamamah (2)	U.A.E	Limited liability	100	100
North Gulf (2)	U.A.E	Limited liability	100	100
Through The North for The Cement and Building Materials (2)	U.A. E	Limited liability	100	100
Al Hazm for cement trading and derivatives Limited (2)	U.A. E	Limited liability	100	100
Um-Qasr Northern Cement Co. Ltd.	U.A. E	Limited liability	100	100
Um-Qasr Northern Cement Co. Ltd.	IRAQ	Limited liability	94.845	94.845

Northern Region Cement Company
Saudi Joint Stock Company
Notes to the consolidated financial statements
For the year ended December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

2. Group information (Continued):

- 1) Northern Cement's consolidated financial statements include the Hashemite Kingdom of Jordan. The financial statements of its subsidiary (White Stars Mining Investment Ltd) which 100% owned by the subsidiary, and for the purposes of preparing these consolidated financial statements, all important balances and operations have been excluded and settled between the company and its subsidiary (Northern Cement Jordan).

In addition to the profits (losses) resulting from these operations with the subsidiary, the subsidiary's activity includes the clinker industry, grinding, cement industry and the implementation of industrial projects.

During the last year, the participation in The Northern Cement Company of The Hashemite Kingdom of Jordan was increased to buy shares through the subsidiaries of Deyaar Nagd for contracting & Trading Ltd. Co. and Sama Al Yamamah.

- 2) The above subsidiaries are private-purpose companies established in the United Arab Emirates for the purpose of owning stakes in Northern Cement, a public joint stock company registered in Amman, Jordan.
- 3) During the first quarter of 2018, the company acquired the entire shares Um-Qasr Northern Cement Co. Ltd, which is registered in The Jebel Ali area of Dubai with a capital of AED 6,064,527. Which in turn owns 70% of the shares of Um-Qasr Northern Cement Co. Ltd, an Iraqi limited liability company that has the right to implement a contract to qualify, operate and participate in the production of basra cement plant in the Republic of Iraq, while the subsidiary of Northern Cement - Jordan owns 20% of the shares of the Iraqi company referred to above (Note 9).

3. The Foundations of the preparation:

3.1 Statement of commitment

The group's consolidated financial statements were prepared in accordance with the international standards of the financial report adopted in Saudi Arabia and other standards and issues issued by the Saudi Association of Chartered Accountants.

3.2 Accounting basis

Consolidated financial statements are prepared in accordance with the principle of historical cost and using Accrual basis and the concept of continuity of activity, excluding financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss and investments in associate companies which are recorded in accordance with the method of equity.

3.3 Use of estimation and judgments.

The preparation of these consolidated financial statements requires management to use provisions and estimates that affect the application of accounting policies and the amounts listed for assets, liabilities, revenues, and expenses. Actual results may differ from these estimates. The areas of management are important in the application of accounting policies and important sources of estimates and uncertainties that have a substantial impact similar to those described in the consolidated financial statements of the previous year.

Northern Region Cement Company
Saudi Joint Stock Company
Notes to the consolidated financial statements
For the year ended December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

3. The Foundations of the preparation (Continued):

3.4 The basis for consolidating consolidated financial statements

These consolidated financial statements, which include the consolidated financial position statement, consolidated profit or loss and consolidated income statement, statement of changes in consolidated equity, consolidated cash flow statement and clarifications on the Group's consolidated financial statements, include assets, liabilities and results of the company's business and subsidiaries as shown in Clarification No. 2. Subsidiaries are the companies controlled by the Group, and in particular, the group controls the invested company only when the group has:

- Authority over the invested company (the existence of rights that give the group a current ability to direct activities related to the company invested in it).
- Exposure to risks or has rights to obtain different returns through its relationship with the company in which it invests.
- The ability to use its powers over the invested company to influence its returns.

In general, there is an assumption that the majority of voting rights result in control. In support of this assumption, when the group has less than a majority in voting rights or similar rights in the company in which it is invested, the Group takes into account all the facts and circumstances involved in this when ascertaining whether it exercises control over the company in which it invests, including:

- Contractual arrangements with other voting rights holders of the company in which the investor is invested.
- Rights resulting from other contractual arrangements.
- The voting rights of the group and the potential voting rights.

Subsidiaries are consolidated from the date they begin to control and until they cease to exercise that control. The group accounts for the aggregation of the business using the acquisition method when the control of the group is transferred. The converted compensation in the acquisition is generally measured at fair value, as is the case with the net identifiable assets acquired. The increase in the cost of acquisition plus the fair value of non-controlling property rights is recorded over the fair value of the net identifiable assets acquired as a reputation in the consolidated financial position statement. Non-controlling equity is measured by its share of net assets identifiable to the company acquired at the date of acquisition. The share in profit or loss and net assets not controlled by the Group is listed as a separate item in the consolidated profit or loss and income statement and within the equity in the consolidated financial position statement. Both transactions as well as unrealized balances, profits and losses resulting from transactions between group companies are excluded. Accounting policies of subsidiaries are adjusted if necessary, to ensure that they comply with the policies of the Group.

4. Significant accounting policies:

The accounting policies applied to these consolidated financial statements are the same as those applied to the consolidated financial statements for the fiscal year ended December 31, 2020.

4.1 Property, Plant and equipment:

Property, plant and equipment appear at cost minus accumulated depreciation and losses, if any, accumulated depreciation. This cost includes the cost of replacing part of the property, facilities, equipment and borrowing costs related to long-term construction projects if the stability criteria are met and for assets that are established internally the cost of the asset includes the cost of the asset, the direct employment and other direct costs required by the processing to the situation in which it is operated on site and in the purpose for which it was acquired. If significant parts of property, plant and equipment are required to be replaced in stages, the Group consumes these parts independently over their productive life, and in turn, when a major examination is carried out, the cost of the book value of the equipment is proved as a replacement if the proof criteria are met.

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4. Significant accounting policies (Continued):

4.1 Property, Plant and equipment (Continued)

All other repair and maintenance costs are fixed in the consolidated profit or loss statement and other consolidated comprehensive income when incurred. The current value of the projected cost of removing a post-use asset is included within the cost of the asset in question, if the stability criteria for proof of custom, owned land consumed, depreciation on the consolidated profit or loss statement and comprehensive income are consolidated in a fixed premium manner over the estimated productive life of the asset as follows:

<u>Assets</u>	<u>Estimated production age</u>
Buildings	25-40 years
Plant and equipment	5-40 years
Cars	4-14 years old
Furniture, furnishings and office equipment	4-5 years
Water wells	5 years
Lease hold improvement	3 Years

Subsequent costs are included in the book value of an asset or are established as an independent asset, as appropriate, only in cases where the future economic benefits associated with the item are expected to flow to the Group and that the cost of the item can be reliably measured, and the proof of the book value of any part considered an independent asset when replaced is discontinued, all other repair and maintenance expenses are incurred on the consolidated profit or loss and comprehensive income statement during the financial period in which you incur, carrying maintenance expenses and routine repairs that extend The life expectancy of the production asset or output on the statement of profit or loss and consolidated overall income when incurred.

The remaining values, age of use and method of consumption are reviewed at the end of each fiscal year and the impact of any changes in estimate is calculated on the future basis.

The book value of fixed assets is reviewed to ensure that there is a decrease in their value when events or changes in circumstances indicate that the book value cannot be recovered. If such evidence exists and the book value is greater than the recoverable value, the value of the asset sits down to the recoverable value, which represents the greater value of the equity value of the asset, minus the sale costs or the present value of cash flows of the estimated future benefits of that asset. Decrease losses are included in the consolidated earnings or loss statement and other consolidated comprehensive income.

Exclusion gains and losses are determined by comparing receipts with book value and included in the consolidated profit or loss statement and other consolidated comprehensive income. Borrowing costs related to the eligible asset are capitalized as part of the cost of that asset and until the asset is ready for use for which it was created.

Capital works in progress.

Capital work-in-progress includes purchase price, construction or development costs, and any costs directly attributable to the creation or acquisition of the asset by the company. Capital work in progress is measured at cost less any impairment losses recognized. Capital work under construction is depreciated only when the assets are able to function as intended by management after they have been drawn to the appropriate class of assets.

Strategic parts

Spare parts and spare equipment are property and equipment when the Group expects to use them during more than one accounting period. Similarly, if the use of spare parts and service equipment is linked to property and equipment items, they are considered as property and equipment. The consumption of strategic spare parts begins when it is on site and in the case required to be operational in the manner intended by the Administration and according to its estimated production life or the production life of the asset followed by whichever is shorter.

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4. Significant accounting policies (Continued):

4.2 Intangible assets

The intangible assets acquired are independently measured at the initial proof of cost. The cost of intangible assets acquired in the process of assembling the facilities at fair value is represented by the date of acquisition. After initial proof, intangible assets are constrained by cost minus accumulated extinguishment and accumulated reduction losses, if any. Intangible assets developed internally, except for capitalized development costs, are not capitalized and charge expenses on the statement of profit or loss and other consolidated comprehensive income for the year in which you incurred.

The productive ages of intangible assets are classified as "specified" or "indefinite" duration. Intangible assets with a specific lifespan are extinguished over their estimated productive life and are reviewed for a decrease in their value when there is evidence of such a decline. The period and method of extinguishing intangible assets with a specified age is reviewed at least once at the end of each fiscal year. Changes in life expectancy or the method of depletion of future economic benefits guaranteed by the asset - processed accountable, by adjusting the period or method of extinguishing, as appropriate, and are considered as changes in accounting estimates. Extinguishing of intangible assets of a specified life is included in the consolidated profit or loss statement and other consolidated comprehensive income as an expense and in line with the function of intangible assets.

Intangible assets that do not have a specific life span are not extinguished but are tested annually to ensure that there is no reduction in their value on their own or at the cash generating unit level. The undetermined production life calendar is reviewed annually to ascertain whether the calendar made for the unspecified productive life is still supported, otherwise the change from "specified age" to "unspecified age" is made on a future basis.

4.3 Financial assets - recognition and measurement

At the initial recognition, all financial assets are proven at the price of their transactions, which represents fair value, unless the arrangement actually consists of a financing transaction. If the arrangement consists of a financing transaction, the item is measured initially at the current value of future flows discounted at the market interest rate of a similar debt instrument.

After initial recognition, the extinguished cost model (or in some cases the cost model by nature and purpose of the financial asset) is applied to measure the underlying financial instruments.

Loans and Receivable

Receivable and loans are non-derivative financial assets with fixed or identifiable payments that are not listed on an active market. They are part of current assets except those with a maturity date of more than 12 months after the end of the reporting period and are classified as non-current assets. Loans and receivables include accounts of commercial debtors and other debtor assets owed by related parties and cash in the fund and at banks.

Trade Receivables

The amounts due from customers for goods sold or services performed in the normal business context are represented. Debtors are proven to be the value of the original invoice minus the amount of doubtful amounts. An estimate of doubtful debts is made when there are fundamental doubts that the full amount cannot be collected. Bad debts are written off when there is no possibility of recovery.

Cash and cash equivalents

For the purposes of preparing the cash flow statement, cash and equivalent cash consists of the Fund, banks and murabaha deposits, with a maturity period of three months or less from the date of acquisition.

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4. Significant accounting policies (Continued):

4.3 Financial assets - recognition and measurement (Continued)

Impairment of current non-financial assets

At the end of the fiscal year, an assessment is made to ensure that there is no objective evidence of a decrease in the value of any financial asset measured in cost or amortized cost. If there is such evidence of depreciation, the loss of depreciation is recognized by the profit or loss statement for that year. The value of the decline in value is determined as follows:

- A) For fair-value assets, the depreciation represents the difference between cost and fair value, minus any loss of value previously demonstrated in the earnings or loss statement.
- B) For cost-included assets, the depreciation represents the difference between the amount listed and the present value of future cash flows discounted by the current market rate of return from a similar financial asset line.
- C) For assets listed at the amortized cost, the decrease in value represents the difference between the amount listed and the present value of future cash flows discounted by the original actual commission rate.

4.4 Financial obligations - recognition and measurement

Financial obligations are classified according to contractual arrangements and include creditors, amounts payable and loans. All financial obligations are initially recognized at fair value, after the first proof of direct transaction costs are proven based on the cost extinguished using the actual commission rate over the life of the instrument and are included in the statement of profits or losses.

Loans are classified as current liabilities unless the company has an unconditional right to postpone payment for at least 12 months after the date of the financial position statement.

Creditors and amounts payable.

Commercial creditors are reimbursed for future payments for goods and services received, whether or not they are invoiced by suppliers.

4.5 Inventory

The inventory of raw materials, incomplete production, packing bags, etc. is assessed on the basis of cost and the moving weighted average method, and the total production stock is assessed at cost or net value recovered whichever is lower. The inventory is reduced by the value of stagnant and slow-moving items according to management estimates and inventory movement.

Finished goods

Finished goods are measured at the cost of production or net value achievable, whichever is lower. The cost of finished goods is determined by the weighted average method. The cost includes direct materials, direct employment and an appropriate proportion of variable and fixed indirect expenses, the latter being allocated on the basis of normal operating capacity. Net selling value represents the estimated selling price during the normal business cycle minus the estimated completion and estimated costs required to make the sale.

Goods in process

The goods in process are measured by cost or net value net achievable value, whichever is lower. The cost of the goods under manufacture is determined by the cost of the production unit for the period based on the completion rate in the phase applied and includes direct materials, direct labor and an appropriate proportion of variable and fixed indirect expenses, the latter being allocated on the basis of normal operating capacity. Net selling value represents the estimated selling price during the normal business cycle, minus the estimated completion costs and estimated costs for the sale.

Spare parts

The stock of spare parts is assessed by cost or net achievable value, whichever is lower. The cost is determined by the cost of the weighted average. The stock of spare parts represents spare parts that qualify to be classified as important parts.

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4. Significant accounting policies (Continued):

4.5 Inventory (Continued)

Raw materials

Raw materials are assessed by cost i.e. historical purchase prices based on the weighted average principle plus the costs directly related to them (mainly, fees and transportation) whichever is lower. The cost is determined by the cost of the weighted average. Net selling value represents the estimated selling price during the normal business cycle, minus the estimated completion costs and estimated costs for the sale. A suitable custom for outdated and slow-moving goods is spared, if necessary.

4.6 Investing in associate companies

An associate company is one over which the company has the ability to exert significant influence, but not joint control or control, by participating in the financial and operational decisions of the company's investor. The company owns a minimum 20% stake in its capital. These investments are accounted for in a proprietary manner. They are proven by cost and subsequently adjusted in light of the change in the company's share of the company's net assets invested in it. The company's share of the company's net profit and loss is included in the list of earnings or losses. Losses of an associate company that exceeds the company's ownership rights are not recognized.

4.7 Loans

Loans are originally fixed at fair value (as received receipts), after deducting the costs of the eligible transaction incurred, if any. After the initial proof, long-term loans are measured at the extinguished cost using the actual commission rate method. Any difference between receipts (after deducting transaction costs) and the recovery amount in the profit or loss statement and other consolidated comprehensive income over the loan period is demonstrated using the actual commission rate method. Fees paid on loan facilities are proven as loan transaction costs to the extent that some or all of the facilities are likely to be withdrawn. In this case, the fee is deferred until the withdrawal occurs.

In the absence of evidence that some or all of the facilities may be withdrawn, the fees are capitalized as prepaid expenses for liquidity services and extinguished over the period of the facilities involved.

Loans are removed from the Consolidated Financial Position Statement when the obligation specified in the contract is waived, cancelled or expired. The difference between the book value of financial liabilities extinguished or transferred to another party and the compensation paid, including non-cash assets transferred or assumed liabilities, is shown in the statement of loss and consolidated comprehensive income as other income or financing costs.

Loans are classified as current liabilities unless the Group has an unconditional right to postpone the commitment settlement for at least 12 months after the preparatory period for consolidated financial statements.

The costs of general and specific loans and the financing costs of murabaha directly associated with the purchase, construction or production of eligible assets are capitalized within the time period required to complete and prepare the asset for use or sale. Investment income earned from the temporary investment of specific loans until they are disbursed to eligible assets is deducted from the costs of capitalized loans. The costs of other loans are recorded as an allowance in the period in which they are incurred in the statement of losses and consolidated comprehensive income.

4.8 Provision for employee defined benefit obligations

The Group provides severance pay compensation to its employees in accordance with the provisions of the labor and workers' system in Saudi Arabia, which is entitled on the basis of the employee's final wage, length of service and completion of the minimum period of service. The end-of-service obligation is calculated by estimating the value of future benefits that are due to employees in current and previous periods and the value is deducted to reach the current value.

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4. Significant accounting policies (Continued):

4.8 Provision for employee defined benefit obligations (Continued)

The group makes assumptions that are used when determining key elements of costs in order to meet these future liabilities. These assumptions are made after consulting the company's actuarial expert and include those used to determine the cost of the normal service as well as the financing elements of liabilities. A qualified actuary calculates the commitment to the specified benefits using the amounts due by unit method.

A reassessment of specific benefit obligations consisting of actuarial profits and losses is recognized directly in the list of other comprehensive income. The Group determines the interest expense on the specific benefit obligations for the year by applying the discount rate used to measure the specific benefit obligations at the beginning of the year after taking into account any change in net benefit obligations specified during the year as a result of contributions and payments for liabilities. Net interest and other expenses related to the benefit plans specified in the consolidated profits or losses statement are recognized.

4.9 Retirement benefit costs

The company contributes to the costs of employee retirement benefits in accordance with the regulations of the General Social Insurance Corporation and is calculated as a percentage of employees' wages. Payments to government-managed retirement benefit plans are treated as payments to specific contribution plans as the company's obligations against these plans are equivalent to those established in a specific contribution retirement plan. Payments to retirement benefit plans carry a specific contribution as an allowance when they are due.

4.10 Trade Payables and accruals

These amounts represent the liabilities relating to goods and services provided to the Group before the end of the fiscal year that have not been paid and are considered not guaranteed. Trade payable and payment papers are presented as current liabilities unless the payment is not due within 12 months after the date of the report, originally proven at fair value and is measured by the extinguished cost using the actual commission method.

4.11 Contingent liabilities and assets

Contingent liabilities are not proven in consolidated financial statements but are disclosed only if the possibility of an outflow of resources with economic benefits is excluded. Contingent assets are not confirmed in consolidated financial statements but disclose when economic benefits are likely to be achieved.

4.12 Provisions

Provisions are established when there are current or anticipated legal obligations to the group resulting from past events, and it is likely that an external flow of resources involving economic benefits will be necessary to settle the obligation and a reliable estimate of the amount of the obligation can be made. When the group expects that some or all of the provisions will be recovered, for example under an insurance contract, refunds are proven as a separate asset but only when these refunds are almost certain. The allocation is displayed in the profit or loss statement and comprehensive income after deducting any refunds.

If the effect of the time value of the money is substantial, the provisions are determined by deducting the expected future cash flows using the current pre-tax rate which, when appropriate, reflects current market valuations of the time value of the money and the specific risks of the liabilities. The increase in the discount is proven as a financing cost.

4.13 Zakat and tax

The company is subject to zakat in accordance with the regulations of the General Authority for Zakat and Income (the "Authority") in Saudi Arabia. The zakat allowance is calculated on the basis of the company's individual zakat pot. Any differences between the allocation and the final binding are restricted when the final assessment is approved. The zakat provision is on the statement of profit or loss and other consolidated comprehensive income.

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4. Significant accounting policies (Continued):

4.13 Zakat and tax (Continued)

Income tax

For offshore subsidiaries, a provision for tax obligations, if any, is sparse in accordance with the tax regulations in the countries in which they operate. The income tax allowance is on the consolidated profit or loss and income statement.

Uncertain zakat and tax conditions

Differences that may arise from final liability are accounted for when the group terminates its links with stakeholders.

Value added tax

Income, expenses and assets are recognized as net from VAT value except in the following cases:

- If VAT is due to the acquisition of assets or services that are not recovered from the tax authority, in which case VAT is recognized as part of the cost of purchasing the assets or part of the expenses line as the case.
- The receivables and credits appear, including the VAT amount.

Net value-added taxes that can be recovered from or paid to the tax authority are included in the other debtor's or other credit supposition slates.

4.14 Revenue Recognition

Revenues are recognized to the extent that economic benefits are likely to flow to the group, and revenues can be reliably measured regardless of the date on which the amount is received. Revenues are measured at the fair value of the amount received or received after taking into account the specific contracted payment terms and excluding taxes or fees. The Group has been found to be inherent in all its revenue arrangements because it is the main committed entity in all revenue arrangements and has the ability to set prices and is also exposed to the risks of the goods and the risks of credit. The amounts disclosed were shown as income after deduction of returns, commercial provisions, discounts, discounts and amounts collected on behalf of third parties.

Selling goods

Revenues from the sale of the goods are proved when the important risks and benefits associated with ownership of the goods are transferred to the buyer, usually when the goods are delivered to the customer. Income from the sale of the goods is measured in fair value of the amount received or received after the reduction of returns, provisions, discounts and discounts.

4.15 Cost of revenue

The cost of revenue represents expenses directly related to the manufacture and production of products that generate revenue to the group and which include materials, supplies, utilities and other direct costs.

4.16 Operations income

Income from the group's main activities represents continuing income, including income and other expenses related to operational activities. Operating income excludes net financing costs, zakat and income tax.

4.17 Sales and marketing expenses

Sales and marketing expenses consist of costs incurred in the marketing and sale of the group's products and include other indirect costs related to sales. All other expenses are classified as general and administrative expenses.

4.18 General and administrative expenses

General and administrative expenses consist of direct and indirect costs that are not related to the cost of revenue. The distribution between general and administrative expenses, sales and distribution expenses and the cost of sales if necessary, on a fixed basis. Expenses mainly include staff costs, other benefits, compensation, allowances for board members, pop-up committees, maintenance fees, rental, travel, insurance, professional fees, etc.

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4. Significant accounting policies (Continued):

4.19 Financing costs

Financing costs directly associated with the acquisition, creation or production of a particular asset that necessarily takes a period to prepare it for use or sale are recognized as part of the cost of that asset. All other financing costs are recorded as expenses in their due period. Financing costs are interest and other costs incurred by the Group in relation to the borrowing of funds.

4.20 Withholding tax

The Group deducts tax on certain transactions with non-residents of Saudi Arabia in accordance with Saudi Arabia's income tax system.

4.21 Segment Reporting

The Segment is an essential part of the group that provides certain products and services (business Segment) or service products in a particular economic environment (geographical Instruments), and the Instruments is usually exposed to risks and returns of a different nature from other Segments.

Group management uses the operational Segments by distributing resources and evaluating performance. Operational Segments that show similar economic characteristics, products, services and customer categories are grouped as appropriate, and are shown as reporting Segments.

4.22 Earnings per share

Basic and diluted earnings per share are calculated by dividing the profit attributable to the shareholders of the Group, and the weighted average number of ordinary shares outstanding during the financial period.

The Group has not issued any potential ordinary shares, and therefore the underlying share price is the same as the discounted share price.

4.23 Foreign exchange

The group's consolidated financial statements appear in Saudi Riyals, which is also the company's functional currency. For each facility, the group determines the functional currency, and the items on the financial statements of each establishment are measured using that functional currency. The group uses the direct consolidation method and when the external process is excluded, the gains or losses reclassified into the consolidated profit or loss statement and other consolidated comprehensive income reflect the amount generated by using this method.

Transactions and balances

Foreign exchange transactions are converted into functional currency at the prevailing conversion rates on transaction dates. The profits and losses of foreign exchange transactions resulting from the payment of these transactions and the transfer of foreign labor-registered cash assets and liabilities are confirmed at the year-end conversion rates in the consolidated profit or loss and consolidated income statement, and are deferred in equity if they are qualified to hedge cash flow risk or relate to part of the net investment in a foreign operation.

Non-cash items measured at historical cost - registered in foreign currency - are converted at the prevailing conversion rates on the date of transactions.

Convert non-cash items recorded in foreign currencies that are measured at fair value at the prevailing conversion rates on the date on which the fair value is determined. Transfer differences relating to recorded assets and liabilities are listed at fair value as part of fair value gains or losses. Non-cash asset and liabilities, such as equity-based shares, are proven through the consolidated profit or loss and consolidated income as part of fair value gains or losses, and currency translation differences are included for non-cash assets such as securities classified as financial assets available for sale in the consolidated profit or loss and consolidated income statement.

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4. Significant accounting policies (Continued):

4.23 Foreign exchange (continued)

Group Companies

The results and financial position of external operations (none of which have a high inflation currency) with a functional currency different from the offer currency are converted into the offer currency as follows:

- Transfer of assets and liabilities of each financial position statement displayed at closing prices on the financial position statement
- The income and expenses in each statement transfer profit or loss and the comprehensive income statement with average conversion rates (unless this is not considered a reasonable convergence of the cumulative effect and prevailing prices on transaction dates, at which point the income and expenses are converted at prevailing rates on transaction dates), and all resulting conversion differences are included in the other comprehensive income.

If any external transaction is excluded, the other comprehensive income items of that external transaction are reclassified into the consolidated profit or loss statement and other consolidated comprehensive income.

The reputation resulting from the acquisition of any external transaction, as well as fair value adjustments to the book value of assets and liabilities resulting from the acquisition, is considered as assets and liabilities for the external transaction, and is converted to the spot transfer rate prevailing on the date of the preparation of the financial statements.

4.24 Dividends

The Group will prove cash or non-cash distributions to shareholders as liabilities when the distribution is approved, and that the distribution is no longer at the group's disposal. According to Saudi Arabia's companies' regulation, final dividends are confirmed when approved by the General Assembly. Interim dividends are restricted upon approval by the Board of Directors and the corresponding amount is confirmed directly within the equity.

5. Measuring fair value

The Group measures financial instruments such as assets available for sale and derivatives, (cash flow risk hedging) at fair value on the date of the preparation of consolidated financial statements.

Fair value is the price to be received when an asset is sold or repaid when a liability is transferred under a regular transaction between market traders on the date of measurement. The fair value measurement is determined by assuming that the transaction of the sale of assets or the transfer of liabilities will be either:

- in the main market of assets or liabilities, or
- In the absence of a major market, in the most useful markets for assets or liabilities.

The main or most useful market must be accessible by the group. The fair value of assets or liabilities is measured on the assumption that market participants will benefit when pricing assets and liabilities and that they seek their best economic interests.

Measuring the fair value of non-financial assets takes into account the ability of market traders to achieve economic benefits by making better and maximum use of the asset or selling it to other market clients who use the asset to the fullest.

The group uses appropriate assessment methods according to the circumstances, and has sufficient data to measure fair value, increase the use of observable inputs and reduce the use of non-notable inputs.

All assets and liabilities measured at fair value or disclosed in consolidated financial statements are classified in the hierarchy of the fair value levels listed below and on the basis of important minimum level inputs to measure fair value as a whole:

- Level 1: Prices traded in an active market for similar assets or liabilities (i.e. without modification or price renewal).
- Level 2: evaluating methods that are considered lower-level inputs, important for measuring fair value, to be observed directly or indirectly.

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5. Measuring fair value (Continued)

- Level 3: Methods of evaluating the lower-level inputs, important for measuring fair value, are considered unobservable.

For assets and liabilities that are repeatedly demonstrated by fair value in consolidated financial statements, the Group will check whether the conversion between the hierarchy levels of fair value measurement is made by re-evaluating the rating (based on important minimum level inputs to measure fair value as a whole) at the end of each financial period.

For the purpose of disclosing fair value, the Group identified the categories of assets and liabilities based on the nature, characteristics and risks of assets and liabilities and the hierarchy of the levels of fair value measurement mentioned above.

The fair value of assets or liabilities is measured on the assumption that market participants will benefit when pricing assets and liabilities and that they seek their best economic interests. For investments in equity instruments, a reasonable estimate of fair value cannot be determined.

6. Property, Plant and equipment, Net

- a. The following is a summary of property, plant, equipment and depreciation expenses for the year:

	December 31,	
	2021	2020
Property, Plant and equipment (Note 6.1)	1,810,531,267	1,768,536,702
Strategic spare parts	22,132,075	23,760,953
Provision of impairment in strategic spare parts	(142,387)	(142,387)
Total	1,832,520,955	1,792,155,268

- b. The depreciation of property, plant, equipment is allocated as follows:

	For the year ended December 31,	
	2021	2020
Cost of sales	66,779,070	63,858,713
Selling and distribution expenses	1,254,553	1,256,981
General & administrative expenses	3,100,960	4,451,773
	71,134,583	69,567,467

- c. Capital loss from sale of property, plant, equipment is allocated as follows:

	December 31,	
	2021	2020
Proceeds from disposed items	586,956	-
Cost of disposed items	(3,370,295)	-
Depreciation of disposed items	2,116,215	-
Capital Loss from disposal of property, plant and equipment	(667,123)	-

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6. Property, Plant and equipment, Net (Continued):

The capital work in progress consist mainly of contracts for the completion of construction and development works for the cement plant in addition to its machinery and equipment in Tarif city and support services projects, and the commitments for the unimplemented works of these projects amounted to SAR 8 million Saudi as of December 31, 2021 (2020: SAR 29 million) / (Note 27):

	Land	Buildings	Machinery and equipment	Cars	Furniture, fixtures and office equipment	Water wells	Lease Hold Improvement	Capital work in progress	Total
Cost:									
Balance as of January 1, 2021	20,303,930	830,068,763	1,466,437,058	117,211,891	28,249,411	1,801,444	-	183,727,847	2,647,800,344
Additions	-	3,358,056	4,773,096	141,303	397,088	-	1,087,471	113,121,384	122,878,398
Disposals	-	-	-	(3,370,295)	-	-	-	(7,329,656)	(10,699,951)
Transfers from Capital work in progress*	-	12,985	44,484,122	18,863	-	30,867	-	(44,546,837)	-
Balance as of December 31, 2021	20,303,930	833,439,804	1,515,694,276	114,001,762	28,646,499	1,832,311	1,087,471	244,972,738	2,759,978,791
Accumulated depreciation:									
Balance as of January 1, 2021 before adjustments	-	235,770,047	526,674,669	87,555,393	27,462,091	1,801,442	-	-	879,263,642
Prior year adjustments	-	-	1,165,514	-	-	-	-	-	1,165,514
Balance as of January 1, 2021 after adjustments	-	235,770,047	527,840,183	87,555,393	27,462,091	1,801,442	-	-	880,429,156
Charged for the year	-	22,630,510	40,894,216	7,029,778	308,211	-	271,868	-	71,134,583
Disposals	-	-	-	(2,116,215)	-	-	-	-	(2,116,215)
Balance as of December 31, 2021	-	258,400,557	568,734,399	92,468,956	27,770,302	1,801,442	271,868	-	949,447,524
Net book value:									
As of December 31, 2021	20,303,930	575,039,247	946,990,780	21,532,806	876,197	30,869	815,603	244,972,738	1,810,531,267
As of December 31, 2020	20,303,930	594,298,716	939,762,389	29,656,498	787,320	2	-	183,727,847	1,768,536,702

*Transfers from Capital work in progress

Most of the transferred from capital work in progress worth SAR 41,362,454 is presented in a Sand Mill that was capitalized into machinery and equipment during 2021.

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7. Intangible assets, Net

	<u>Goodwill *</u>	<u>Plant Franchise**</u>	<u>IT Software***</u>	<u>License</u>	<u>Total</u>
Cost					
Balance as of January 1,2021	506,157,403	50,578,493	8,442,732	789,255	565,967,883
Additions	-	520,406	-	-	520,406
Balance as of December 31, 2021	506,157,403	51,098,899	8442,732	789,255	566,488,289
Accumulated amortization					
Balance as of January 1,2021	-	-	8,415,436	44,562	8,459,998
Charged for the year	-	4,769,231	9,930	263,059	5,042,220
Balance as of December 31, 2021	-	4,769,231	8,425,366	307,621	13,502,218
Net book value					
As of December 31, 2021	506,157,403	46,329,668	17,366	481,634	552,986,071
As of December 31, 2020	506,157,403	50,578,493	27,296	744,693	557,507,885

***Goodwill:**

Goodwill represents the fame resulting from the group's acquisition of equity in Northern Cement during the third quarter of 2011, a public joint stock company registered in Amman, Jordan, on May 2, 2007.

Management conducts an impairment test to ensure that there is no impairment at the end of each financial year. The management found that no needs to be recorded impairment loss of value had resulted from this test.

The recoverable value is determined on the basis of the information used to calculate the current value of the expected five-year cash flow based on the management-approved budget.

Sensitivity to changes in assumptions:

Management believes that there are no reasonable potential changes in any of the underlying assumptions below that could result in a reduction in the recoverable value of the cash-generating unit, including substantially the reputation for its book value.

Basic assumptions used to calculate the present value:

<u>Basic assumptions</u>	<u>Percentage</u>
Discount rate	15%
Average estimated profit rate after tax to sales	32.10%
Average annual sales growth rate	15.20%

Plant franchises:

A subsidiary has entered into an agreement with the General Cement Southern Company (one of the companies of the Ministry of Industry and Minerals in the Republic of Iraq) to rehabilitate and operate the Basra cement plant for 26 years from the end of the rehabilitation period, in exchange for free shares of cement produced for the Iraqi government.

Software:

Software Intangible assets are programs and payments for the development of these programs that are extinguished over the estimated production life of 4years.

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8. Lease Contracts

	December 31,	
	2021	2020
Right -of- use assets		
Balance at the beginning of the year	3,199,272	4,309,600
Additions	1,238,131	-
Less: Depreciation charged for the year	(645,661)	(1,110,328)
	<u>3,791,742</u>	<u>3,199,272</u>
Lease liabilities		
Current liability value at the beginning of the year	3,464,977	3,639,676
Additions	1,238,131	-
Interest charged for the year (Note 24)	154,134	125,301
Paid during the year	(690,000)	(300,000)
	<u>4,167,242</u>	<u>3,464,977</u>
Lease liabilities in the consolidated financial position is classified as follow:		
Lease liabilities - current portion	699,322	459,322
Lease liabilities - non-current portion	3,467,920	3,005,655

9. Investment in associate, Net

	December 31,	
	2021	2020
Investment:		
Balance at the beginning of the year	30,098,621	14,315,393
Dividends received	(11,665,931)	(1,919,130)
Prior year adjustment	-	2,683,411
Share in net results of associates	20,209,623	15,018,947
Balance at the end of the year	<u>38,642,313</u>	<u>30,098,621</u>
Impairment		
Balance at the beginning of the year	(8,405,537)	(16,811,074)
Reversal of investments impairment	8,405,537	8,405,537
Balance at the end of the year	<u>-</u>	<u>(8,405,537)</u>
	<u>38,642,313</u>	<u>21,693,084</u>

1. The Group had invested in 50% of the ownership rights of Cement Experts Development company (LTD) registered in Amman - Hashemite Kingdom of Jordan and the group's activity includes investment, management and development of industrial, administrative and mining projects where cement experts for development invest in directly in the pioneer contracting and general trade company. Rehabilitation of industrial projects limited (Republic of Iraq) where the latter group signed a contract with the Iraqi government to rehabilitate and operate the Kubaisa cement plant for 26 years in exchange for a free share in production, to be returned to the government after the end of the contract period, and to be completed the rehabilitation period of the project in February 2014.

During the previous years as a result of unstable political conditions, production at the group plant was suspended and the rehabilitation period of the plant was extended indefinitely, and during the current year the plant was restarted and production started, so the management took the decision to interim refund the previous provision due to improved conditions and resumption of operation.

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9. Investment in associate, Net (Continued)

2. Northern Cement Company- Hashemite Kingdom of Jordan (subsidiary group) invests 50% of The Sarh Zamzam Investment Company's capital of JD 100,000 equivalent to SR 530,000.
3. The Group fully acquired the Um Qasr Northern Cement Limited, which is listed in Jebel Ali area of Dubai with a capital of AED 10,000 with an amount of SR 6,064,527, Um Qasr Northern Cement Ltd. owns 70% of the shares of Umm Qasr Northern Cement Co., Ltd. An Iraqi limited liability company which has the right to execute a contract to qualify, operate and participate in the production of Basra cement plant in the Republic of Iraq, as the subsidiary group Northern Jordan Cement company owns 20% of the shares of Umm Qasr Northern Company.

10. Inventory

	December 31,	
	2021	2020
Raw Materials	219,984,215	232,854,087
Spare parts and consumables	138,459,507	125,166,325
Semi finished Goods	8,666,609	2,342,983
Finished Goods	135,289,492	12,292,370
Goods in transit	4,603,809	99,636,262
Packing materials	7,374,335	6,439,518
Total	514,377,967	478,731,545

11. Prepayments and other debit balances

	December 31,	
	2021	2020
Advance payments to suppliers	43,096,103	49,930,574
Prepaid expenses	7,491,298	5,570,794
Insurance recoveries	4,763,679	9,394,909
Advance payments to employees	3,172,666	3,303,934
Value added tax	1,151,088	-
Subsidiary income tax	687,368	661,641
Others	291,752	898,967
	60,653,954	69,760,819
Impairment of other debit balances	(1,128,194)	-
	59,525,760	69,760,819

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12. Trade Receivables, Net:

	December 31,	
	2021	2020
Trade Receivables - Related party (Note 13-2)	51,292,940	60,267,560
Trade Receivables - local	34,322,112	56,789,460
Trade Receivables – Export	3,931,847	5,520,789
less: Expected credit loss	<u>(2,859,908)</u>	<u>(2,549,908)</u>
	<u>86,686,991</u>	<u>120,027,901</u>
Trade receivables in the consolidated financial position is classified as follow:		
Current balance	86,686,991	79,590,935
Non-current balance	-	40,436,966

- The major balances of the Trade Receivables are covered by bank guarantees and bonds.

The expected credit loss provision movement is as follows:

	December 31,	
	2021	2020
Balance at the beginning of the year	2,549,908	687,626
Charged during the year	<u>310,000</u>	<u>1,862,282</u>
Balance at the end of the year	<u>2,859,908</u>	<u>2,549,908</u>

13. Related Parties Balances Transactions:

Related Parties are the group's major shareholders and the facilities under control or with significant influence by those entities.

Related Party	Relationship
Trans Kingdom Investment Company	Founding Contributor
Trans Kingdom National Reconstruction Co., Ltd.	Relationship with a shareholder
Trans Kingdom Saudi Company	Relationship with a shareholder
Global Specialized Transportation Company	Relationship with a shareholder
Aldar for Engineering Consulting Co.	Relationship with a shareholder
White Stars Company.	Associate Company
Cement Experts Development Company.	Associate Company
Global Cement Industry Company.	Associate Company
Pioneer Trading and Investment Company	Associate Company
Sarh Zamzam Company for Project Investment and Rehabilitation	Associate Company

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13. Related Parties Balances Transactions (Continued):

The significant transactions made with related parties during the year are as follows:

Related parties	The nature of the transaction	December 31,	
		2021	2020
A. Transactions with related parties			
International Specialist Transport Company	Transportation Services	1,361,755	8,152,891
PAN -Saudi Investment Company	Sales	7,977,470	12,207,321
Cement Experts Development Company	Financing	-	750,000
Cement Experts Development Company	Expenses paid on behalf of	11,040,837	250,297
B. Transactions with senior management officers			
Expenses and allowances of the Board of Directors and its committees		1,260,363	1,512,000

These transactions resulted in the following balances:

13-1 Due from related parties:

	December 31,	
	2021	2020
*Cement Experts Development Company	123,467,425	112,426,588
Global Specialized Transportation Company	2,766,497	3,142,700
Trans Kingdom Investment Company	2,557,683	988,792
Sarh Zamzam Investment and Project Rehabilitation Company	283,948	660,667
Aldar for Engineering Consulting Company	-	216,060
Pioneer Trading and Investment Company	138,191	186,750
Global Cement Industry Company	186,750	138,194
Trans Kingdom Saudi Company	93,230	93,230
	129,493,724	117,852,981
*Cement Experts Development Company		
The Current amount due from the group and the company	23,505,153	12,464,316
The finance amount due from the group to the company	99,962,272	99,962,272
	123,467,425	112,426,588

Due from related parties in the consolidated financial position is classified as follow:

Current balances	29,531,452	17,890,709
Non-current balances	99,962,272	99,962,272

13-2 Trade receivable from related parties (Note 12)

	December 31,	
	2021	2020
Sarh Zamzam Investment and Project Rehabilitation Company	381,817	-
Global Specialized Transportation Company	33,909,116	41,782,558
Trans Kingdom National Reconstruction Co. Ltd.	17,002,007	18,485,002
	51,292,940	60,267,560

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14. Notes Receivable:

The Notes Receivable are the value of the cheques withdrawn on bank, which belong to the subsidiary of Northern Cement Company in the Hashemite Kingdom of Jordan:

	December 31,	
	2021	2020
Notes receivable	28,146,593	22,018,829

15. Cash and cash equivalents:

	As on December 31st.	
	2021	2020
Cash at banks	16,480,937	17,433,870
Cash on hand	1,813,834	10,375,075
	18,294,771	27,808,945

16. Statutory reserve:

In line with the requirements of the Saudi Arabian company's regulations, the Group is composing a Statutory reserve of 10% of net profit after covering accumulated losses until this reserve amounts to 30% of the capital.

17. Loans:

	December 31,	
	2021	2020
Short-term murabaha	460,253,378	228,223,244
Current portion from long-term loan	94,545,455	119,545,453
Non- Current portion of long-term loan	264,863,636	450,909,091
	819,662,469	798,677,788

Short-term Murabaha:

The group has banking facilities in the form of murabaha from several local commercial banks with a total value of SR SAR 460 million (2020: SAR 273) and incurs financing costs at prevailing prices in the market based on interbank offer rates in addition to fixed margin. The management intends to Turn over short-term loans when they are due. The maturity date of the loans is matured from one to seven years.

The loans movement is as follow:

	December 31,	
	2021	2020
Balance as of January 1, 2021	798,677,788	912,574,302
Proceeds during the year	623,753,377	1,132,615,573
Paid during the year	(602,768,696)	(1,246,512,087)
Balance as of December 31, 2021	819,662,469	798,677,788

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18. Employees defined benefit obligations

	<u>December 31,</u>	
	<u>2021</u>	<u>2020</u>
Balance at the beginning of the year	18,209,656	16,032,828
Expenses charged during the year	1,723,863	2,064,105
Interest charged during the year (Note 24)	251,089	249,024
Actuarial remeasurement charged on other comprehensive income	1,812,816	2,119,289
Paid during the year	(1,967,113)	(2,255,590)
Balance at the ending of the year	<u>20,030,311</u>	<u>18,209,656</u>

Key actuarial assumptions:

	<u>December 31,</u>	
	<u>2021</u>	<u>2020</u>
Discount rate used	2.50%	2.25%
Rate of salary increase	6.90%	6.55%
Staff turnover	High	High

Analysis of the sensitivity of major actuarial assumptions:

	<u>Rate of change %</u>	<u>December 31,</u>	
		<u>2021</u>	<u>2020</u>
Discount rate:			
Surplus	%1.00+	14,076,131	11,882,853
Shortage	%1.00-	15,934,594	13,463,793
Expected salary increase rate:			
Surplus	%1.00-	15,932,034	13,465,807
Shortage	%1.00+	14,061,913	11,867,030

19. Accrued expenses and other credit balances:

	<u>December 31,</u>	
	<u>2021</u>	<u>2020</u>
Accrued Expenses	29,955,407	16,345,872
Quarry fees	18,197,830	19,478,946
Accrued bank charges	8,970,936	6,468,094
Prepayments from customers	9,948,717	9,776,941
Customer incentive payables	4,764,101	768,091
Accrued Salaries and wages	1,129,389	590,881
Subsidiary sales tax	-	808,039
Dividend's payables	1,175,122	831,885
Other accrued expenses	3,597,469	3,524,500
Value added tax	4,735,836	945,599
Total	<u>82,474,807</u>	<u>59,538,848</u>

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20. Zakat and income tax provision:

The details of zakat and income tax are as follows:

	December 31,	
	2021	2020
Zakat payable	23,773,166	17,828,971
Income tax for a non-Gulf subsidiary	6,628,832	5,197,970
A government contribution tax non-Gulf	278,631	296,069
Total	30,680,629	23,323,010

20.1 Zakat provision:

	For the year ended December 31	
	2021	2020
Estimated Zakat for the Year:		
Net book profit	119,062,313	126,873,553
Adjust net profit	(61,431,798)	(33,922,949)
Added items	3,073,306,697	2,475,742,795
Deducted items	(2,569,952,773)	(2,648,218,117)

Zakat provision movement is as follow:

	December 31,	
	2021	2020
Balance at the beginning of the year	17,828,971	11,067,850
Charged for the year	7,309,939	11,168,289
Zakat Provision for prior years	14,095,596	-
Paid during the year	(15,461,340)	(4,407,168)
Balance at end of the year	23,773,166	17,828,971

Zakat and tax assessments:

1. The zakat declarations of the group and its subsidiaries were submitted to the General Authority for Zakat, Income Tax and Customs "the Authority" based on separate financial statements prepared for the purpose of Zakat only.
2. The company submitted its zakat declarations until 2020, and the company settled its zakat status until year 2012
3. Zakat assessment was issued for the year 2014 claims the company for an amount of 18 million SR, and the appeal was made, and the company's appeal was partially accepted, but the dispute did not end with the aforementioned partial acceptance. The escalation was made with the General Secretariat of the Tax Committees with the case number 24526-2020-z, and it has not been decided until this date.
4. Zakat assessment was issued for the years from 2015 to 2017 to claim the company for zakat differences of 55.9 million SR. The appeal was made against it and the company awaits the Authority's response regarding its appeal until this date.
5. Zakat assessment was issued for the year 2018 to the company's claim for zakat differences of 14.9 million SR. The appeal was made to it, and the authority rejected the company's appeal, and the dispute was escalated before the General Secretariat for Tax Committees with case number 15327-2020-z. and there is no action for it till now.

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20. Zakat and income tax provision (Continued):

20.2 Income tax provision:

Details of income tax for non-gulf subsidiaries is as follow:

	As of December 31,	
	2021	2020
Balance at the beginning of the year	5,197,970	2,124,261
Charged for the year	8,026,113	6,389,754
Paid during the year	(6,595,251)	(3,316,045)
Balance at end of the year	6,628,832	5,197,970

Details of a government contribution tax for non-gulf subsidiaries is as follow:

	December 31,	
	2021	2020
Balance at the beginning of the year	296,069	265,689
Charged for the year	465,112	399,360
Paid during the year	(482,551)	(368,980)
Balance at end of the year	278,630	296,069

1. The subsidiary company is a non-Gulf company that is subjected to the Income Tax Law at its headquarters in the Kingdom of Jordan at a rate of 14% of tax income after deducting the expenses that the law allows deduction. The company is also subject to government contribution tax in the Kingdom of Jordan, at a rate of 1% of taxable income.
2. The subsidiary company is tax exempted at 50% of taxable income, for a period of ten years starting from the date of commencement of work or actual production of the project.

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21. Segment information

The company and its subsidiary are managed as a single operational segment in the manufacture and production of cement of all kinds and the company and its subsidiary operate in Saudi Arabia, The Hashemite Kingdom of Jordan and the Iraqi Republic as follows:

	Saudi Arabia	The Hashemite Kingdom of Jordan	The Iraqi Republic	Adjustments and deletions	Total
As of December 31, 2021:					
Property, plant and equipment	1,669,383,070	163,137,885	-	-	1,832,520,955
Total assets	3,224,400,857	441,334,339	92,046,195	(493,314,504)	3,264,466,887
Total liabilities	1,015,122,342	48,156,945	55,155,146	(67,577,446)	1,050,856,987
As of December 31, 2020:					
Property, plant and equipment	1,627,769,263	164,386,005	-	-	1,792,155,268
Total assets	3,151,675,177	468,365,143	90,827,439	(500,111,230)	3,210,756,529
Total liabilities	943,806,429	85,495,907	53,648,002	(82,921,830)	1,000,028,508
For the year ended December 31, 2021:					
Sales	332,941,435	195,143,202	112,333,339	(78,505,273)	561,912,703
Depreciation and amortization	65,288,750	6,764,480	4,769,234	-	76,822,464
Finance cost	19,429,578	-	-	-	19,429,578
Net profit after zakat and income tax	106,062,313	37,870,265	7,380,825	(44,636,607)	106,676,796
For the year ended December 31, 2020:					
Sales	349,586,071	197,117,653	109,022,494	(4,245,060)	651,481,158
Depreciation and amortization	62,862,062	7,315,061	-	-	70,177,123
Borrowing expenses	28,391,316	-	-	-	28,391,316
Net profit after zakat and income tax	107,626,586	31,620,728	9,948,791	(40,971,122)	108,224,983

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22. Selling and distribution expenses:

	For the year ended December 31,	
	2021	2020
Custom transports and clearance expenses	31,917,918	20,102,139
Salaries, wages and employees' benefits	3,525,006	3,000,685
Consumptions	1,252,649	1,606,175
Employee defined benefit obligations	136,979	214,304
Other expenses	2,931,015	1,965,078
Total	39,763,568	26,888,381

23. General and administrative expenses:

	For the year ended December 31,	
	2021	2020
Salaries, wages and benefits of workers	25,281,949	25,168,880
Consumptions	3,376,100	4,461,703
Government fees and contributions	1,023,256	1,838,379
Board of Directors Bonuses and Allowances	-	1,512,000
Consultation and Professional fees	936,476	1,395,961
Bank charges	31,519	-
Employee defined benefit obligations	604,718	875,174
Rent expenses	524,047	502,312
Other expenses	6,102,627	4,793,111
Total	37,880,692	40,547,520

24. Finance cost:

	For the year ended December 31,	
	2021	2020
Short-term borrowing costs	7,538,734	10,419,771
Long-term loan borrowing costs	11,485,621	17,597,220
Interests charged on employees defined benefit obligation (Note 18)	251,089	249,024
Interests charged on lease liabilities (Note 8)	154,134	125,301
Total	19,429,578	28,391,316

25. Other income:

	For the year ended December 31,	
	2021	2020
Other income	5,431,673	30,634
Short-term rental income	1,693,739	3,956,369
Deposit income	141,304	295,033
Scrap Sales	19,412	38,862
Total	7,286,129	4,320,898

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26. Earnings per share:

The calculation of underlying/reduced earnings per share is based on the return on ordinary shareholders and the weighted average number of existing common shares. Earnings per share as of December 31, 2021 was calculated based on the weighted average number of shares held during the year with a number of 180 million shares (December 31, 2020: 180 million shares). There are no potential discounted ordinary shares. Adjusted earnings per share is the same as the underlying profit per share as the Group has no convertible securities or reduced financial instruments to exercise it.

	For the year ended December 31,	
	2021	2020
Profit from operations	120,768,970	126,828,320
Profit before zakat and income tax	136,573,558	126,182,386
Net profit for the year	106,676,796	108,224,983
	180,000,000	180,000,000
Basic and diluted earnings per share from profit from operations	0.67	0.70
Basic and diluted earnings per share from profit before zakat & income tax	0.76	0.70
Basic and diluted earnings per share from net profit for the year	0.59	0.60

27. Dividends paid:

- The General Assembly decided at its meeting on May 6, 2021 to approve the Board of Directors' decision regarding their meeting on March 9, 2021, to distribute cash dividends to the company's shareholders for the second half of 2020, with a amount of (SAR 45 million) distributed on the number of shares of 180 million shares, 0.25 Saudi riyals per share, distribution ratio of nominal value is 2.5%.
- The Board of Directors of the company decided at their meeting on August 4, 2021, to distribute cash dividends to the company's shareholders for the first half of 2021, with a amount of (SAR 45 million) distributed on the number of shares of 180 million shares, 0.25 Saudi riyals per share, distribution ratio of nominal value is 2.5%. it will be approved in the general assembly's next meeting.

28. Contingent liabilities:

The potential commitments on the group are shown in the table below:

	For the year ended December 31,	
	2021	2020
Letters of guarantee	6,256,018	16,328,975
Capital liabilities for WIP	8,051,498	29,150,000

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29. Capital management:

In order to manage the group's capital, the capital includes equity and all other equity reserves belonging to the group's owners. The main purpose of managing the group's capital is to maximize the value of shareholders' shares. The Group manages and adjusts its capital structure considering changes in economic conditions and financial commitment requirements. To maintaining or modifying the capital structure, the Group may adjust dividend amounts paid to shareholders, return capital to shareholders or issue new shares. The group monitors capital using the leverage ratio, which represents net debt divided by total capital plus net debt. The group's liabilities include net debt, term loans, commercial accounts payable, payable expenses and other credit balances, minus bank balances.

	December 31,	
	2021	2020
loans	819,662,469	798,677,788
Trade payables	93,841,529	96,814,229
Accrued expenses and other credit balances	82,474,807	59,538,848
Less: Cash and cash equivalents	(18,294,771)	(27,808,945)
Net debt	977,684,034	927,221,920
Total equity	2,213,609,900	2,210,728,021
Leverage rate	44%	42%

30. Risk management

Special commission price risk

Special commission price risk relates to the risks resulting from the fluctuation of the value of a financial instrument as a result of the change in the prevailing commission rates in the market, and the company is subject to the risk of special commission rates on its assets associated with special commissions such as Murabaha deposits and credit facilities.

Credit risk

Credit risk is that one financial instrument does not meet its obligations and causes the other party to suffer a financial loss. The Group is exposed to credit risk on cash in the Fund, banks, receivables and commercial debtors as follows:

	December 31,	
	2021	2020
Trade Receivable, net	86,686,991	120,027,901
Due from related parties	129,493,724	117,852,981
Notes Receivable	28,146,593	22,018,829
Cash and cash equivalent	18,294,771	27,808,945
	262,622,079	287,708,656

The Group manages customer credit risk by dealing with customers with a reliable credit history, obtaining high-quality guarantees when necessary, monitoring unpaid balances, and banking by dealing only with reputable banks.

Liquidity risk

Liquidity risk is that the group has difficulty in providing funds to meet its financial obligations associated with financial instruments.

Liquidity risks may arise from the inability to sell financial assets quickly at an amount of near their fair value. The Group manages liquidity risk by monitoring working capital requirements and cash flows regularly and ensuring that banking facilities are available when needed. The group's terms of contract require 30-90 days from the date of invoices, and commercial accounts are usually paid within 30-45 days of billing.

Increased risk concentration

The concentration of risks arises when a number of other parties engage in similar business activities or activities in the same geographical area or when they have economic characteristics that result in their ability to meet contractual obligations similarly affected by changes in economic, political or other circumstances. The concentration of risks indicates the relative sensitivity of the group's performance to developments affecting an industry.

Northern Region Cement Company
Saudi Joint Stock Company
Notes to the consolidated financial statements
For the year ended December 31, 2021
(All amounts are in Saudi Riyals unless otherwise stated)

31. Subsequent events:

Group management considers that there are no significant subsequent events after the date of the report that require their modification or disclosure in these consolidated financial statements.

32. Comparative figures:

Certain Comparative figures have been reclassified in the line with the presentation for the current year

33. Approved of consolidated financial statements

The consolidated financial statements were approved by the Company's Board of Directors on March 28.2022 G

Independent Auditor's Report

To the **Shareholders of The Northern Region Cement Company**
(A Saudi Joint Stock Company)

Opinion

We have audited the consolidated financial statements of **Northern Region Cement Co.** (A Saudi Joint Stock Company) and its subsidiaries referred together as the "Group", which comprise the consolidated statement of financial position as of December 31, 2021, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements presents fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2021, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by Saudi Organization for Certified Public Accountants (SOCPA).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in Saudi Arabia, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matter, a description of how our audit addressed the matter is set out below:

Key things to review	How we dealt with key issues during the review
<p>Assessing the decline in the value of goodwill: As of December 31, 2021, the value of goodwill was SAR 506 million (2020: SAR 506 million). Evaluating the decline in the value of goodwill, an intangible asset with unspecified production ages, is one of the main things for the review due to the size of the balance and the important diligence exercised by management. The probability of a decline in the value of fame and intangible assets with unspecified production ages is tested annually. Please refer to the important accounting policies in Illustration 4-2 for the policy on the decline in the value of goodwill and intangible assets and note (7) for more details on goodwill and intangible assets.</p>	<p>We have obtained all the down value tests provided by the Management and have done the following tests:</p> <ul style="list-style-type: none"> We have confirmed that the calculations of refundable amounts are based on the latest business plans. We assessed the reasonableness of the action plan by comparing implied growth rates with market forecasts and analysts. We also compared the actual results of the current year with the estimated figures in the decline in value tests made in previous years. We assessed the extent to which management showed the result of comparing the estimated figures with actual figures in its current assessment and the extent to which it adjusted actual revenue growth rates and operating margins in the current year model

Independent Auditor's Report (Continued)
Report on the Audit of the Consolidated financial statements (continued)

Key things to review (Continued)	How we dealt with key issues during the review (Continued)
<p>Revenue recognition: During the year ended 31 December 2021, Group's revenue amounted to SAR 562 million (2020: SAR 651 million). The Group continues to be under pressure to meet goals and expectations which may lead to misstatements in revenue. Revenue recognition is a key audit matter because there is a risk that management may override controls to misrepresent revenue transactions.</p>	<p>We have performed the following procedures regarding revenue recognition:</p> <ul style="list-style-type: none"> - Evaluating the appropriateness of the accounting policies related to the revenue recognition of the Group by taking into consideration the requirements of IFRS 15 "Revenue from Contracts with Clients". - Evaluating the design, implementation and testing of the operational effectiveness of the Group's control procedures, including the control procedures to prevent fraud when recognizing revenue in accordance with the Group's policy. - Testing sales transactions, on a sample basis, and perform cut-off tests of revenue made at the beginning and end of the year to assess whether the revenue has been recognized in the correct period. - Testing sales transactions, on a sample basis, and verify the supporting documents, which included delivery notes signed by customers, to ensure the accuracy and validity of revenue recognition.
<p>Inventory: As of December 31, 2021, the Group's inventory balance amounted to SAR 514 million (2020: SAR 479 million), which exceeded 70% of Group's total current assets and 16% of total assets, Clinker stocks are in the form of piles in yards and hangars set up for this purpose. Whereas, determining the weight of this stock is not practically possible. The management estimates the available quantities at the year-end by measuring the stockpiles and converting the measurements into unit volumes using the stability angle and the quantitative density. To do this, management assigns an independent inspection expert to estimate quantities at the year end. In addition, the management calculates the cost of sales and the value of inventory at year end based on costs incurred, quantities produced and the inventory balance at year end. Thus, the existence and valuation of inventory and cost of sales are affected by the above-mentioned inventory count process at year end. With reference to the importance of inventory balance and related valuations and assumptions used, this matter was considered a key audit matter.</p>	<p>We have performed the following procedures regarding existence and valuation of inventory balance:</p> <ul style="list-style-type: none"> - Attending the physical inventory count held by the group and the independent inspection expert. - Obtaining the stock inventory report submitted by the independent inspection expert regarding the stock of raw materials, especially clinker. - Evaluating the design and effectiveness of internal control procedures for the inventory accounting cycle. - Evaluating the appropriateness and adequacy of disclosures related to inventory in the financial statements. - Testing the validity of inventory measurement at lower of cost or net realizable value.

Other information included in the Group's annual report for the year ended 31 December 2021.
 Other information included in the Group's annual report for the year ended 31 December 2021, other than the consolidated financial statements and the auditor's report thereon. Which is expected to be produced to us after the date of this report.

Independent Auditor's Report (Continued)
Report on the Audit of the Consolidated financial statements (continued)

Our opinion on the consolidated financial statements does not cover other information, and we do not and will not express any form of assurance conclusion thereon. In our audit of the consolidated financial statements, it is our responsibility to read the information described above. In doing so, we consider whether the other information is not materially consistent with the financial statements or knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and those charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation for the consolidated financial statements in accordance with IFRSs, which is approved in Saudi Arabia and other standards and issues approved by SOCPA, and for such internal control, management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's consolidated financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

Independent Auditor's Report (Continued)
Report on the Audit of the Consolidated financial statements (continued)


- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtaining sufficient appropriate audit evidence regarding the financial information of the entities or commercial activities within the group, to express an opinion on the consolidated financial statements. We are responsible for directing, supervising, and implementing the group review process. We remain solely responsible for the audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Al-Kharashi Co.


Suliman A. Al-Kharashi
License No. (91)



Riyadh:
Sha'ban 27.1443 H
March 30.2022 G



Report of the audit committee to the general assembly of shareholders of the Northern Region Cement Company on the internal control system as on 12/31/2021

Gentlemen, shareholders of the Northern Region Cement Company

Within the framework of the committee's competencies according to the rules and regulations that include

1. Study the initial and annual financial statements of the company before submitting them to the Board of Directors, expressing opinions about them, and recommending them.
2. Providing a technical opinion - upon the request of the Board of Directors - on whether the report of the Board of Directors and the financial statements of the company are fair, balanced and understandable, and include information that allows the shareholders and investors to evaluate the financial position of the company, its performance, business model and strategy.
3. Examine any important or unfamiliar issues included in the financial reports.
4. Carefully researching any issues raised by the company's financial manager, whoever assumes his duties, the company's compliance officer, or the auditor.
5. Verify the accounting estimates in the fundamental issues mentioned in the financial reports.
6. Study the accounting policies and principles followed in the company and its subsidiary companies according to the nature of its work, and express opinion and recommendation to the Board of Directors regarding it.
7. Control and supervise the performance and activities of the internal auditor and the internal audit department in the company, in order to verify the availability of the necessary resources and their effectiveness in carrying out the work and tasks assigned to it.
8. Study the internal audit reports and follow up the implementation of corrective measures for the observations contained therein.
9. Study and review the company's internal, financial and risk management systems.
10. Recommending to the Board of Directors to appoint a director of an internal audit unit or department or the internal auditor and suggesting his remuneration.
11. Recommending to the Board of Directors to nominate and dismiss auditors, determine their fees, and evaluate their performance. After confirming their independence and reviewing the scope of their work and the terms of contracting with them.
12. Verifying the auditor's independence, objectivity and fairness, and the effectiveness of the audit work, taking into account the relevant rules and standards.
13. Reviewing the company's auditor's plan and his work, and verifying that he has not submitted technical or administrative works that are outside the scope of the audit work, and expressing its views on that.
14. Answer the inquiries of the company's auditor.
15. Study the auditor's report and his notes on the financial statements and follow up on what has been taken in their regard.
16. Review the results of the reports of the regulatory authorities and verify that the company has taken the necessary actions in this regard.
17. Verify the company's compliance with the relevant laws, regulations, policies and instructions.





18. Review the contracts and the proposed transactions that the company conduct with related parties, and submit their views on this to the Board of Directors.
19. Ensure the efficiency of the internal audit in the investee companies by reviewing the annual evaluation of the quality of the internal audit of these companies and in accordance with what the partners' agreements allow, and submitting to the Board of Directors what it deems appropriate in this regard.
20. Ensure the effectiveness of procedures for forming and performing audit committees in subsidiary (controlled) companies, and submitting to the Board of Directors what it deems appropriate in this regard.
21. Ensuring the competence of the external auditor and the procedures for appointing him in the subsidiary companies (Controlled by them) and submitting to the Board of Directors what it deems appropriate in this regard.
22. Executing special tasks related to the investee companies when requested by the Board of Directors.
23. Raise the issues it deems necessary to take action in their regard to the Board of Directors, and make recommendations on the measures to be taken.
24. The committee should set up a mechanism that allows the employees of the company to submit their observations regarding any infringement of financial or other reports in confidence. The committee must verify the application of this mechanism by conducting an independent investigation commensurate with the size of the error or omission, and adopting appropriate follow-up procedures.

Conclusion:

We inform you that during the year 2021 AD the committee held a number (7) meeting devoted to examining the audited financial statements for the year 2021 AD, reviewing the periodic reports submitted by the internal audit, supervising the work of the chartered accountant and managing risks, as well as following up the implementation of tasks according to best practices in the field of audit committees.

The Audit Committee submits its report to you on the results of the financial year ending on 12/31/2021 AD, and we inform you that we have reviewed all the company's quarterly and annual financial statements and the reports of the external auditor of the accounts and the accompanying explanations, and we inform you that the committee does not have any substantive notes in this regard.

The committee also reviewed the company's internal control systems and their sufficiency.

Finally, the committee extends thanks to the management of the company for its cooperation in performing and facilitating the committee's work.


Kindly accept our sincere regards

Committee member

 Eng. Raed Ibrahim AlMdihi

Committee member

 Eyad Tarek Alyehya

Chairman of the Committee

 Dr. Faisal Hamad Alsugir

