



## **Agenda**

## The Agenda

1. Voting on the Board of Directors report for the fiscal year ending on December 31, 2020.
2. Voting on the company auditor's report for the fiscal year ending on December 31, 2020.
3. Voting on the company's financial statements for the fiscal year ending on December 31, 2020.
4. Voting to appoint the company's auditor from among the candidates based on the audit committee's recommendation, to examine, review and audit the financial statements for the second, third and fourth quarters of the fiscal year 2021 and the first quarter of the fiscal year 2022, and determine their fees.
5. Voting on absolve the members of the Board of Directors from liability for the fiscal year ending on December 31, 2020.
6. Voting on the recommendation of the Board of Directors regarding the distribution of additional cash dividends to shareholders for the fiscal year ending on December 31, 2020 at a rate of 0.20 riyals per share and a total amount of 12 million riyals, equivalent to 2% of the company's capital, provided that the shareholders have eligibility for shares on the end of trading day of AGM and who are registered in the company's shareholders register with (Edaa) at the end of the second trading day following the maturity date, Note that the date and method of distribution will be announced later.
7. Voting to pay a reward to the members of the Board of Directors, with a total amount of 1.8 million riyals, at a rate of 200 thousand riyals for each member for the fiscal year 2020.
8. Vote to authorize the Board of Directors to distribute interim cash dividends to shareholders on a semi-annual or quarterly basis for the fiscal year 2021.
9. Voting on the Board of Directors delegating the authority of the Ordinary General Assembly to the license mentioned in Paragraph (1) of Article (71) of the Companies Bylaw, for a period of one year from the date of approval of the General Assembly or until the end of the session of the authorized Board of Directors, whichever is earlier, in accordance with the conditions mentioned in the controls And the regulatory procedures issued in implementation of the Companies Law for listed joint stock companies.
10. Voting on the business deals and contracts to be executed between SASCO and Nahaz, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammad Alhudaithi and Mr. Sultan Mohammad Alhudaithi, the dealings with the Ustool Alnaql Company (a subsidiary company) leasing a site from the Nahaz Company by (annually 683,000 riyals) for one year to use as a headquarters and a residence for labor, based on non-preferential terms (attached).
11. Voting on the business deals and contracts to be executed between SASCO and Dakin Advertising Company, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammad, Mr. Majid Mohammed Al-Othman and Mr. Sultan Mohammad Alhudaithi, and these transactions consist of providing services and works in the field of advertising for one year. Noting that the amount of the transaction during the year 2020 amounted to 62 thousand riyals, based on non-preferential terms (attached).
12. Voting on business deals and contracts to be executed between SASCO and Mulkia Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Sultan Mohammed Alhudaithi, Mr. Suleiman Ali Alkhudair and Mr. Majed Mohammed Al-Othman, for the purpose of managing an

investment portfolio of SAR 50 million with Ahli Capital Investment Company, It ends with a written notice between the two parties, based on non-preferential terms (attached).

13. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases two stations (number 1 and 2) from Nahaz Investment Co. for an annual cost of SAR1.1 million and a period of ten years starting from 01/01/2018, subject to renewal, based on non-preferential terms (attached).
14. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (8) from Al-Madaen Star Group for an annual cost of SAR 300,000 and a period of ten years starting from 04/29/2020, based on non-preferential terms (attached).
15. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (10) from Al-adaen Star Group for an annual cost of SAR 800,000 and a period of ten years starting from 04/29/2020, based on non-preferential terms (attached).
16. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zaiti Petroleum Services Co. leases station number (11) from Al-Madaen Star Group for an annual cost of SAR 250,000 and a period of eight years starting from 01/05/2020, based on non-preferential terms (attached).
17. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi and Mr. Sultan Mohammed Alhudaithi, whereby Nahaz Investment Co. enters into a contract to purchase fuel from Zaiti Petroleum Services Co for one year, noting that the total contract value amounted to SAR 36 thousand in 2020, on non-preferential terms (attached).
18. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Al-Madaen Star Group enters into a contract to purchase fuel from Zaiti Petroleum Services Co. for one year, noting that the total contract value for 2020 amounted to SAR 49.13 thousand, on non-preferential terms (attached).
19. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Zawaya Real Estate Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed

Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Zawaya Real Estate Co. enters into a contract to purchase fuel from Zaiti Petroleum Services Co. for one year, noting that the total contract value for 2020 amounted to SAR 7.07 thousand, on non-preferential terms (attached).

20. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Fungate Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Majed Mohammed Al-Othman and Mr. Sultan Mohammed Alhudaithi, whereby Fungate Co. leases residential rooms within station number (2) from Zaiti Petroleum Services Co. for one year, noting that the total contract value for these deals amounted to SAR 24.78 thousand in 2020, on non-preferential terms (attached).
21. Voting on business and contracts that will be concluded between SASCO and Mulkia Investment Co., in which some members of the board of directors have an indirect interest in it, Mr. Ibrahim Mohammed Alhudaithi, Mr. Sultan Mohammed Alhudaithi, Mr. Suleiman Ali Alkhudair and Mr. Majed Mohammed Al-Othman, these dealings are a water supply agreement with Rogovi through an investment water fund for a period of three years as of December 2020, and there are no preferential terms in these businesses and contracts (attached).
22. Voting on the election of members of the Board of Directors from among the candidates (for the thirteenth session), which begins on June 30, 2021, for a period of three years ending on June 29, 2024 (CVs are attached).
23. Vote on forming the Audit Committee, defining its tasks, working controls and remuneration for its members for the thirteenth session that begins on June 30, 2021 for a period of three years ending on June 29, 2024, noting that the candidates are (CVs attached):
  - Mr. Majid Nasser Alsubaie (independent member).
  - Dr. Abdullah Sagheer Al-Hussaini (Non board member).
  - Mr. Ali Mohammed Ibrahim Alhudaithi (Non board member).



## **Audit Committee Report**



**Messers/ Shareholders of the Saudi Automotive Services Company (SASCO), the highly regarded;**

May Allah's Peace, Mercy and Blessings be upon you,

The Audit Committee is an independent committee formed by the decision of the General Assembly of the company based on the recommendation of the Board of Directors, based on the Saudi Companies Law and the corporate governance regulation issued by the Capital Market Authority and the list of work of the audit committee, and it is concerned with monitoring the company's business and verifying the integrity and integrity of the reports, financial statements and regulations. Its internal control, accounting policies, and supervision of the work of the internal audit and the external auditors. The committee held nine meetings during the 2020, noting that the following is among the responsibilities of the Audit Committee:

1. Review the preliminary and Annual Financial Statements prepared by the Company's Management. and give their opinion and recommendation to ensure their integrity, fairness and transparency
2. Review the accounting policies and accounting estimates in the significant matters contained in the company's financial reports and give their opinion and recommendation to the Board of Directors.
3. Review and evaluation of the internal control, financial and risk management systems.
4. Review the plan and reports of internal audit and follow up the status of agreed corrective actions related to IA observations, and supervision of the performance and activities of the Internal Audit team.
5. Recommend to the Board of Directors the nomination of the external auditors and their dismissal, determine their fees and evaluate their performance after verifying their independence, reviewing the scope of their work, terms of contracting with them and a plan the company's auditor and business
6. Review the results of regulatory reports and verify that the company has taken action.
7. Verify the company compliance with relevant regulations, policies and instructions.
8. Review the contracts and transactions proposed by the company with the relevant parties and submit its views on it to the Board of Directors.
9. Submit what it considers necessary to take action to the Board of Directors and make recommendations on the actions to be implemented.

The Audit Committee held its meetings during 2020 to independently evaluate the effectiveness of the Internal Control System and to ensure confidence in the Financial Statements, also reviewed the main operational, financial and administrative risks that the company may face, analysis and evaluation of the solutions and treatments required to ensure the safety of the company's operations, as the review was conducted in a periodic and continuous manner. Through the committee's knowledge of the reports of the internal audit department and in the light of what was studied, it was found that the examination generally covered the main and important work and activities of the company and its various departments, and The results of the inspection carried out on the internal control systems at the level of the company and its departments and operations showed that there is no fundamental deficiency in the internal control systems that require disclosure, With a number of observations and improvement opportunities included in the internal audit reports that were presented to the company's executive management and agreed with corrective plans to address those observations, The results of the review process also indicated that risk management had developed risk identification and evaluation procedures and controls aimed at managing those risks in a transparent and timely manner to ensure the integrity of the company's operational and financial operations.



**Naser Abdullah Al-Awfi**  
**Head of Audit Committee**



## **Business deals and contracts**





**Date:**

**30/08/1442**

**12/04/2021**

**Dear shareholders**

**Saudi Automotive Services Company (SASCO)**

Greetings,

Based on the requirements of Article (71) of the Companies Bylaw, which states "It is not permissible for a member of the Board of Directors to have any direct or indirect interest in the business and contracts that are made for the account of the company except with a license from the Ordinary General Assembly, in accordance with the controls laid down by the competent authority, and for a member of the Board of Directors. The management is to inform the board of its direct or indirect interest in the business and contracts that are carried out for the company's account, and this notification is recorded in the minutes of the meeting. This member may not participate in voting on the decision issued in this regard in the board of directors and shareholders' assemblies. The management of the Ordinary General Assembly when it convenes for business and contracts in which one of the board members has a direct or indirect interest in it. The notification shall be accompanied by a special report from the company's external auditor.

Accordingly, the Board of Directors would like to inform the AGM of the transactions that took place during the fiscal year ending on 31/12/2020 and request a vote on renewing the license for these transactions for the next year.

Best regards.

**Ibrahim Mohammed Al-Hadithi**

**Chairman of Board of Directors**







## **Business deals and contracts**

1. Voting on the business deals and contracts to be executed between SASCO and Nahaz, in which Mr. Ibrahim Mohammad Alhudaithi (Non-executive member), and Mr. Sultan Mohammad Alhudaithi (executive member) owned each (0.02%) of its capital, the dealings with the Ustool Alnaql Company (a subsidiary company) leasing a site from the Nahaz Company by (683,000 riyals) to use as a headquarters and a residence for labor, based on non-preferential terms (attached).□
2. Voting on the business deals and contracts to be executed between SASCO and Dakin Advertising Company, in which Mr. Ibrahim Mohammad Alhudaithi (Non-executive member), owns a share of 33.34% of its capital, Mr. Majid Mohammed Al-Othman (non-executive member) owns (33.33%) of its capital, and Mr. Sultan Mohammad Alhudaithi (executive member) owns a share of (33.33%) of its capital, and these transactions consist of providing services and works in the field of advertising. That the amount of the transaction during the year 2020 amounted to 62 thousand riyals, based on non-preferential terms (attached).
3. Voting on business deals and contracts to be executed between SASCO and Mulkia Investment Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) holding a stake of 17.67% of company capital, Mr. Sultan Mohammed Alhudaithi (executive member) holding a stake of 21.45% of capital, Mr. Suleiman Ali Alkhudair (non-executive member) holding a stake of 0.67% of company capital, and Mr. Majed Mohammed Al-Othman (non-executive member) with a stake of 0.67% of company capital, for the purpose of managing an investment portfolio of SAR 50 million with Ahli Capital Investment Company, based on non-preferential terms (attached).
4. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) and Mr. Sultan Mohammed Alhudaithi (executive member) holding a stake of 0.02% of the capital each, whereby Zaiti Petroleum Services Co. leases two stations (number 1 and 2) from Nahaz Investment Co. for an annual cost of SAR1.1 million, based on non-preferential terms (attached).
5. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns 97.75 % of its capital, Board Member of Al-Madaen Star Group Mr. Majed Mohammed Al-Othman (non-executive member), and Board Member of Al-Madaen Star Group Mr. Sultan Mohammed Alhudaithi (executive member), whereby Zaiti Petroleum Services Co. leases station number (8) from Al-Madaen Star Group for an annual cost of SAR 300,000, based on non-preferential terms (attached).
6. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns 97.75% of its capital, Board Member of Al-Madaen Star Group Mr. Majed Mohammed Al-Othman (non-executive member), and Board Member of Al-Madaen Star Group Mr. Sultan Mohammed Alhudaithi (executive member), whereby Zaiti Petroleum Services Co. leases station number (10) from Al-adaen Star Group for an annual cost of SAR 800,000, based on non-preferential terms (attached).



7. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns 97.75% of its capital, Board Member of Al-Madaen Star Group Mr. Majed Mohammed Al-Othman (non-executive member), and Board Member of Al-Madaen Star Group Mr. Sultan Mohammed Alhudaithi (executive member), whereby Zaiti Petroleum Services Co. leases station number (11) from Al-Madaen Star Group for an annual cost of SAR 250,000, based on non-preferential terms (attached).
8. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Nahaz Investment Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) and Mr. Sultan Mohammed Alhudaithi (executive member) owning 0.02% of its capital each, whereby Nahaz Investment Co. enters into a contract to purchase fuel from Zaiti Petroleum Services Co. on non-preferential terms, noting that the total contract value amounted to SAR 36 thousand in 2020 (attached).
9. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Al-Madaen Star Group, in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns direct and indirect shares of 97.75% of its capital, Managing Director of Al-Madaen Star Group Mr. Majed Mohammed Al-Othman (non-executive member), and Board Member of Al-Madaen Star Group Mr. Sultan Mohammed Alhudaithi (executive member), whereby Al-Madaen Star Group enters into a contract to purchase fuel from Zaiti Petroleum Services Co. on non-preferential terms, noting that the total contract value for 2020 amounted to SAR 49.13 thousand (attached).
10. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Zawaya Real Estate Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns 42.96% of its capital, Board Member of Zawaya Real Estate Co. Mr. Majed Mohammed Al-Othman (non-executive member) who owns 0.29% of capital, and Board Member of Zawaya Real Estate Co. Mr. Sultan Mohammed Alhudaithi (executive member) who owns 1.8% of capital, whereby Zawaya Real Estate Co. enters into a contract to purchase fuel from Zaiti Petroleum Services Co. on non-preferential terms, noting that the total contract value for 2020 amounted to SAR 7.07 thousand (attached).
11. Voting on business deals and contracts to be executed between Zaiti Petroleum Services Co. (subsidiary) and Fungate Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) who owns direct and indirect shares of 97.75% of its capital, Managing Director of Fungate Co. Mr. Majed Mohammed Al-Othman (non-executive member), and Board Member of Fungate Co. Mr. Sultan Mohammed Alhudaithi (executive member), whereby Fungate Co. leases residential rooms within station number (2) from Zaiti Petroleum Services Co. on non-preferential terms, noting that the total contract value for these deals amounted to SAR 24.78 thousand in 2020 (attached).
12. Voting on business and contracts that will be concluded between SASCO and Mulkia Investment Co., in which Mr. Ibrahim Mohammed Alhudaithi (non-executive member) holding a stake of 17.67% of company capital, Mr. Sultan Mohammed Alhudaithi (executive member) holding a stake of 21.45% of capital, Mr. Suleiman Ali Alkhudair (non-executive member) holding a stake of 0.67% of company capital, and Mr. Majed Mohammed Al-Othman (non-executive member) with a stake of 0.67% of company capital, and these dealings are a water supply agreement with Rogovi through an investment water fund, and there are no preferential terms in these businesses and contracts (attached).

**TO THE SHAREHOLDERS  
SAUDI AUTOMOTIVE SERVICES CO.  
(A Saudi joint stock company)**

***Limited assurance report on declaration submitted by the chairman of the Board of Directors' to the shareholders of Saudi Automotive Services Co.***

We have undertaken a limited assurance engagement in the respect of the accompanying declaration of related party transactions and contracts for the year ended 31 December 2020 relating to Saudi Automotive Services Co. (the "Company") prepared by the chairman of the Board of Directors of the Company in accordance with the applicable criteria mentioned below so as to comply with the requirements of Article 71 of the Regulations for companies (the "Declaration").

***Subject matter.***

The subject matter for our limited assurance engagement is the Declaration prepared by the management of the Company and approved by the Chairman of the Board of Directors as attached to the report and submitted to us.

***Criteria.***

The applicable criteria (the "Criteria") is the requirement of Article 71 of Regulations for Companies issued by the Ministry of Commerce (2015-1437H) and subsequent amendments made therein which states that any member of the Board of Directors (the "Board") with any interest, both directly or indirectly, in the transactions or contracts made for the account of the Company shall declare such interests for the approval of a general assembly of the Company. The Board member must notify the Board of such interest and excuse himself in vote by the Board to approve such transactions or contracts. The Chairman of the Board will notify the general assembly of transactions and contracts in which a member of the Board has a direct or indirect interest.

***Management's responsibility.***

Management of the Company is responsible for the preparation of the Declaration in accordance with the Criteria and ensuring its completeness. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation of the Declaration that is free from material misstatement, whether due to fraud or error.

***Our Independence and Quality Control.***

We have complied with the independence requirements of the code of professional conduct and ethics, endorsed in the Kingdom of Saudi Arabia, and the ethical requirements that are relevant to our limited assurance engagement in the Kingdom of Saudi Arabia, which include independence and other requirements founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

the firm applies International Standard on Quality Control 1, as endorsed in the Kingdom of Saudi Arabia, and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.



**Limited Assurance Report on Declaration Submitted By the Chairman of The Board Of Directors'  
To The Shareholders of Saudi Automotive Services Co. (Continued)**

*Our responsibility.*

Our responsibility is to express a limited assurance conclusion on the Declaration based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements 3000 (Revised), 'Assurance Engagements Other Than Audits or Reviews of Historical Financial Information', as endorsed in the Kingdom of Saudi Arabia. This standard requires that we plan and perform this engagement to obtain a limited assurance about whether anything has come to our attention that causes us to believe that the Company has not complied with the applicable requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration, for the year ended 31 December 2020.

The procedures selected depend on our judgment, including the assessment of risks such as failure of systems and controls, whether due to fraud or error. In making those risk assessments, we consider internal controls relevant to the Company's compliance with the requirements of Article 71 of the Regulations for Companies in the preparation of the declaration. Our procedures included examining, on a test basis, evidence supporting systems and controls in respect of the preparation of the Declaration in accordance with the requirements of Article 71 of the Regulations for Companies.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our limited assurance conclusion.

*Summary of work performed.*

We have planned and performed the following procedures to obtain limited assurance over the Company's compliance with the requirements of Article 71 of the Regulations for Companies in the preparation of the Declaration:

- Discussed with the Company's management the process for conducting business and entering into contracts with any of the Board members, either directly or indirectly, with the Company which includes that the Board member notifies the Board on the transactions and contracts entered into by the Company, in which the Board member may have any interest, either directly or Indirectly, and further that the concerned Board member will not vote on the resolution issued in this regard at the meetings of the Board and the shareholders, and resolutions will be passed annually.
- Obtained the accompanying Declaration ("Appendix 1") that includes the lists of all transactions and contracts entered into by any of the Board members of the Company, either directly or indirectly, with the Company during the year ended 31 December 2020.
- Reviewed the minutes of the board meetings that indicates that the concerned board member notified the board on the transactions and agreements entered into by that board member during the year ended 31 December 2020; and further that the concerned board member did not vote on the resolution issued in this regard at the meetings of the Board.
- Reviewed the confirmations obtained from the concerned board members on the business and contracts participated by the board members, either directly or indirectly, during the year ended 31 December 2020.
- Tested the consistency of the transactions included in the Declaration with the disclosure in Note 13 to the Company's audited financial statements for the year ended 31 December 2020.

**Limited Assurance Report on Declaration Submitted By the Chairman of The Board Of Directors'  
To The Shareholders of Saudi Automotive Services Co. (Continued)**

***Inherent limitations.***

Our procedures regarding systems and controls relating to the preparation of the Declaration in accordance with the requirements of Article 71 of the Regulations for Companies, are subject to inherent limitations and, accordingly, errors or irregularities may occur and not be detected. Furthermore, such procedures may not be relied upon as evidence of the effectiveness of the systems and controls against fraudulent collusion, especially on the part of those holding positions of authority or trust.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement under ISAE 3000 (Revised) as endorsed in the Kingdom of Saudi Arabia. Consequently, the nature, timing and extent of the procedures outlined above for gathering sufficient appropriate evidence were deliberately limited relative to a reasonable assurance engagement, and therefore less assurance is obtained with a limited assurance engagement than for a reasonable assurance engagement.

Our procedures did not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements as endorsed in the Kingdom of Saudi Arabia and accordingly we did not express an audit or a review opinion in the relation to the adequacy of system and controls.

This conclusion relates only to the Declaration for the year ended 31 December 2020 and should not be seen as providing assurance as to any future dates or periods, as changes to systems or controls may alter the validity of our conclusion.

***Limited assurance conclusion.***

Based on our work described in this report, nothing has come to our attention that cause us to believe that the Company has not complied, in all martial respects, with the applicable requirements of Article 71 of the Regulations for the Companies in the preparation of the Declarations of related party truncations for the year ended 31 December 2020.

***Restriction of use.***

This report, including our conclusion, has been prepared solely upon the request of the management of the Company, to assist the company and its Chairman of the Board of Directors in fulfilling their reporting obligations to the General Assembly in accordance with Article 71 of the regulations for the companies. The report should not be used for any other purpose or be distributed to or otherwise quoted or referred to, without our prior constant to any other parties other than the Ministry of Commerce, Capital Market Authority and the shareholders of the Company.



**AlAzem, AlSudairy, Al Shaikh & Partners  
Certified Public Accountants**



**Abdullah AlAzem  
License Number. 335**

12 Shaban 1442H (25 March 2021)  
Riyadh, Saudi Arabia



(Saudi Public Shareholding Company)

Below Limited examination for the personal interest on business and contracts that is for the company account, and that is according to the provisions of Article (71) from Companies Law and the article (27) from the Corporate Governance Regulations that issued from Capital Market Authority.

For the year ended on 31 December 2020.

### List of Business and contracts that have done during the year that ended on 31 December 2020:

There are business and contracts to which some of the board members have interest as follows:

Entity	Business/Contract	Related Party	Description	Contract Period
Nehaz Investment Co.	Lease contract signed by Nehaz Investment Co. to be used as a head office of Transport Fleet Co. (affiliate) and staff accommodation.	<b>Ibrahim Mohammed Alhudaithi</b> (Board Member, owns 0.02% of the capital) <b>Sultan Mohammed Alhudaithi</b> (Board Member, owns 0.02% of the capital)	Contract value SR 683.000 annually.	One year
Daken Media Co.	Providing services and works in media and advertisement	<b>Ibrahim Mohammed Alhudaithi</b> (Owns 33.34% of the capital) <b>Majed Mohammed Alothman</b> (Owns 33.33% of the capital) <b>Sultan Mohammed Alothman</b> (Owns 33.33% of the capital)	Media and Advertisement with the amount of SR 62.000	One year
Maleeka Investment Co.	Management of investment portfolior with Alahli Financial Company.	<b>Ibrahim Mohammed Alhudaithi</b> (a board member owns 17.67% of the capital) <b>Suliman Ali Alkhudair</b> (Owns 0.67 % of the capital) <b>Majed Mohammed Alothman</b> (Owns 0.67% of the capital) <b>Sultan Mohammed Alothman</b> (Owns 21.45 % of the capital)	Contract for the management of a portfolio with the amount of SR _____ Million Riyal	Ends with a 30 days written notice  There are no transactions during 2020
Nehaz Investment Co.	Leasing station No. (1-2) by Zeiti Company for Petroleum Services from Nehaz Investment Co.	<b>Ibrahim Mohammed Alhudaithi</b> (a board member in Nehaz Investment Company owns 0.02% of the capital) <b>Sultan Mohammed Alhudaithi</b> (a board member in Nehaz Investment Company owns 0.02% of the capital)	Contract value: 1.1 Million Riyal annually	Ten years as of 01/01/2018G, renewable
Madaen Star Real Estate Co.	Leasing station No. (8) by Zeiti Company for Petroleum Services from Madaen Star Real Estate Co.	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of Madaen Star Real Estate Co. owns a direct and indirect share of 97.75% of the capital) <b>Majed Mohammed Alothman</b> Member in Madaen Star Real Estate Co. BoDs <b>Sultan Mohammed Alhudaithi</b> Member in Madaen Star Real Estate Co. BoDs	Contract value: SR 300.000 annually	10 years
Zawaya Real Estate Co.	Leasing station No. (9) by Zeiti Company for Petroleum Services from Madaen Star Real Estate Co.	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of Zawaya Real Estate Co. owns a direct and indirect share of 42.96% of the capital) <b>Majed Mohammed Alothman</b> Member in Zawaya Real Estate Co. BoDs, and owns 0.29% of the capital <b>Sultan Mohammed Alhudaithi</b> MD of Zawaya Real Estate Co. and owns 1.8% of its capital.	Contract value: SR 300.000 annually	Evacuated on 31/01/2020G
Madaen Star Real Estate Co.	Leasing station No. (10) by Zeiti Company for Petroleum Services, from Madaen Star Real Estate Co.	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of Madaen Star Real Estate Co. and owns a direct and indirect share of 97.75% of its capital) <b>Majed Mohammed Alothman</b> Member in Madaen Star Real Estate Co. BoDs <b>Sultan Mohammed Alhudaithi</b>	Contract Value: SR 800.000 annually and renewed for SR 1.000.000 annually	Five years from 29/04/2015G. The Contract was

(Saudi Public Shareholding Company)

Below Limited examination for the personal interest on business and contracts that is for the company account, and that is according to the provisions of Article (71) from Companies Law and the article (27) from the Corporate Governance Regulations that issued from Capital Market Authority.

For the year ended on 31 December 2020.

		Member in <b>Madaen Star Real Estate Co. BoDs</b>		renewed for 10 years from 29/04/2020G
<b>Madaen Star Real Estate Co.</b>	Leasing station No. (11) by <b>Zeiti Company for Petroleum Services</b> , from Madaen Star Real Estate Co.	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of <b>Madaen Star Real Estate Co.</b> and owns a direct and indirect share of 97.75% of its capital) <b>Majed Mohammed Allothman</b> Member in <b>Madaen Star Real Estate Co. BoDs</b> <b>Sultan Mohammed Alhudaithi</b> Member in <b>Madaen Star Real Estate Co. BoDs</b>	Contract Value: SR 250.000 annually. The Contract was renewed for SR 350.000 annually.	The contract is annual and was renewed for 8 years from 01/05/2020
<b>Nehaz Investment Co.</b>	Procurement of fuels from <b>Zeiti Company for Petroleum Services</b> by <b>Nehaz Investment Co.</b>	<b>Ibrahim Mohammed Alhudaithi</b> (a board member in Nehaz Investment Company owns 0.02% of the capital) <b>Sultan Mohammed Alhudaithi</b> (a board member in Nehaz Investment Company owns 0.02% of the capital)	Fuel procurement for 2020 amounted SR 36.000	One year
<b>Madaen Star Real Estate Co. Group</b>	Procurement of fuels from <b>Zeiti Company for Petroleum Services</b> by <b>Madaen Star Real Estate Co. Group</b>	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of <b>Madaen Star Real Estate Co. Group</b> , and owns a direct and indirect share of 97.75% of its capital) <b>Majed Mohammed Allothman</b> MD of <b>Madaen Star Real Estate Co. Group</b> BoDs <b>Sultan Mohammed Alhudaithi</b> Member in <b>Madaen Star Real Estate Co. Group</b> BoDs	Fuel procurement for 2020 amounted SR 49.13	One year
<b>Zawaya Real Estate Co.</b>	Procurement of fuels from <b>Zeiti Company for Petroleum Services</b> by <b>Zawaya Real Estate Co.</b>	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of <b>Zawaya Real Estate Co.</b> owns a direct and indirect share of 42.96% of the capital) <b>Majed Mohammed Allothman</b> Member in <b>Zawaya Real Estate Co. BoDs</b> , and owns 0.29% of the capital <b>Sultan Mohammed Alhudaithi</b> MD of <b>Zawaya Real Estate Co.</b> and owns 1.8% of its capital.	Fuel procurement for 2020 amounted SR 7.07	One year
<b>Joy Gate Co.</b>	Leasing (10) residential rooms in station No. (2) by <b>Joy Gate Co.</b>	<b>Ibrahim Mohammed Alhudaithi</b> (Chairman of <b>Zawaya Real Estate Co.</b> owns a direct and indirect share of 97.75% of its capital) <b>Majed Mohammed Allothman</b> MD of <b>Joy Gate Co.</b> <b>Sultan Mohammed Alhudaithi</b> A member in <b>Joy Gate Co. BoDs.</b>	Amounting SR 24.78 during 2020	One year
<b>Maleeka Investment Co.</b>	Water supply agreement with <b>Rugove Co.</b> through Investment Water Fund	<b>Ibrahim Mohammed Alhudaithi</b> (a board member owns 17.67% of the capital) <b>Suliman Ali Alkhudair</b> (Owns 0.67 % of the capital) <b>Majed Mohammed Allothman</b> (Owns 0.67% of the capital) <b>Sultan Mohammed Allothman</b> (Owns 21.45 % of the capital)	There is no transactions during 2020	3 years



**CV's**

**Board of Director**

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Sultan Abdulsalam Ibrahim Abdulsalam</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>17-03-1984</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	Law	November 2020	Doblin		
2	Master	Law	May 2010	Alynoy		
3	Bachelor	Law	May 2005	King Abdulaziz university		
3. Experiences of the Nominated Member						
Period	Experiences					
2003 - 2005	Lawyer					
2005 – 2007	Training at CMA					
2011 – 2011	Training					
2011 – 2012	Legal Advisor					
2013 – up to date	Lecturer					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Khalid Abdulrahman Ali Alkhudairi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>20-09-1406</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Business Management	2014	King Abdulaziz University		
2	Master	Business Management	2019	IE University Madrid, Spain		
3	Diploma	HR	2011	CIPD		
4	SPHRi	HR	2010	SHRM		
5	Certified Prof.	Strategic	2018	Bladium consultant		
3. Experiences of the Nominated Member						
Period	Experiences					
2019 – up to date	General manager – national center					
2017 – 2019	General manager - alwataniya					
2017 - 2018	Advisor – Volkswagen					
2015 – 2017	General manager HR and support – Volkswagen					
2011 – 2015	HR manager – alfaysaliya					
2004 – 2011	Different administration jobs					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Tahloof alawfaq	Business	Non-executive	Personal	-	Limited



2	Nokhba alkhaliej	Consultant	Non-executive	Personal	-	Limited
3	Jolob meed	Medical insurance	independent	personal	Head of nominations & remuneration	Limited
4	Atheeb telecom union	Telecom	Independent	Personal	Member of nominations & Remuneration	Public contribution
5	Tabook agricultural development	Consumer goods	Independent	Personal	-	Public contribution

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Asma Talal Jameel Hamdan</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>16 -9-1985</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business management	2011	Prince Sultan university		
2	Bachelor	Business management	2007	King Saud University		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2016 – 2020	Executive manager – FlyNas					
2011 – 2016	Project management - HP					
2007 - 2011	Dar alwaraq					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Dar alwaraq	Paper and Advertising	non-executive	Representative of legal partners	-	Limited
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Abdulaziz Mohammed Abdulaziz Alseedes</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>12-5-1974</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	English literature	1998	King Saud University		
2	Diploma	Management	2012	Lester University		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
8/1998 – 1/2000	Teacher					
1/2000 – 11/2001	Teacher – BAE systems					
11/2001 – 8/2005	Examiner – BAE systems					
8/2005 – 10/2006	Records manager – rajhi bank					
10/2006 – 4/2008	Transaction head – rajhi bank					
4/2008 – 12/2020	Chief executive – rajhi insurance					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Ahmed Tarig Abdulrahman murad</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>21-10-1961</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Professional advisor	Civil ENG	2020	Saudi council of ENG		
2	Master	Administration and finance	1988	San Francisco University		
3	Bachelor	Civil ENG	1984	Polytechnic collage		
3. Experiences of the Nominated Member						
Period	Experiences					
2010 – up to date	Management - Saudi united fertilizer Co.					
2008 – 2010	Management - Nesma Holding Co.					
2006 – 2008	Management - Alkhabeer capital					
2000 – 2006	Finance - Shamil bank of bahrain					
1989 - 2000	Project consultant - Saudi consult					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Salama insurance	insurance	Independent	Personal	-	Contribution
2	Anaam alqabeda	Food test	Non- board of director	Personal	Oudit committee	Contribution
3	Alasaeda united saudi	Agricultural materials	Executive	Personal	-	limited

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Abdulali Moahmmed Abdulali Alajami</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>9-9-1405</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Civil ENG	2012	Darbi university		
2	Diploma	CIVIL ENG	2011	Darbi university		
3	Diploma	CIVIL and architectural technique	2006	Technical collage		
3. Experiences of the Nominated Member						
Period	Experiences					
2018 – up to date	Department manager – abdulali alajami Co.					
2017 – 2018	Vice manager – abdulali alajami Co.					
2014 – 2016	Project coordinator – abdulali alajami Co.					
2013 – 2014	Project engineer – abdulali alajami Co.					
2012 - 2013	Design engineer – golden engineer ltd					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Alaqariya	Real estate	independent	Personal	Head of nominations & Remuneration	-
2	alaqariya	contractor	Independent	Representative	oudit committee head	-



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Mohammed Abdullah Saleh Alghamdi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>9-11-1964</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Management	1988	King Fahad University		
2	CPA	CPA	1996	California		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
5/2018 – 4/2019	CFO oil chemical					
1/2017 – 4/2018	GM SABIC Investment					
4/2010 – 12/2016	GM SABIC business support					
3/2004 – 4/2010	GM SABIC financing					
9/2002 - 2/2004	GM SABIC Zakat and Taxes					
9/2004 – 2/2008	Board Member National Gas Co.					
6/2007 – 6/2009	Board Member Kayam Co.					
6/2017 – 7/2019	Board Member Iron Co.					
3/2019 – 5/2019	Board Member Moritani Saudi Co.					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	-					

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Thamir Mousfer Awad Alwadi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>28-02-1404</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business	2016	Yamama University		
2	Bachelor	Business	2014	Imam Mohamed Un.		
3	Diploma	Accounting	2006	Public Administration In.		
3. Experiences of the Nominated Member						
Period	Experiences					
2006 - 2013	SAMBA Audit vice manger					
2013 - 2014	Assistant manager – alenma bank					
2014 - 2017	Assistant manager – first bank					
2017 – 2018	CEO – alyusr for finance					
2018 - 2019	American express – Audit CEO					
2019 – 2019	SAMBA – audit program manager					
2019 – up to date	Customs authority – general manager					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Metlife insurance company	Insurance	Independent	Personal	Audit committee member	Listed

2	Arab national bank	banking	Independent	Personal	Head of Audit committee	listed
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## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Musab Abdulrahman Eid Aljuaid</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>08/06/1986</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	Accounting	2017	Durham Uni.		
2	Master	Accounting	2011	Bangor Uni.		
3	Bachelor	Law	2020	King Abdulaziz Univ.		
4	Bachelor	Accounting	2008	Um Algura Univ.		
5	Fellowship	Accounting	2011	SOCPA		
3. Experiences of the Nominated Member						
Period	Experiences					
1/2020 – up to now	Membership vice manager SOCPA					
1/2019 – 12/2019	Head of Accounting Section Um Algura Univ.					
2012/5 – 12/2019	Lecturer Um Algura Univ.					
1/2012 – 4/2012	Audit A&Y					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Organic Acids Co.	Acids	-	personal	Audit Committee	Join Stock
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Majeed Abdulrahman Naseer Aleselan</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>20-10-1401</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business management	2007	American international university		
2	Master	banking	2005	Riyadh bank		
3	Bachelor	Accounting	2003	King saud university		
3. Experiences of the Nominated Member						
Period	Experiences					
2019 – up to date	CEO – cement company					
2016 – 2019/6	Assistant CEO – cement company					
2014 – 2016	CFO – cement company					
2012 – 2014	CFO – cement company					
2004 – 2012	Corporate banking – Riyadh bank					
2003 - 2004	Finance department - Saudi france bank					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Ajal company	Financing	Independent	Personal	-	Joint stock
2	Madina cement	Cement production	Executive	Personal	-	Joint stock
3	Gas distribution company	Gas distribution	Independent	Personal	-	Joint stock

4	Abdullatif for industrial investment	Industrial investment	Independent	Personal	-	Joint stock
5	Makamen saudia	Oil and gas services	Independent	Personal	-	Joint stock

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Mohammed Sakit Mushin Alshamary</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>25-10-1392</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Business	1433	Imam Mohammed Uni.		
2	Master	Business	2016	London Business School		
3	Certificate	strategic	2011	MIT		
3. Experiences of the Nominated Member						
Period	Experiences					
2018 – up to now	Communication & IT GM – Riyadh Airport co.					
2010 – up to now	Partner Tools and solution co.					
2017 – 2018	IT CEO ZAKAT Athority					
2016 – 2017	Communication & IT GM – MODON					
2015 - 2016	Solution GM Mobaily					
2014 – 2015	Projects GM Mobaily					
2010 – 2014	Strategic Dept. Mobaily					
2005 – 2010	Data Centers Manager Mobaily					
2007 – 2008	GM Mobaily					
1995 - 2005	Deferent Jobs					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity,	Membership of committees	Legal form of the company

				<b>representative of legal personal)</b>		
1	Tools and solution co.	Business Services	non-executive	personal		limited
2	Tools and solution co.	Business Services	non-executive	personal		limited
3	Payment Co.	Business Services	non-executive	personal		limited



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Abdelmalik Abdallah Abdelrahman Ismael</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1960</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	IT	1984	KFUPM		
2	Master	Economy	2000	King Faisal University		
3	ITIL	ITIL	2016	SMSS		
4	TOGAF	TOGAF	2016	TOGAF		
5	Expert	ISO	2017	ISO		
3. Experiences of the Nominated Member						
Period	Experiences					
1984-1986	Programmer in King Faisal University					
1956-2006	IT vice manager					
2006-2021	IT manager – National Guard					
	-					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

### 1. Personal Data of the Nominated Member

<b>Full Name</b>	<b>Ibrahim Mohammed Ibrahim Alhudaithi</b>		
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>11/7/1381</b>

### 2. Academic Qualifications of the Nominated Member

No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications
1	Secondary school			
2				
3				

### 3. Experiences of the Nominated Member

Period	Experiences
1983	Founder of Madaen Star Contracting
1989	Madaen Star car services
1993	Madaen Star for Investment and Real State
1995	Madaen Star Tourism Agency and Madaen Star date factory
2004	Madaen Star Security Services and Madaen Star entertainment

### 4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:

No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Chairman of Madaen Star Company	Contracting and Real State				
2	Aquan Real state company	Real State				
3	Balda Company	Real State				
4	Zawaya Real state company	Real State				

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Majid Mohammed Hassan Al Othman</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1/7/1386</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Secondary School					
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
1404	Founder of Madaen Star Real state					
1410	Madaen Star car services					
1414	Madaen Star for Investment and Real State					
1995	Madaen Star entertainment					
2005	Madaen Star Security Services					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Madaen Star Group	Real state and contracting				
2	Ibrahim Mohammed Alhudaithi Investment	Real state				
3	Balda Company	Real state				
4	Zawaya Real state company	Real state				

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Sultan Mohammed Ibrahim Alhudaithi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>13/5/1404</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business Administration				
2	Bachelor	Accounting				
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2007	Zaiti Petrol Services Founder and CEO					
2008	CEO of Ibrahim Mohammed Alhudaithi Investment Company					
2010	Zawaya Vice Chairman and Founder					
2009	Vice Chairman and MD of SASCO					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Mulkia Investment Company	Stock share				
2	Zawaya Real state company	Real state				
3	Madaen Star Company	Real state and contracting				

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Riyadh Saleh Hamad Al Malik</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>16/10/1966</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Business Administration	1997	King Abdulaziz University		
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2009-2021	CEO of SASCO					
2005-2009	General manager of Tashelat Marketing					
2000-2005	Vice General Manager of Marketing of Riyadh Tamir Company					
1998-2000	Marketing Manager in Aqaria Saudi Company					
1997-1998	Sales Manager Intercontinental Hotel-Riyadh					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Zeib Company	Car rental	Independent	In personal		None Listed
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Mohammed Abdelrahman Mohammed Shafee</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>24/2/1970</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Electrical Engineering	1993	KFUPM		
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
1993-2021	Saudi Electricity Company					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving from it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member				
<b>Full Name</b>	<b>Fahad Ayed Saleh Al Shemry</b>			
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>18/7/1396</b>	
2. Academic Qualifications of the Nominated Member				
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications
1	Bachelor	Accounting	2000	Imam Saud Bin Mohammed University
2	SOCPA Fellowship	Accounting	2009	SOCPA
3	CMA Fellowship	Administration Accounting	2010	IMA-USA
4	Islamic Financing	Islamic Financing	2010	OUM
5	CFA Charter	Investment and Financing Analysis	2016	CFA Institute - USA
6	ECFO	Strategic Finance Administration	2018	Stanford University
7	Oxford Real state program	Real State	2018	Oxford University
8	IDP	Corporates Governance	2019-2020	INSEAD
9	COSO	Safety Control	2020	COSO Committee
10	SBLS	Business	2020	Stanford University
3. Experiences of the Nominated Member				
Period	Experiences			
3/4/2017 up to date	CFO National Housing Company			
20/4/2014 -30/3/2017	CFO of SPIMACO			
7/2012-3/2014	CFO of Maaden Aluminium Company			
4/2011-6/2012	Accounting services of SATORP			
10/2000-3/2011	Project manager + Finance specialist + Accountant of STC			
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:				

No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Al Muwasa Medical services	Medical services	independent	personal	Reward committee and nomination	Listed
2	Solidarity	Insurance	independent	Personal	Audit Committee	Listed
3	National Housing Development	National establishment	Non-executive	representative	Executive Committee – Audit Committee	Limited



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Abubaker Salem Abubaker Baabad</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1/12/1387</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Sharea	1413	Imam Mohammed Bin Saud University		
2	Fellowship	CFO	2018	Arabian British Academy		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
10 years	Analysis of listed company					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Wisam al ittihad contracting	Contracting of electricity company	Non-executive	personal		limited
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Suleiman Abdulaziz Abdulrahman Alzibin</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1-7-1394</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Accounting	1995	King Saud Uni.		
2	Master	Risk Management	2004	South Amiton Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
1995. - 2007	Deferent Jobs SABIC					
2007 – 2012	Deferent Jobs Alrajhi Bank					
2012 – 2015	Arajhi Bank CEO					
2015 – 2018	Deferent Jobs Ducher Finance					
2018 - 2020	Deferent Jobs Ministry of Social Development					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Paper Company	Industrial	independent	personal	Audit/Nimonation	Joint Stock
2	Lamal Company	Industrial	independent	personal		Joint Stock
3	Ghadat Almustagbal Co.	Centre	non-executive	personal		Limited
4	Alzibin for Cars	Car centre	non-executive	personal		Limited
5	Najm kadin	Marketing	non-executive	personal		Limited
6	Future House	development	non-executive	personal		Limited

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Nail Mohammed Kamil Faiz</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1395</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	program	Development	2012	London Business School		
2	program	Management	2011	Colombia Uni.		
3	program	Management	2010	Harvard Uni.		
4	Master	Business	2008	Aseen Umi,		
5	program	Banking	2005	Brawn Bronz Hariman		
6	Bachelor	Economy	2001	Lomar Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2016 – Up to now	CEO & Board member					
2020 – up to now	Consultant					
2016 – up to now	Consultant					
2014 – up to now	Board member					
2009 – 2016	CEO					
2001 - 2009	Aramco					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company

1	Saudi Cables	Industrial	independent	personal		Joint Stock
2	Solution Power	Consultant	executive	personal	Executive Committee	Limited
3	Saudi Injaz	Services	non-executive	personal	Executive Committee	Wagf Company

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Yousef Hamad Suleiman Alyousefi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>14-06-1402</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business	2010	Harvard Uni.		
2	Bachelor	Elec. Engineering	2003	Colorado Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2015 – up to now	Strategic Investment					
2013 – up to now	Investment					
2017 – 2020	Board member Lijam Co.					
2012 – 2015	Investment					
2012 - 2011	Investment consultation					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Fransi Bank	Banking	independent	personal	Nomination	Joint Stock
2	Med Gulf	Insurance	independent	personal	Nomination	Joint Stock
3	Saudi Post	Post Services	independent	personal	Exucative	Gov. Company
4	Saudi Airlines	Catering	independent	personal	Nomination	Joint Stock



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Ali Mohammed Ali Abalkhail</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>29-11-1972</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Gov. Administration	1420	Harvard Uni.		
2	Bachelor	Political Science	1415	King Saud Uni.		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
6 y	Vice chairman					
12 y	Secretary of Highness the Second Deputy					
1y	Secretary of Highness the President of the Council of Ministers					
1y	Secretary of the Department of Political Affairs					
1y	Secretary of Excellency the President of the Royal Court					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Nasir Abdulla Saleh Alofi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01-07-1375</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Accounting	1985	South Newhamsheer		
2	Master	Business	1985	South Newhamsheer		
3	Bachelor	Accounting	1980	King Saud Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
1995 -2006	CFO					
1991 – 1992	Vice CFO					
1990 – 1991	Auditor					
1988 – 1990	CFO					
1981 - 1988	Accounting Specialist					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	SASCO	Retail	non-executive	personal	Head of Audit Committee	Listed Company
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Fahad Saad Mohammed Alshoaibi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01-07-1376</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Business	1978	King Saud Uni.		
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
1979 – 2015	SABIC					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Lamal	Industrial	independent	in personal		limited
2	Technical Development	Technology	independent	in personal		limited
3	Paper Ind.	Basic materials	independent	in personal	Nomination	Join stock

## Form (1) C.V.

1. Personal Data of the Nominated Member				
<b>Full Name</b>	<b>Dr. Ahmed Soraj Abdulrahman khokeer</b>			
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>14-11-1968</b>	
2. Academic Qualifications of the Nominated Member				
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications
1	PHD	Chemical Engineering	2005	Colorado State University
2	MBA	Business	2004	Colorado State University
3	MSC	Chemical Engineering	1998	University of Tulsa
4	BSC	Chemical Engineering	1989	King Abdulaziz Uni.
5	Advance Certificate	Finance and Investment	2005	Colorado State University
6	Licensed Professional Engineer PE	Chemical Engineering	2006	Texas Board of Professional Engineers
7	Project Management Professional PMP	Project Management	2010	Project management institute-USA
8	Advanced Project Management Certificate	Project Management	2003	Colorado State University
9	Process Management Certificate	Project Management	2003	Colorado State University
10	Consultant Engineer	Chemical Engineering	2010	Engineer A.
11	Certified Arbitrator	Chemical Engineering	2021	Arbitrator Centre
12	Degree of : Fellow	Chemical Engineering	2017	American Institute of Chemical Engineers AIChE
3. Experiences of the Nominated Member				
Period	Experiences			
2009 – 2020	Founding member of King Abdullah University of Science and B 20 Technology KAUST -Thuwal\$. Responsible for the conceptional design, full design , construction and commissioning of all advanced research centers. Thuwal development projects including 7 schools, 7 mosques , roads, STP, utilities, heritage center. KAUST perimeter security system project, sonars, radars, crash rated barriers, vessels barriers, IDAS, full security systems.			

2006 - 2008	Founding member of YASREF refining complex in Houston, TX with two US companies Conoco-Philips and KBR
1990 - 2006	Different Aramco departments including refineries, facilities planning research and development, advisor to vice president
1990 - 1990	Petrolube lubes blending, complinece, perfomance certification
2020 – up to now	Chair, Fuels and Petrochemicals division of AIChE. First one from outside USA in the history of the institute for more than 110 years
2018 – up to now	Member of the Fellows Council of AIChE. First one from outside USA in the historyof the institute for more than 110 years
2005 – up to now	Deferent
2016	Member of Saudi Code
	Member of Abdulaziz university – Faculty of Engineering

**4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:**

No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Dr. Fahad Abdulla Hamed Alhuwaimani</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01-07-1397</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	Computer Science	1997	Bitsubarg Uni.		
2	Master	Computer Science	1996	Bitsubarg Uni.		
3	Master	Business	1992	Daiton Uni.		
4	Bachelor	Computer Science	1985	Sansanati Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2016 – up to now	CEO					
2004 – 2018	Advisor					
2000 – 2001	CEO					
1985 - 2000	Analysis					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Fawaz Suleiman Abdulaziz Alrajhi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>11-04-1979</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	IT	2002	KFUPM		
2	Bachelor	Accounting	2002	KFUPM		
3	Master	Business	2012	Stanford		
3. Experiences of the Nominated Member						
Period	Experiences					
2002 – 2009	Financing					
2009 – 2011	ALrajhi Capital					
2012 - 2021	investment					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Ras Alkhaimal Ceramic	Industrial	independent	in personal		Listed
2	ALrajhi United	Investment	executive	in personal		Joint Stock

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Majed Nasir Mohammed Alsubaie</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01/01/2002</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Economy	2002	King Saud Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2006 – 2009	Investment Manager					
2010 – 2021	Board member And committees member Alsubaie Co.					
2011 – 2021	CEO Alsubaie Co.					
2016 – 2020	Board member And committee member BIBD					
2018 - 2021	Audit committee member Alsubaie Co.					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Alriyadh for Tameer	Real State	independent	in personal		Joint Stock
2	Alriyadh for Tameer	Real State	independent	in personal	Executive	Joint Stock
3	Alsubaie Co.	Investment	independent	in personal		Joint Stock
4	Alsubaie Co.	Investment	independent	in personal	Audit	Joint Stock



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Khalid Suleiman Abdulaziz Alsuliman</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>17-05-1961</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	CPA	Accounting	1994	California Board		
2	Bachelor	Accounting	1987	King Saud Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2014 – 1997	Finance and Accounting					
1988 - 1992	Auditor and reporting					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Albaptain	Capital	independent	in personal	Audit	Joint Stock
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Talal Osman Abdulmohsen Almoammer</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>28-04-1401</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Business	2005	King Saud		
2	Master	Business	2010	Kardeef		
3	Fellowship	Insurance	2015	Chartered		
4	Fellowship	Risk Managment	2014	Insurance In.		
5	Fellowship	Administration	2013-2019	Insiad		
3. Experiences of the Nominated Member						
Period	Experiences					
2002 - 2005	Analyst					
2005 – 2012	Risk Management					
2012 – 2016	Head of risk Dept.					
2016 – 2020	Manager of risk Dept.					
2020 – up to now	Head of risk Dept.					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Cement Aljouf	Main materials	independent	in personal	Risk Committee	Join stock

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Majed Ahmed Ibrahim Alsoaig</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>12-06-1396</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Islamic Finance	2018	CIBAFI		
2	Master	Marketing	2006	Central Western University		
3	Bachelor	Japanese Language	2000	King Saud University		
4	CIB	Islamic Finance	2018	CIBAFI		
5	CISCAM	Finance Marketing	2018	CIBAFI		
6	CISTRAF	International trading	2018	CIBAFI		
7	CISCAM	Risk Management	2018	CIBAFI		
3. Experiences of the Nominated Member						
Period	Experiences					
2017 up to date	CEO of Talae Alriyadah Company					
2016-2017	Treasury Manager of Al Rajhi Bank					
2015-2016	Cooperate Unit					
1997-2015	Sales Manager-Riyadh Bank					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company

1	Wafa Insurance Company	Insurance	Independent	personal	Executive committee and Investment committee	Joint stock
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Dr. Khalid Mohammed Saleh Al Hajaj</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>1/7/1386</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	IT	2018	West England University		
2	Master	IT	2013	West England University		
3	CFE	CFE	2002	ACFE		
4	CIA	Internal Audit	2001	IIA		
5	Bachelor	Accounting	1991	King Saud University		
3. Experiences of the Nominated Member						
Period	Experiences					
2002 up to date	Founder and CEO of Diva Consultation Group					
1/2019-1/2020	President's advisor – Future University					
1993-2014	Founder and CEO of Diva Technology Group					
2009	Advisor – Consultative Assembly of Saudi Arabia					
2001-2002	Founder and General Manager of Jabl Swaj Factory					
6/1999-6/2001	General Audit - ARASCO					
11/1993-5/1999	Banking Controller - SAMA					
8/1992-11/1993	Banking Controller-SAMA					
1/1992-8/1992	Head of Marketing Section – Shares Registration Company					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive,	Nature of the membership (in personal capacity,	Membership of committees	Legal form of the company

			<b>non-executive, independent)</b>	<b>representative of legal personal)</b>		
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Rad Naser Saad AlQahtani</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>14/7/1977</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Electrical Engineering	2000	King Saud University		
3. Experiences of the Nominated Member						
Period	Experiences					
2000-2003	ENGINEERING					
2003-2006	ENGINEERING					
2006-2007	ENGINEERING					
2007-2009	Manager					
2009-2010	Planning Manager					
2010-2018	Planning Manager					
2018 up to date	Planning Manager					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Wafa Insurance	Insurance	independent	in personal	Investment/nomination	Joint Stock
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Yazid Abdulla Saeed Almubti</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>28-12-1981</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business	2007	Portland		
2	Bachelor	Ele. Engineering	2005	Origen State		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2007 - 2021	Central Area Manager for financing					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Faiz Abdullah Ayesh Mohammed Alzaidi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>13-01-1402</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	EMBA	01/09/2015	KFUPM		
2	Bachelor	Accounting	03/01/2006	KFUPM		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2018 – up to now	Audit Manager – Yanbu					
2015 – 2018	CFO Alrazi					
2009 – 2015	Finance Manager Alrazi					
2006 – 2009	Accountant					
2005 - 2005	Auditor					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Dr. Amro Khalid Abdulfatah Kurdi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>11-04-1979</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	Accounting	2010	North Texas		
2	Master	Accounting	2004	Arizona		
3	Bachelor	Accounting	2001	KFUPM		
3. Experiences of the Nominated Member						
Period	Experiences					
2019 – up to Date	CEO Dasr					
2017 – 2019	CEO Amiantite					
2013 – 2017	CAO KFUPM					
2010 - 2017	Lecturer KFUPM					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	STC	communication	independent	in personal	Audit	Joint stock
2	Military Industrial	Military Industrial	independent	in personal	Audit	Government o.
3	GE	Industrial	executive	representative of legal personal	Audit	Joint stock
4	Accountants In.	Licence	independent	in personal		Un profit In.

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Sultan Mohammed Abdulgader Garamish</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>18-03-1988</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Accounting	2015	King Abdulaziz		
2	Bachelor	Accounting	2010	King Abdulaziz		
3	SOCPA	Accounting	2015	SOCPA		
4	CIA	Auditing	2015	Calaifornia Ims.		
5	Researcher	Business	2020	Mirland		
6	Program	Language	2019	Siatel		
3. Experiences of the Nominated Member						
Period	Experiences					
2020 – up to date	Accounting Manager - Budget					
2015 – 2017	BDO					
2011 - 2015	Deferent Jobs of Accounting And Financing					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Wail Abdulrahman Hamad Albassam</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>14-01-1975</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business	2006	Bahreen Uni.		
2	Bachelor	language	1997	Imam Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2019 – up to now	Vice President – Aljazira Bank					
2014 – 2016	Vice President – Alrasheed Investment					
2008 – 2013	HR Manager - Alzamil					
1998 - 2005	Training Manager					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1						
2						

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Awaad Awad Eid Alotaibi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01/07/1397</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Project Engineering	2008			
2	Bachelor	Chemical Engineering	2003			
3	Board Member	Certificate	2020			
3. Experiences of the Nominated Member						
Period	Experiences					
2018 – up to date	CEO					
2017 – 2018	Vice CEO					
2016 – 2017	President					
2011 – 2016	Business Develop Manager					
2004 - 2011	Advisor					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Modon	Water Services	executive	in personal		limited
2	Aljazira en.	Water maintenance	executive	in personal		limited
3	Riyadh Water	Water Pro.	executive	in personal		limited
4	Enma Future	commercial	Non-executive	in personal		limited

## Form (1) C.V.

1. Personal Data of the Nominated Member						
Full Name	Jalban Mohammed Saad Aljaban					
Nationality	Saudi	Date of Birth	06/12/1981			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Development	2010	Lavirna Uni.		
2	Master	Development	2009	Lavirna Uni.		
3	Bachelor	Management	2004	Saud Uni.		
4	Diploma	Executive Leadership Program To airports	2019	ACI, JSMB-Concordia University USA		
5	Certified graduate	Airport operations	2019	ACI, Airports Council International		
6	Diploma	FINANCE	2018	INSEAD, Fontainebleau		
3. Experiences of the Nominated Member						
Period	Experiences					
2020 – up to now	CEO					
2017 – up to now	Vice CEO					
2015 – 2017	Advisor					
2013 – 2015	Advisor - Hay Group -Korn Ferry					
2012 - 2013	Advisor - Ey					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Almakatib	Management	independent	Personal	Executive/ Investment	Private

2	KKA City	Operation	independent	personal	Executive	Private
3	Bin Rushed	Operation	independent	personal	Executive/ Investment/Nomination	Private
4	KKA	Investment	executive	personal	Investment	Gov. Private

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Hatim Hamad Abdullah Alsuhaibani</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>06/06/1982</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Mech. Engineering	2008	King Saud Uni.		
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
5 y	Engineering					
5 y	Assets Management					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Saudi Export	Industrial	independent	in personal	Executive/Investment	Listed
2	Eian Investment		independent	in personal	Nomination	Listed



## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Mamdooh Suleiman Eid Almajed</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>07-07-1391</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Master	Business	2004	Lister Uni.		
2	Bachelor	Accounting	1995	King Saud Uni.		
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2010 – up to now	Certified Accountant					
1997 – 2010	Finance Controller					
1996 – 1997	Int. Audit					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	FLY Nas	aviation	independent	in personal	Audit	Joint stock
2	Fransi Bank	Banking	independent	in personal	Audit	Joint stock



**CV's**

**Audit Committee**

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Majed Nasir Mohammed Alsubaie</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>01/01/2002</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Economy	2002	King Saud Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2006 – 2009	Investment Manager					
2010 – 2021	Board member And committees member Alsubaie Co.					
2011 – 2021	CEO Alsubaie Co.					
2016 – 2020	Board member And committee member BIBD					
2018 - 2021	Audit committee member Alsubaie Co.					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Alriyadh for Tameer	Real State	independent	in personal		Joint Stock
2	Alriyadh for Tameer	Real State	independent	in personal	Executive	Joint Stock
3	Alsubaie Co.	Investment	independent	in personal		Joint Stock
4	Alsubaie Co.	Investment	independent	in personal	Audit	Joint Stock

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Dr. Abdullah Sageer Mohammed Alhusaini</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>20-06-1966</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	PHD	Accounting & Audit	2005	Kent Uni.		
2	Master	Accounting	1997	King Saud Uni.		
3	Bachelor	Accounting	1990	King Abdulaziz Uni.		
3. Experiences of the Nominated Member						
Period	Experiences					
2010 – up to now	Prince sultan university Students Affairs Dean					
2005- 2010	Finance Administration, HR					
2000 – 2005	Advisor					
1990 - 2000	Accounting & Audit					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Allianz Saudi Fransi	Insurance	independent	in personal	Audit, Nomination	Listed
2	Alkhaleej Training and Education Co.	Training and Education	independent	in personal	Audit	listed

## Form (1) C.V.

1. Personal Data of the Nominated Member						
<b>Full Name</b>	<b>Ali Mohamed Ibrahim Alhudaithi</b>					
<b>Nationality</b>	<b>Saudi</b>	<b>Date of Birth</b>	<b>22-08-1991</b>			
2. Academic Qualifications of the Nominated Member						
No.	Qualifications	Specialization	Date of obtaining the qualifications	The issuer of the qualifications		
1	Bachelor	Finance	2014	Arizona Uni.		
2						
3						
3. Experiences of the Nominated Member						
Period	Experiences					
2014 – 2016	Financial Analyst - Zawaya					
2018 – up to now	Consultant and member of the Investment Committee - Zawaya					
2016 – 2018	Deloitte & Touche / Operations Analyst - Operations and Consulting					
2018 – up o now	Business Develop Manager – Nahaz for investment					
4. Current membership in the board of directors of other joint stock companies (listed or non-listed) Or any other company, regardless of its legal form or committees deriving form it:						
No.	Company name	Main activity	Membership type (executive, non-executive, independent)	Nature of the membership (in personal capacity, representative of legal personal)	Membership of committees	Legal form of the company
1	Nahaz for investment	investment	executive	in personal	Executive, Audit	Joint stock
2						

# **Saudi Automotive Services Co. (SASCO)**

## **Bylaw of the Audit Committee**

### **Regulations and Procedures**

**For the work of the committee, its tasks, the rules for selecting its members, how to nominate them, their membership period, and their remuneration**

**Version 4,00**

**2018**





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## Regulation Information

### Modifications to the document

Date	By	Version	Nature of modification
15/07/2009	Audit Committee	0,1	Create the initial version
31/10/2009	Ahmed Almuzaina	0,2	Develop the initial version
24/10/2010	Ahmed Almuzaina	1,00	Create the initial version
15/12/2012	Audit Committee	2,00	Create the second version
25/04/2017	Amir Salim	3,00	Create the third version
08/10/2018	Audit Committee	4,00	Create the fourth version

### Document review

By	Position	Remarks
Riyadh Almalik	CEO	Review Fourth Version
Sultan Alhudaithi	Vice Chairman & MD	Review Fourth Version

### Approval of the document

Name	Position	Date
Board of director	SASCO	18/12/2018
AGM	SASCO	22/04/2019

### Save the document

Place	Numbers of Copy	Remarks
Secretary of the Board of Directors	1	Hard copy + soft copy
Internal Audit Department	1	Soft copy
Audit Committee	1	Hard copy + soft copy
Company website	1	Soft copy





## 1. General terminology

The words and terms mentioned in this guide have the meanings set forth below, unless the context requires otherwise:

<b>Regulation:</b>	<b>SASCO</b> Regulations and Procedures for the work of the committee, its tasks, the rules for selecting its members, how to nominate them, their membership period, and their remuneration
<b>Company:</b>	Saudi Automotive Services Co. ( <b>SASCO</b> )
<b>Board</b>	<b>SASCO</b> Board of Directors
<b>Managing Director:</b>	<b>SASCO</b> Managing Director
<b>CEO:</b>	<b>SASCO</b> Chief Executive Officer
<b>Internal Audit:</b>	<b>SASCO</b> Internal Audit
<b>Authority:</b>	Capital Market Authority
<b>Market</b>	Saudi Exchange
<b>Control System:</b>	The supervisory system for the company, whether financial, administrative or operational.
<b>Head of Committee:</b>	<b>SASCO</b> Head of Audit Committee.
<b>Member:</b>	<b>SASCO</b> Board Member or Committees Member.
<b>Independent Member:</b>	A non-executive board member who enjoys complete independence in his position and decisions, and none of the independence symptoms stipulated in the Corporate Governance Regulations apply to him.
<b>Non-executive member:</b>	A member of the board of directors who is not dedicated to managing the company, or does not receive a monthly or annual salary from it.
<b>Bylaw:</b>	<b>SASCO</b> Bylaw.
<b>Committee</b>	<b>SASCO</b> Audit Committee.
<b>Authority:</b>	The owner of authority specified in the Company's Authority Matrix.
<b>Procedure:</b>	Detailed work steps.
<b>Form:</b>	The paper or electronic form used to accomplish a specific process or procedure.
<b>Organization Chart</b>	The administrative organizational structure of the company.

The terms used in the Regulations and Rules of the Capital Market Authority document is a basic reference for what is contained in this document of unidentified terms.



## 2. The objectives, authorities and functions of the committee

### 2.1 Objectives

The objectives of the audit committee are to assist the Board of Directors in fulfilling the responsibilities entrusted to it, and to make any recommendations to the Board of Directors in order to achieve the objectives of the company and protect the interests of shareholders and investors with high efficiency and reasonable cost.

### 2.2 Authorities

The committee, in order to perform its duties:

1. The right to view the company's records and documents.
2. To request any clarification or statement from the members of the board of directors or the executive management.
3. To request the board of directors to call the general assembly of the company to convene if the board of directors impedes its work or the company suffers heavy damage or losses.

### 2.3 Functions

In addition to the tasks assigned to the audit committee in the corporate governance regulation, the committee's duties include carrying out all the work that enables it to achieve its objectives, including:

1. Study the initial and annual financial statements of the company before submitting them to the Board of Directors, and expressing their opinion and recommendation regarding them to ensure their integrity, fairness and transparency.
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 shareholders and investors to evaluate the financial position of the company, its performance, business model and strategy.
3. Examine any important or unusual issues included in the financial reports.
4. Carefully researching any issues raised by the company's financial director, whoever assumes his duties, or 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 followed in the company and express opinion and recommendation to the Board of Directors in this regard.
7. Study and review the company's internal and financial control and risk management systems.

**Bylaw of the Audit Committee**

Regulations and Procedures for the work of the committee, its tasks, the rules for selecting its members, how to nominate them, their membership period, and their remuneration



8. Study the internal audit reports and follow up the implementation of corrective measures for the observations contained therein.
9. Submit recommendations to the Board of Directors regarding the need for an internal auditor in the company.
10. Recommending to the Board of Directors to appoint a director of the internal audit department or the internal auditor and suggesting his remuneration.
11. Control and supervise the performance and activities of the internal auditor and the internal audit department in the company to verify the availability of the necessary resources and their effectiveness in performing the work and tasks assigned to it.
12. Recommending to the Board of Directors to nominate and dismiss auditors, determine their fees, evaluate their performance after verifying their independence, review the scope of their work and the terms of contracting with them.
13. Verifying the auditor's independence, objectivity, fairness and effectiveness of audit work, taking into account the relevant rules and standards.
14. Reviewing the company's auditor's plan and business, and verifying that he has not submitted any technical or administrative work outside the scope of the audit work, and expressing its views on that.
15. Answer the company's auditor's inquiries.
16. Study the auditor's report and his notes on the financial statements and follow up on what has been taken in their regard.
17. Review the results of the reports of the regulatory authorities and verify that the company has taken the necessary actions in this regard.
18. Verify the company's compliance with the relevant laws, regulations, policies and instructions.
19. Review the contracts and the proposed dealings that the company conduct with related parties and submit their opinions on this to the Board of Directors.
20. Raise the issues it deems necessary to take action in their regard to the Board of Directors, and make recommendations on the measures that need to be taken.



### **3. Inconsistency**

If there is a conflict between the recommendations of the audit committee and the decisions of the board of directors, or if the board refuses to take the committee's recommendation regarding the appointment and dismissal of the company's auditor, determining his fees, assessing his performance, or appointing the internal auditor, the board's report must include the committee's recommendation and justifications, and the reasons for not taking it into account.

### **4. Feedback arrangements**

The audit committee should set up a mechanism that allows the company's employees to submit their observations regarding any infringement of financial or other reports in confidence, and the committee should verify the application of this mechanism by conducting an independent investigation commensurate with the size of the error or abuse and adopting appropriate follow-up procedures.

### **5. Study the subjects**

1. The committee undertakes the study of issues pertaining to it or referred to it by the board of directors, and submits its recommendations to the board to take a decision regarding them, or it takes decisions if the board delegates to it.



## **6. Formation and rewards**

### **6.1 The formation of the committee and the conditions that must be met by the committee member**

1. The audit committee shall be formed by a decision of the company's ordinary general assembly from the shareholders or others, provided that at least one of them is an independent member.
2. The Chairman of the Board of Directors may not be a member of the Audit Committee.
3. The audit committee should not include any of the executive board members.
4. The number of its members must not be less than (3) three and not exceed (5) five members.
5. There must be a specialist in financial and accounting affairs among the members of the committee.
6. It is not permissible for anyone who works or has worked during the past two years in the executive or financial management of the company, or with the company's auditor, to be a member of the audit committee.
7. The committee shall appoint a secretary for it, whether from among its members or whoever it deems appropriate from the company's management team, to prepare for the committee's meetings and the work of the committee, prepare and document its minutes and follow up on the implementation of its recommendations, decisions, and directives without having the right to vote on its recommendations, decisions, or directives.

### **6.2 Appointment or dismissal of committee members and their term of office**

1. The Chairman of the Council shall submit a statement of the names of the persons whom he deems eligible for membership of the Committee and who meet the conditions that must be met by the member. The CV of each candidate shall be attached to it.
2. The board of directors will make the selection between the candidates for membership of the committee.
3. The names of the candidates are presented to the Ordinary General Assembly to form the committee from among them.



4. The term of the committee's members ends with the end of the session of the board of directors. The work of the committee may be extended until other members are appointed for it.
5. A member of the committee may be reappointed for a second session or more.
6. Any member of the committee is exempted by a decision of the council in the following cases:
  - The member requested to be exempted from his membership in the committee.
  - The member's misuse of his position on the committee or misbehavior that the board considers harmful to the objectives and reputation of the company.
  - A member is absent from attending three consecutive meetings without an excuse acceptable to the Board of Directors.
  - The member loses any of the conditions that must be met in the membership of the committee.
7. Upon the expiration of the member's term during the term of the committee's term due to death, resignation, disability, or exemption, the Board shall appoint another member to fill the vacant position in the Commission, taking into account the conditions that must be met by the member of the Commission. This appointment is presented to the first general assembly to convene after his appointment, to obtain its approval.

### **6.3 Remuneration for committee members**

1. The remuneration of the members of the audit committee consists of the following:
  - An annual reward of 50,000 riyals (only fifty thousand riyals) for each member from within the council, and 80,000 riyals (only eighty thousand riyals) for each member from outside the council.
  - Allowance for attending committee meetings of 3,000 riyals (only three thousand riyals) for each member / per session.
  - If the member resides outside the city of Riyadh, a ticket allowance for first class or business class (round trip) will be paid from his place of residence for each meeting he attends.
  - In the event that the meeting is held outside the city of Riyadh / accommodation allowance and (round trip tickets) will be paid in the first class or business class for all members attending the meeting, including the secretary of the committee.
  - The committee secretary is entitled to an allowance for attending the committee's meetings in the amount of 2,000 riyals (only two thousand riyals) for one session, and the committee has the right to consider the allowances of its secretary from one period to another as it deems appropriate.



- If the committee secretary is someone who receives a monthly salary from the company's employees or others, he is not entitled to any special remuneration other than the allowance for attending the committee's meetings referred to above.
- 2. All the aforementioned bonuses and allowances shall be paid quarterly, including the annual bonus.
- 3. In the event that a committee member is exempted for any of the reasons described in clause (2.6), his remuneration will be calculated according to the period he spent in the committee's membership.
- 4. The remuneration, allowances and benefits paid to the committee members must be disclosed in the report of the board of directors.

#### **6.4 Committee meetings**

- 1. The committee adopts the schedule of its meetings before the beginning of each financial year, provided that a final agreement is reached during each meeting on the date of the next meeting.
- 2. The committee holds a periodic meeting at least every three months. The invitation to attend the meeting is directed by the committee chairman at least one week before the date of the meeting. The agenda and its documents are attached to it. For the quorum to be complete, the majority of the members must attend at least.
- 3. The committee shall hold a meeting if requested by the committee chairman, two of its members, the external auditor, the internal auditor, or the board of directors, provided that the meeting request states the reasons for it.
- 4. The committee must meet - at least once during each year - with the company's external auditor, the executive directors, and the internal auditor (each separately) to discuss issues related to the duties and responsibilities of the committee, including joint financial or administrative reports.
- 5. In the event that the committee chairman is not present, he may delegate one of its members to preside over the specified session.
- 6. If the member is unable to attend the committee's meeting in origin, the member can be enabled to attend by using modern means of communication, and in this case the member's attendance is tantamount to being present. If this is not possible, a member may delegate another member to attend the committee's meetings in accordance with the following controls:
  - a) A committee member may not represent more than one member in attending the same meeting.
  - b) The assignment must be fixed in writing.
  - c) The deputy may not vote on the decisions on which the delegate is prohibited from voting.



7. Each member of the committee has only one vote. The committee's decisions and recommendations are issued by the majority of the votes of its attending members (original or proxy). In the event of a tie vote, the side that the chair voted with shall prevail.
8. The committee may issue decisions on urgent matters by presenting them to the members dispersed, unless one of the member's requests in writing a meeting of the committee for deliberation, and these decisions are presented to the committee at its first subsequent meeting.
9. Any member may make reservations about any decision taken by the committee, provided that he clarifies the main reasons that called for his reservation. If any member leaves the committee's meeting before its conclusion, his reservation, if any, shall be limited to the decisions he attended to the discussion, provided that he states in the minutes the items that he attended to discuss. If he expressed his desire to do so.
10. No member of the board of directors or the executive management (except for the committee secretary and members of the committee) is entitled to attend its meetings unless the committee requests to hear his opinion or obtain advice.
11. The committee secretary prepares a draft of the committee's meeting minutes and sends it to the committee's members to review it and make any comments on it within a maximum period of 10 working days from the date of the committee's meeting by e-mail.
12. The committee's meetings must be documented and minutes prepared that include the discussions and deliberations that took place, the committee's recommendations and the results of the vote should be documented, kept in a special and organized register, the names of the members present and the reservations they made - if any - and these minutes signed by all the members present and the secretary.

## **6.5 Committee work plan and reports issued by it**

1. The committee prepares, at least three months before the beginning of each fiscal year, an annual work plan that includes a schedule for the committee's meetings, and a description of the work it will undertake during the next year in the form of work programs in which the estimated cost and time required to complete each program is estimated. This plan is submitted to the Council for approval.
2. The committee submits periodic reports to the board of directors, and an annual report to the general assembly of the company, which includes the work it has carried out and its results, and that the report includes the recommendations that the committee deems to address deficiencies, in accordance with the method





- specified by the Saudi Companies Law or any other relevant regulations. Relationship issued by the competent official authorities.
3. The committee should be wary, when preparing its reports, of the possibility of intentional irregular acts, or the existence of fraud or errors in the financial or administrative reports prepared by the company, and that the committee be alert to the opportunities or situations that may allow these operations to occur.

## **7. Entry into force and amendment**

1. These bylaws shall come into effect from the date of their approval by the general assembly of shareholders.
2. The contents of this Bylaw shall be amended (as needed) upon the recommendation of the Board of Directors, provided that any amendment to it shall be submitted to the General Assembly following this amendment for approval.