

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

Geographical locations map for the company's business





Custodian of the Two Holy Mosques
King Salman Bin Abdulaziz Alsaud



His Royal Highness
Prince Mohammed Bin Salman Bin Abdulaziz Alsaud
The Crown Prince, Deputy King and Minister of Defense





His Royal Highness
Prince Saud Bin Naif Bin Abdulaziz Al Saud
Prince Eastern Province



His Royal Highness
Prince Ahmed Bin Fahad Bin Salman
Vice Prince Eastern Province



HYSTER

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PORTERS

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Mission:

Takween specializes in acquiring, developing and utilizing the latest polymer technology to produce high-quality packaging products as well as non-woven fabrics used in fast moving consumer goods and consumer products in the Middle East and worldwide. It is focused on becoming the chosen partner for the most renowned international brands

Value:

1. Integrity and Respect Working with integrity and transparency and dealing with clients, partners, employees and management with utmost respect.
2. Quality and Excellence Ensuring that production is in accordance with the highest quality standards and offering the best services to our customers in the Kingdom and overseas.
3. Teamwork Hiring employees with high qualifications and securing a safe, sound and collaborative working environment.
4. Efficiency and Effectiveness Utilizing our resources in the most efficient and effective way, to avoid waste and achieve the best results possible.
5. Social Responsibility Applying all the rules and regulations in accordance with social responsibility standards and supporting community causes and activities.
6. Environment Responsibility Adhering to environmental standards in all our

Vision:

Takween Advanced Industries aims to become a major international producer of downstream polymer packaging products for the Fast Moving Consumer Goods (FMCG) and the consumer products' industries.

Board of Directors



Mr. Abdulmohsen M. Al-Othman
Chairman



Mr. Saleh Hassan Al-Afaieq
Deputy Chairman



Mr. George Abraham
Member



Mr. Jameel Abdullah Al-Mulhem
Managing Director



Mr. Ibrahim Yousef Almubarak
Member



Mr. Hassan Esam Kabbani
Member



Mr. Khalid Nasser Al-Muammar
Member



Message from the Chairman of the Board



Chairman of The Board Speech



Mr. Abdul Mohsen Muhammad Al-Othman
Chairman of Board of Directors

It's my pleased to present to you the 11th Annual Report of the Board of Directors which shows you the company's activities and financial position for the Fiscal Year ending on 31/12/2022 AD, which is one of the most important knowledge and information references to the Shareholders and Investors to know and understand the company's main activities, the nature of its investments, the structure of its management and the level of performance in the Fiscal Year 2022 AD.

The importance of the Board of Directors report stems from the fact that it:

- It is a planning and decision-making tool that enhances shareholder confidence and is the main source of disclosure and transparency of data and information. It is also the means of communicating with stakeholders who set the company's current situation and develop its business and future plans.
- The year 2022 AD witnessed many challenges due to the changes that occurred in oil prices, which directly affect the prices of basic raw materials for the company's factories, which are petroleum derivatives, as well as the rise in many items of operating expenses – at the time that the company is committed to respecting its contracts and preserving its customers.
- This matter had an impact on the results of operating the company's operations during the year 2022 AD, and also had a negative impact on the company's profitability for the year 2022 AD.

- Despite this, there were developments in the company's factories, the addition of modern machines, the addition of products, and the raising of the level of operational performance, which contributed to the increase in the company's sales over the previous year by (26%), which was positively reflected in the details contained in the present report.

The Board of Directors spared no effort to work on the continuous development of operational and marketing operations at the local and international levels to open new marketing outlets and add new international customers.

As part of the Board of Directors' mission to develop the company and its various sectors and subsidiaries through multiple initiatives, both competitive and multiple investment initiatives, and initiatives to deal with the main markets in the Middle East region and deal with all the challenges facing the company.

The Board of Directors' initiatives also aim to support the human development of national elements, increase their numbers, and ensure their training as one of the most important social initiatives in our facilities, as this maximizes the impact on community service and in the areas of sustainable development to keep pace with the Kingdom's Vision 2030 AD.

At the same time, the Board of Directors works to fulfill its mission to serve the goal of developing the com-

pany's future business to continue to maintain its leadership in the markets, achieve the aspirations of its customers and shareholders, and raise the level of financial performance in order to achieve more efficient working and operational capital management.

On behalf of me and on behalf of the rest of the members of the Board of Directors, I extend my thanks and gratitude to all the Shareholders for their confidence and supports to the Company' and the Company's journey, as well as the Executive Management team of Takween and its subsidiaries inside and outside the Kingdom and all our employees for their efforts to enhance the performance and march of the company.





Historical Overview of the Developments of the Capital of Takween Company



Historical Overview of the Developments of the Capital of Takween Company:

- On 05/05/1414 AH (corresponding to 21/10/1993 AD), the Al-Othman Factory for Plastic Products was established, which was a branch of an establishment owned by Mr. Muhammad Abdullah Zaid Al-Othman. The factory's capital at that time reached (SAR. 1,000,000) million Saudi riyals.
- On 06/02/1422 AH (corresponding to 30/04/2001 AD), the branch of Al-Othman Factory for Plastic Products was transformed into a limited liability company with a capital of (SAR. 32,000,000) thirty two million Saudi Riyals, and the name of Al-Othman Factory for Plastic Products was also modified in conjunction with transformation process to become Al-Othman Plastic Products Company - Limited Liability Company.
- On 28/12/1431 AH (corresponding to 04/12/2010 AD) the Minister of Commerce issued Decision No. (391 / s) announcing the transformation of the company from a limited liability company to a closed joint stock company in the name of Takween Advanced Industries Company, under the commercial registration No. (2051044381) dated 09/01/1432 AH (corresponding to 15/12/2010 AD) issued from the city of Khobar and the Company's capital at that time was (97,539,000) ninety-seven million five hundred thirty-nine thousand Saudi Riyals.
- On 01/02/1432 AH (corresponding to 05/01/2011 AD) the extraordinary General Assembly meeting of the Shareholders of the Company was held and approved raising the capital to (SAR. 300,000,000) three hundred million Saudi riyals, and the value of the increase was covered by capitalizing (SAR. 202,461,000) two hundred and two million Four hundred and sixty-one thousand Saudi Riyals from the items of the shareholders' contribution account, the statutory reserve and the remaining profits.
- On 21/10/1431 AH (corresponding to 30/09/2010 AD). The company listed (SAR 30,000,000) thirty million ordinary shares of its shares on Tadawul
- on 15/03/1433 AH (corresponding to 07/02/2012 AD), after obtaining the necessary regulatory approvals from the Authority, as 30% of the shares were offered to public subscription.
- On 27/05/1434 AH (corresponding to 08/04/2013 AD) the extraordinary General Assembly meeting was held for the shareholders of the company and it was approved to raise the capital to (SAR. 350,000,000) three hundred and fifty million Saudi riyals, and the value of the increase was covered by capitalizing an amount of (50,000,000) Fifty million riyals from the account of the remaining profits as on 02/18/1434 AH (corresponding to 31/12/2012 AD).
- On 20/12/1437 AH (corresponding to 21/09/2016 AD) the extraordinary General Assembly meeting of the shareholders of the company was held and it was approved to raise the capital to (950,000,000) nine hundred and fifty million Saudi riyals, and the value of the increase was covered by offering priority rights shares at the value of (SAR. 600,000,000) Six hundred million Saudi riyals.
- The current capital of the company is (SAR. 950,000,000) nine hundred and fifty million Saudi riyals, divided into (95,000,000) ninety-five million ordinary shares with a fully paid nominal value of (10) ten Saudi Riyals per share. -
- Subsequent events: The Board of Directors decided in its meeting Held on Monday, 3/13/2023, corresponding to 08/21/1444 reducing the company's capital by the number of accumulated losses as of 12/31/2022 AD, amounting to 459 million Saudi Riyals, then the capital increased by 300 million Saudi Riyals.



Overview of the Company's Objectives and Activities

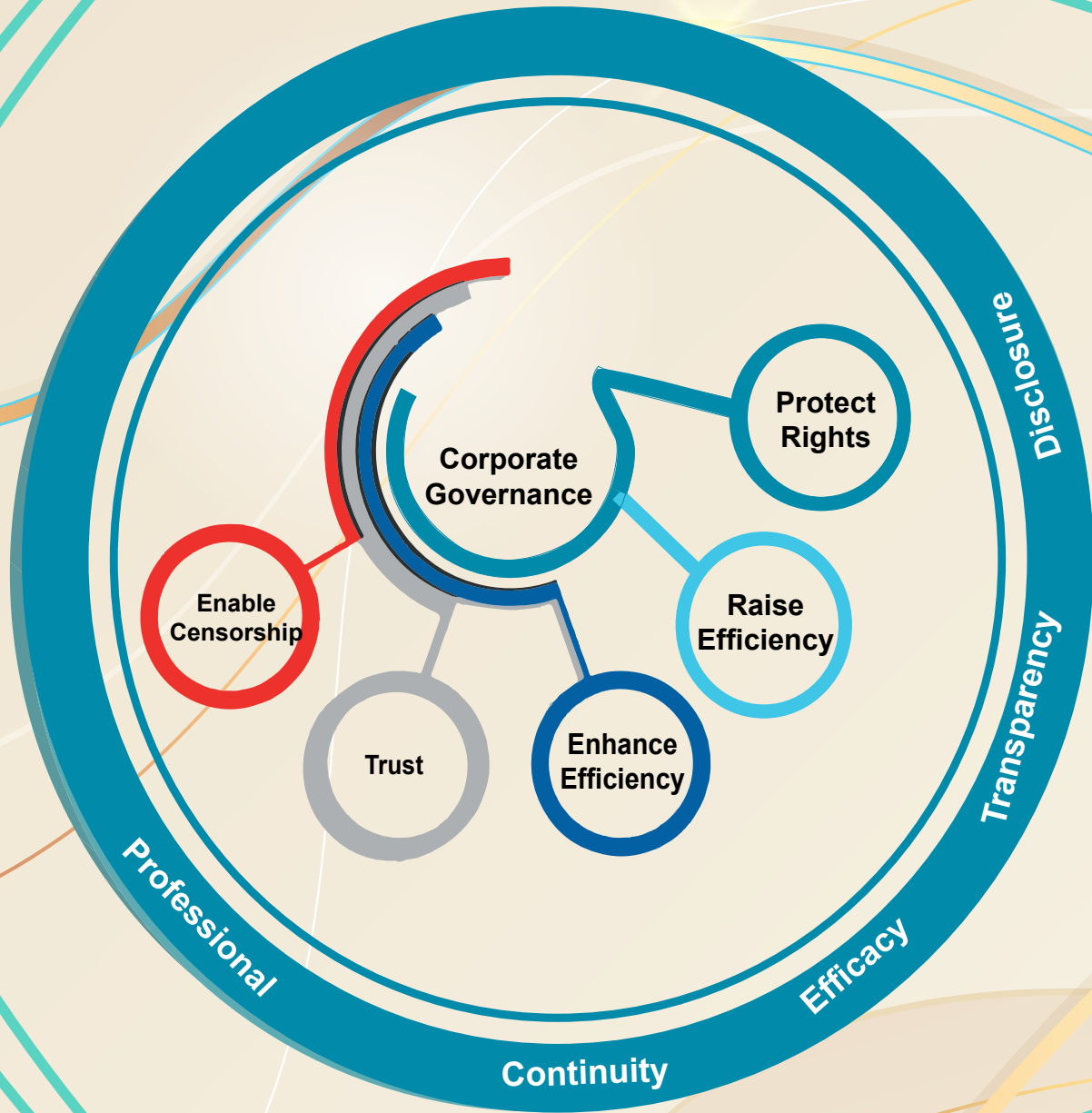
Overview of the Company's Objectives and Activities

The main objectives of the Company, in accordance with Company's Bylaws approved by the Extra Ordinary General Assembly, held on 26/03/1438 AH (corresponding to 25/12/2016 AD) can be summarized as follows :

1. Owning factories of various products, and factories of plastic packages and bottles, rolls of polypropylene, polystyrene and terephthalate polyethylene and factories of non-textile fabrics, and managing, operating and maintaining factories alone or in participation with other companies, organizations or individuals and to merge with any such entities.
2. Management and operation services, qualification and maintenance services for all industrial centers owned by companies, organizations or individuals, and residential and commercial cities, general and private facilities and firms.
3. Owning, managing and operating entities for the maintenance of devices and industrial equipment.
4. Owning plots of lands in order to build and develop factories, warehouses and residential projects, to sell, purchase and exploit plots of land and properties and to invest it in reselling or renting it to the benefit of company.
5. Establishing industrial institutes, to provide and coordinate training courses relating to the development of plastic products, of all kinds, and to provide accommodation for, and qualify, Saudi citizens in the field of the Company's industries.
6. Importing , exporting and trading, in whole sale and by retail, in the plastic products in all of its kinds, plastic packages and covers of all sizes, non-textile fabrics, of all kinds, plastic covers of all kinds and sizes, various plastic bottles and cups, rolls of polypropylene, rolls of polystyrene, rolls of terephthalate polyethylene, non-textile and manufactured fabrics of the polypropylene material, small bottles made of terephthalate polyethylene (PET), plastic cardboard and corrugated cardboard, plastic packages and barrels with covers and the various sodium silicates.
7. Owning, managing, operating and maintaining real properties and plots of land and to establish commercial and residential buildings thereon and to investing is by way of sale, purchasing and leasing for cash or by installments.
8. Owning hotels, educational, recreational and touristic facilities and investing, managing, operating and maintaining them.
9. Establishing warehouses for dry and cold materials, transport fleets, maintenance and repair workshops, fuel stations, and managing, operating and maintaining them.
10. Establishing, managing, operating and maintaining the various industrial projects, whether alone or in participation with other companies, organizations or individuals.
11. Undertaking commercial agencies.

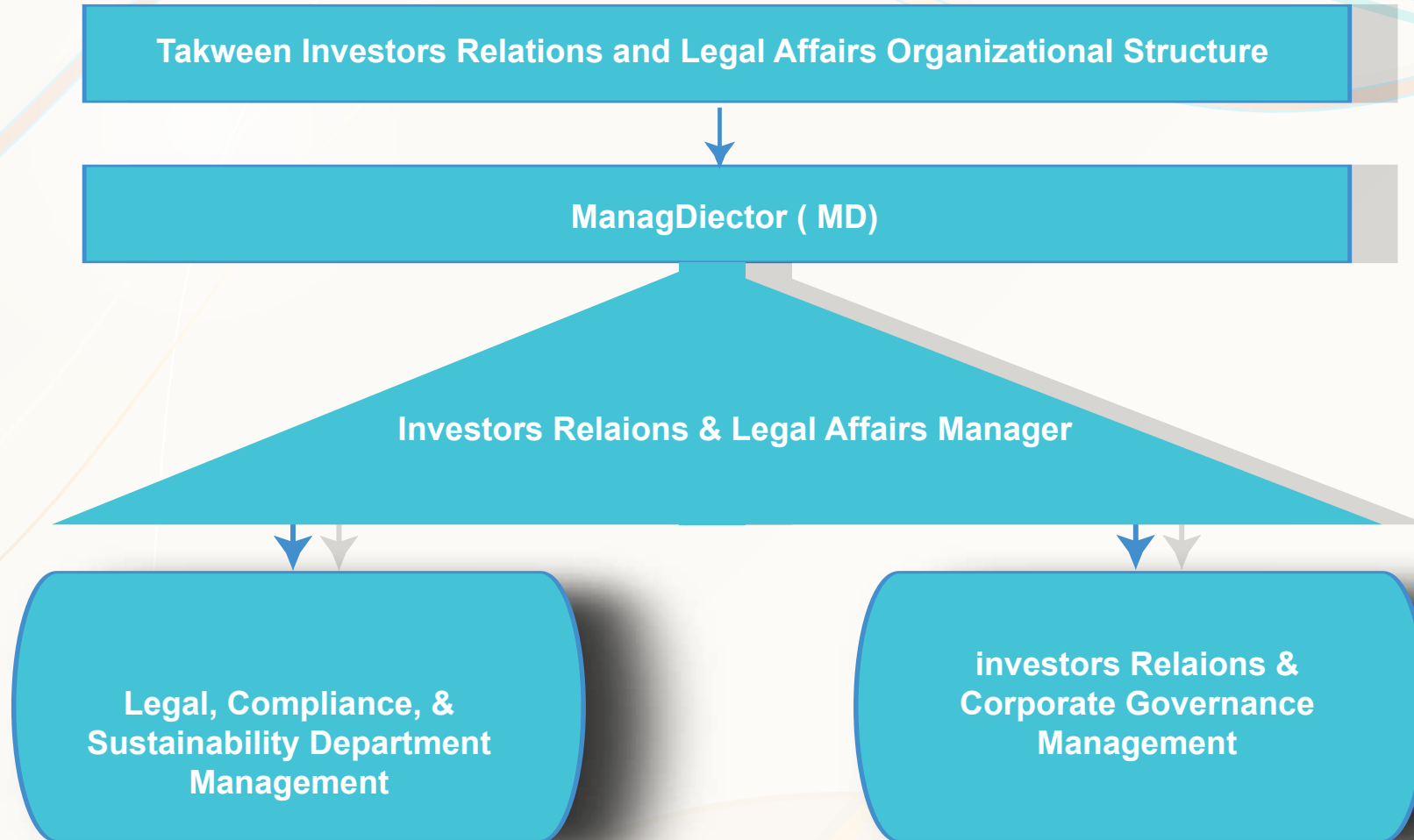
The Company shall practice its activities in accordance with the applicable laws and after obtaining the necessary licenses from the competent authorities.





Overview of the Development of Governance and Investor Relations

Overview of the Development of Governance and Investor Relations



Second: A Brief on the Development of Investor Relations in Takween Company

- The launch of the Investor Relations Department as an independent department has started since the company's listing on the main market "Tadawul" in 2012 to play a key role in communicating with stakeholders and to be the main channel of communication among the Board of Directors and investors, presenting Takween Group performance to the public in a transparent, consistent and orderly manner, making timely information available to analysts and company shareholders, launching electronic communication services with shareholders and all stakeholders and effective communication with the investment community in general through all possible channels.
- The Investor Relations Department organizes the ongoing communication among the Company, its shareholders, investors, analysts and other stakeholders through publishing updated and accurate financial reports, disclosures, news and announcements, analyzing financial indicators, and organizing meetings with shareholders, whether through annual general assembly's meetings or direct meetings in other events.
- The role of the investor relations and legal affairs function is also considered as managing the complete internal awareness of the concept of internal control systems (governance compliance - sustainability - legal management), which contributed to the creation of a comprehensive governance system for all investor relations programs, including the rules of ethical and professional conduct, the guide and policy for reporting, anti-fraud, management and control of risk and compliance policies.
- Takween's success in managing investor relations was reflected in the company's attainment of a high position in governance, as it was chosen from the top ten in the Corporate Governance Index among the non-financial sector companies traded in the Saudi stock market, Tadawul, and was awarded the Excellence Award in the Governance Index within the activities of the Third Global Conference on Governance for the second year for the years 2019 and 2020 respectively.
- Launching the advanced website of the Investor Relations Establishment Company, analyzing the indicators and drawing the following chart (data table - financial performance - share information - investor relations calendar - governance - communication channel with management representatives),
- The presence of the Investor Relations Department contributed to the distinction of Takween Company and the company's not obtaining any financial violations from the Capital Market Authority since the company's listing in 2012 to date, due to the company's keenness and priority in implementing investor relations programs and preparing an internal governance system since the date of listing.

Corporate Governance & Saber Certificate till end of 2022





Disclosures, Presentation and Declaring Requirements in the Report of the Board of Directors for the Year 2022

Disclosures, Presentation and Declaring Requirements in the Report of the Board of Directors for the Year 2022

The Board of Directors is pleased to present to the Shareholders the Disclosures and Presentation in its Annual Report for the year 2022 AD, which in it obtained all of the effective facts on the Company's activities according to the applicable or related laws and regulations on the Disclosures, Presentation and Declaring as in:

(Companies law, Regulatory Rules and Procedures Issued pursuant to the Companies Law relating to Listed Joint Stock Companies, Corpor

The Presentation is presented through the following clauses and paragraphs:

(1) The applied and not applied provisions of the Companies' Governance Charters, along with the relevant reasons:

Takween Company acted in line with the developments and changes in relation to the laws and regulations issued by the Capital Market Authority. Takween Company shall carry out the necessary updates of the governance rules at the Company in order to be in line with all the updates affecting the Corporate Governance Regulations issued by the Board of the Capital Market Authority under its Resolution No. (8-16-2017), dated 16/05/1438 AH, (corresponding to 13/02/2017 AD), based on the Companies Law issued by Royal Decree No. M 3 dated 28/01/1737 AH amended by Capital Market Authority Board Resolution No. 8-5-2023 dated 25/06/1444 AH corresponding to 18/01/2023 AD.

The Company committed itself to apply all obligatory Articles, provided for under the Corporate Governance Regulations. Further, the Company applies several Articles deemed to be constituting guiding Articles. However, there are a number of guiding articles that the company is working on preparing its requirements to start applying, as follows:

Guiding Articles which have not been Applied and the Reasons for Non–Application

/Article Paragraph .No	Article Title	Provision	Reasons for Non–Application
Articles (67), (68) and (69).	Formation of the Risks Committee, its competencies and Meetings.	Under a resolution by the Company’s Board of Directors, there shall be formed a committee to be named (Risks Management Committee), the Chairman and majority of members of which shall be from amongst the non– executive members of the Board of Directors. It is stipulated that a member of such committee shall have an appropriate level of knowledge of the risks and financial affairs management.	<p>A management committee (chaired by the Managing Director) called the Risk Control Committee was formed from the senior executives. It submits its periodic report to the Audit Committee. Consisting of:</p> <ol style="list-style-type: none"> 1- Managing Director - Chairman 2- Chief Financial Officer - Member 3- Director of Investor Relations and Legal Affairs - Member 4- Director of Internal Audit – Member <p>The corporate governance system in Takween Company includes a list of risks committee approved by the General Assembly.</p> <p>In case of necessity, the Board of Directors will form a Risk Committee, whose chairman and the majority of its members are from the Board of Directors.</p>
Article (82)	Encouraging the Employees	<p>The Company shall set programs for developing and encouraging participation and performance by the employees at the Company, provided that this shall, in particular, include the following:</p> <p>Formation of committees or holding specialized workshops to hear the opinions of the Company’s officers and to discuss with them the issues and subjects relating to important decisions.</p> <p>Programs for granting shares to the employees at the Company, or a portion of the profits realized by the Company and pension programs, and establishing an independent fund to be spent on such programs.</p> <p>Establishing social organizations for the employees of the Company.</p>	<p>This provision is applied partially.</p> <p>Article (1) shall be applied, and the Reporting Committee has been formed, which carries out the tasks of listening to the opinions of the employees of the company and discussing with them the issues and topics subject to important decisions.</p> <p>Articles (2) and (3) will be applied when there is a need and the company is prepared for the requirements of the article.</p>

/Article Paragraph .No	Article Title	Provision	Reasons for Non–Application
Article (84)	Social Responsibility	Upon a proposal by the Board of Directors, the Ordinary General Assembly shall set a policy ensuring the balance between the Assembly's objectives and the objectives desired by the society in order to develop the social and economic conditions.	The company's policies include the social aspect in its economic business programs through research and studies in developing products to serve the environment and society. The company is working on developing this policy while updating the governance system that is being worked on during the year 2023 AD.
Article (85)	Social Activities Initiatives	The Board of Directors shall set programs and determine such means as necessary to announce the Company's initiatives in the field of social activities. This shall include the following: 1- Laying-down measuring indicators linking the Company's performance with the social initiatives it offers and comparing this with other companies having similar activities. 2- Disclosing the objectives of the social responsibility adopted by the Company for its employees and making them aware of the same. 3- Disclosing the plans for satisfying the social responsibility in the periodic reports relating to the Company's activities. 4- Setting awareness programs for the society to make the people aware of the Company's social responsibility.	The company has many initiatives that are being worked on to reach all programs that cover the scope of social work and social responsibility initiatives
Article (92)	Formation of the Company's Governance Committee	In case the Board of Directors forms a committee in charge of the Company's governance, then it shall vest in such committee the powers decided under Article (94) of such Regulation. The said Committee shall follow-up any matters relating to the governance applications and shall provide the Board of Directors, at least on a yearly basis, with the reports and recommendations it concludes.	The company has a corporate governance department affiliated with the Investor Relations and Legal Affairs Department that imply effective governance and reports to the Board of Directors periodically, and the company is prepared for this article requirement.

(2 and 3) the names of the members of the Board of Directors, members of the committees and the executive management, their current and previous positions, qualifications and experience, and the names of companies inside and outside the Kingdom for which a member of the board of directors is a member of their current and previous boards of directors or one of their managers According to the requirements of paragraphs (2) and (3) of Article 90 of the Corporate Governance Regulations:



Abdulmohsen Bin Mohammed Al Othman

Current Position: Chairman of the Board of Directors of Takween.

A) Education:

- 1- Bachelor of Accounting Sciences - King Fahd University of Petroleum and Minerals in Dhahran, Saudi Arabia, in 1997

(B) Current Experiences and Positions:

- Chief Executive Officer of Al Othman Holding Group.
- Chairman of the Board of Directors of Takween Advanced Industries.
- Chairman of the Board of Directors of Al-Ahsa Hospital Company (Al-Ahsa Medical Services)
- Chairman of the Board of Directors of Al-Salam Hospital for Medical Services Company.
- Chairman of the Board of Directors of Nada International School - Al-Ahsa Governorate.
- Chairman of the Board of Directors of New marina Plastic Industries - Egypt.
- Member of the National Committee for Dairy Producers, Council

of Saudi - Chambers.

- Member of the Eastern Region Council.
- Member / Board of Directors of the Bena Charity Association for Orphan Care in the Eastern Province
- Founding member / Azwa Association for Women's Care

(c) Previous Experiences:

- Managing Director of Takween Advanced Industries Company.
- General Manager of Muhammad Al-Othman Plastic Company.
- Director - Advanced Textiles Factory Company - SAF.
- Director - Saudi Plastic Company for Packaging Systems - Plastico.
- Director - Al Sharq Company for Plastic Industries - Al Sharq.
- Member of the Tourism Development Council in Al-Ahsa Governorate - (The General Authority for Tourism and Antiquities).

(d) Committees Memberships at Takween Company:

- He is not a member or chairman of any of the committees of Takween Advanced Industries Company.

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Names of Companies where he is, or was in the past, a member of the Board of Directors or one of their managers:

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Al-Othman Holding Group Company	Inside	Private Joint Stock
Takween Advanced Industries Company	Inside	Public Joint Stock
Al-Salam Medical Services Hospital Company	Inside	Private Joint Stock
Al-Ahsa Medical Services Company	Inside	Private Joint Stock
New Marina Plast (NMP)– Egypt	Outside	Private Joint Stock
Al-Othman Industrial Marketing Company – IMCO	Inside	Limited Liability
Al-Riadah Al-Oula Company	Inside	Limited Liability
Tazez Advanced Industrial Company	Inside	Limited Liability
Business Solution Systems Company	Inside	Limited Liability
Al-Othman Development Group Company	Inside	Limited Liability
Tilal Real Estate Company	Inside	Limited Liability
Al-Othman Advanced Group Company	Inside	Limited Liability
Al-Othman Agricultural Production and Processing Company	Inside	Limited Liability
Previous Companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Bayan Realty Company	Inside	Private Joint Stock
Al Ahsa Development Company (Ayyan Investment). SJSC	Inside	Private Joint Stock
Gulf Desert Chemical Company	Inside	Limited Liability
Al - Sharq Plastics Industries Company – AL-SHARQ	Inside	Limited Liability
Saudi Plastic Packaging Systems Company -Plastico Inside Limited Liability	Inside	Limited Liability
Advanced Fabrics Company - SAAF	Inside	Limited Liability



Mr. Saleh Bin Hassan Al-Afaleq

Current Position: Vice Chairman of the Board of Directors of Takween Advance Industries.

A) Education:

- 1- Bachelor's degree in Administrative Sciences, King Faisal University - Saudi Arabia - in 1988.
- Master of Human Resources Development, Seattle Pacific University - USA - 1990.

(B) Current Experiences and Positions:

- Chief Al-Kifah Holding Company - Partner and member of the Board of Directors
- Noor Capital Company - Member of the Board of Directors
- Takween Company - Vice Chairman of the Board of Directors
- First Tamweel Company - Managing Director
- Vice President of the Council of Saudi Chambers
- Chairman of the Board of Directors of the Chamber of Commerce and Industry in Al-Ahsa
- Member of the Board of Directors Institute in the Gulf Cooperation Council countries
- Member and Vice-Chairman of the Community Service Committee in Al-Ahsa
- Vice-Chairman of the Patient Friends Committee in Al-Ahsa
- Chairman and founder of the Sheikh Hassan Al-Afaleq Anti-Smoking Center
- Supervisor of the establishment of the Center for Control of Genetic Blood Diseases in Al-Ahsa

- Honorary member of Al-Fateh Sports Club in Al-Ahsa

(c) Previous Experiences:

- Member of the Saudi Shura Council
- Chairman of the Council of Saudi Chambers
- Arbah Financial Company - Vice Chairman of the Board
- Al-Ahsa Development Company (Ayan) - Member of the Board of Directors
- Al-Ahsa Tourism and Leisure Company - Chairman of the Board
- Ibdar Bank - Member of the Board of Directors 18
- Member of Al-Ahsa Municipal Council and coordinator of the Technical Committee of the Council in its first session.
- Vice-Chairman of the voting committee for Al-Ahsa Oasis.
- Member of the Board of Directors of the Civil Aviation Authority
- Member of the Board of Directors of the Irrigation and Drainage Authority
- Member of the Board of Directors of the Industrial Modon Authority

(d) Committees Memberships at Takween Company:

- Member of the Nomination and Remuneration Committee at Takween
- A member of the Audit Committee of Takween
- chairman of the Audit Committee of Takween

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Names of Companies where he is, or was in the past, a member of the Board of Directors or one of their managers:

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Alkifah Holding Company	Inside	Limited Liability
Takween Advanced Industries Company	Inside	Public Joint Stock
Tamweel Aloula Company	Inside	Private Joint Stock
Previous Companies	Inside or outside the Kingdom of Saudi Arabia.	Legal Form
Al-Ahsa Development Company (Ayan)	Inside	Public Joint Stock
Ibdar Bank BSC(c)	Inside	Private Joint Stock
Al-Ahsa Tourism Company	Inside	Private Joint Stock
Noor Capital Company	Inside	Private Joint Stock
Arbah Capital Company	Inside	Private Joint Stock



Mr. George Antonius Abraham

Current Position: Member of the Board of Directors of Takween Advance Industries.

A) Education:

- Bachelor's degree in Finance and Business Administration - Saint Joseph University - Beirut, Lebanon in 1981

(B) Current Experiences and Positions:

Businessman

(c) Previous Experiences:

- Senior Advisor - Al Othman Holding Company Private Joint Stock Company -2009 -2018
- Director-General of the Plastic Department - Al Othman Holding Company Private Joint Stock Company 2000-2008
- General Manager - Al Othman Agricultural Production and Manufac-

- ture Company- Limited Liability Company (Nada) 1993 -2000
- General Manager - Poly King Marketing Company Limited Liability Company – Australia 1993 - 1998
- Projects Manager - Almutlaq Furniture Company Limited Liability Company 1983 -1987
- Accountant - Saudi Oger Company Limited Liability Company 1982 - 1983

(d) Committees Memberships at Takween Company:

- A member of the Executive Committee from 11/2011 to 12/2018.
- Chairman of Executive committee from 01/2019 to 06/2020.
- Chairman of Executive committee from 10/2021 - present

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Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers:

Current Companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Takween Advanced Industries Company	Inside	Private Joint Stock
Previous Companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
New Marina Plastic Company	Outside	Private Joint Stock
Al Othman Holding Company	Inside	Private Joint Stock



Mr. Jamil Bin Abdullah Al Melhem
Current Position: Managing Director of the Board of Directors.

A) Education:

- Bachelor's degree in Marketing, King Fahd University of Petroleum and Minerals, 1994.
- **Bachelor's degree in Marketing, King Fahd University of**
- Managing Director - Takween Advanced Industries Company since 10/9/2017.

(c) Previous Experiences:

- Executive Officer of Shaker Group (Al-Hassan Ghazi Ibrahim Shaker) (2013-2017 AD)
- Chief Executive Officer of Saudi Telecom Company Operations in the Kingdom of Saudi Arabia (2000-2013).

- The Saudi British Bank (SABB) (1995-2000 AD)

(d) Committees Memberships at Takween Company:

- A member of the Executive Committee.

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Names of Companies where he is, or was in the past, a member of the Board of Directors or one of their managers:

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form	Previous Companies	Inside or outside the Kingdom of Saudi Arabia.	Legal Form
Takween Advanced Industries Company	Inside	Public Joint Stock	Modern Vision Company	Inside	Limited Liability
Saudi Telecom Company Stc	Inside	Public Joint Stock	Energy Services Company	Inside	Limited Liability
Saudi United Cooperative Assurance Company - (Walaa)	Inside	Public Joint Stock	Al Hassan Ghazi Ibrahim Shaker Company	Inside	Public Joint Stock
Electric Industries Company	Inside	Public Joint Stock	SELCO Company	Outside	Limited Liability
Al-Essa Industrial Company	Inside	Public Joint Stock	Communication Centers Company	Outside	Limited Liability
Newmarina Plastic Indus Company	Outside	Private Joint Stock	VIVA Kuwait	Outside	Public Joint Stock
Saudi Postal	Inside	Governmental institution	VIVA Bahrain	Outside	Limited Liability
			Cell- C	Outside	Limited Liability
			Avea	Outside	Limited Liability
			Turk Telekom	Outside	Limited Liability
			Intigral		Limited Liability



Mr. Khalid Bin Nasser Al Moammar.

Current Position: A member of the Board of Directors of Takween Advanced Industries

A) Education:

- Bachelor's degree in Accounting, King Fahd University of Petroleum and Minerals.

- Bachelor's degree in Marketing, King Fahd University of

- Chief Executive Officer of the King Abdullah Endowment(c) Previous Experiences:

(c) Previous Experiences:

- General Manager of Medium Enterprises and Small and Medium Enterprises - SABB Bank.
- Chairman of the Board of Directors of Funds - Alawwal Investment Company.
- Customer Relations Manager at Banque Saudi Fransi in 1995.
- Senior reviewer in Arthur Anderson in 1997.
- Director of Customer Relations and Director of the Corporate Bank-

ing Department of the Saudi Hollandi Bank in 2000.

- Director of the Corporate and Institutional Banking Department in the Eastern Region at The Saudi British Bank in 2007.

- General Manager of the Eastern Region at the Saudi Hollandi Bank in 2008

- Chief Executive Officer of the Saudi Hollandi Financial Company from 2012 to 2018.

- General Manager of Major Corporate Banking at Alawwal Bank from 2018 to 2019

(d) Committees Memberships at Takween Company:

- A member of the Nomination and Remuneration Committee of Takween Since November 2016 to September 2018.
- Chairman of the Nomination and Remuneration committee since 25/09/2018.

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Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Aljazeera Agencies	Inside	Limited Liability
Takween Advanced Industries Company	Inside	Public Joint Stock
Real Investment and Development Company	Inside	Private Joint Stock
Previous Companies		
Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Advanced Petrochemical Company	Inside	Public Joint Stock
National Agricultural Development Company (NADEC)	Inside	Public Joint Stock



Mr. Hassan Essam Al-Qabbani

Current Position: A member of the Board of Directors.

A) Education:

- He holds degrees in Business Administration from the University of "Pepperdine" - UCLA - USA, and certificates from the "Le Roset" Institute, Switzerland.

(d) Committees Memberships at Takween Company:

- Chairman of the Board of Directors - Issam Khairy Kabbani Group

(c) Previous Experiences:

- 2015 AD and to date: Chairman of the Board of Directors - Issam Khairy Kabbani and Partners Group of Companies - Managing all the various affairs of the group companies
- 2010 – 2015 AD: Acting Chairman of the Board of Directors - Issam Khairy Kabbani and Partners Group of Companies - Managing all the affairs of the group companies

- 1999 – 2010 AD: Vice Chairman of the Board of Directors - Issam Khairy Kabbani and Partners Group of Companies
- 1998 - 1999 AD: Director of the Financial Department and Credit Facilities - Issam Khairy Kabbani and Partners Group of Companies
- 1992 - 1998 AD: Business Development Manager - Issam Kabbani and Partners for Construction and Maintenance Ltd. BMC and "Issam Kabbani and Partners for Construction and Development Materials Ltd., Unitech"

(d) Committees Memberships at Takween Company:

- Member of the Nomination and Remuneration Committee of Takween Company from January 2020 – Present.

E

Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers:

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Takween Advanced Industries	Inside	Public Joint Stock
Previous Companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Walaa Insurance Company	Inside	Public Joint Stock



Eng. Ibrahim bin Yusuf al Mubarak

Current Position: A Member of the Board of Directors.

A) Education:

- Bachelor's degree in Electrical Engineering from King Fahd University of Petroleum and Minerals
- MA in Behavioral Economics from the London School of Economics and Political Science
- Chairman of the Board of Directors - Issam Khairy Kabbani Group

(d) Committees Memberships at Takween Company:

- Al Fozan Holding Company - Vice President
- The Arab Company for Paper Industry - Member of the Board of Directors

(c) Previous Experiences:

- Ministry of Human Resources and Social Development - Undersecretary for Empowerment and Social Security

(d) Committees Memberships at Takween Company:

- Member of the Audit Committee from 29/04/2021 - present.

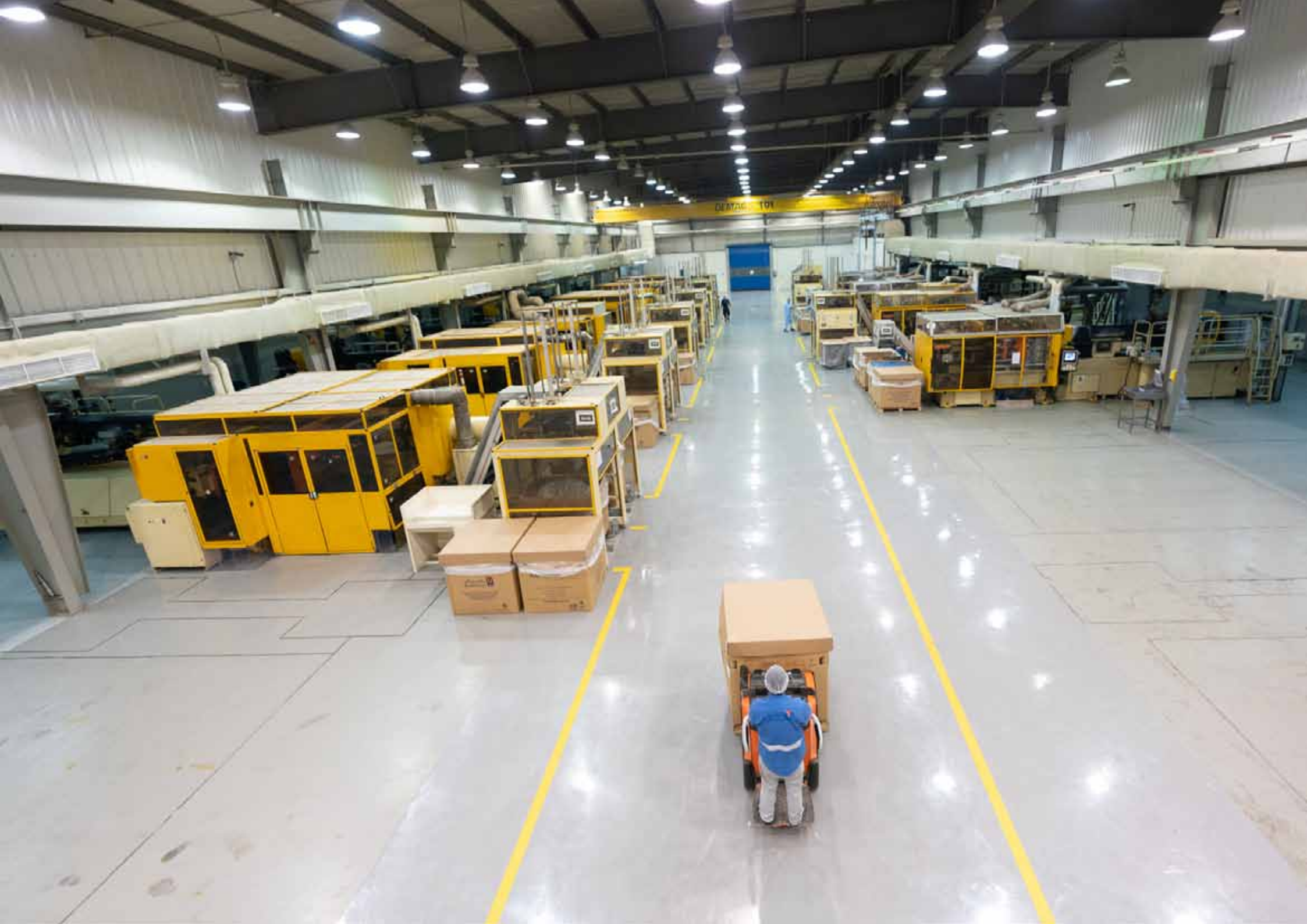
E

Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers

Current companies	Inside or outside the Legal Form Kingdom of Saudi Arabia	Legal Form
Takween Advanced Industries Company	Inside	Public Joint Stock
Arab Company For Paper products	Inside	Private Joint Stock
Medad Holding LLC	Inside	Limited Liability
Al-Ahsa Medical Services Company	Inside	Private Joint Stock



**Members of the Audit
Committee from Outside the
Members of the Board of
Directors**



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1- Members of the Audit Committee from Outside the Members of the Board of Directors

Dr. Solaiman Bin Abdullah Al Sakran

Member of the Audit Committee of Takween (outside the board members)

A) Education:

- PhD in Economics and Statistics - University of Houston, USA - in 1994.
- Master of Business Administration - King Fahd University of Petroleum and Minerals in the Kingdom of Saudi Arabia - in 1987.
- Bachelor's degree in Industrial Management - King Fahd University of Petroleum and Minerals in the Kingdom of Saudi Arabia - in 1985.
- Third degree honors for obtaining a bachelor's degree from King Fahd University of Petroleum and Minerals, Dhahran, Saudi Arabia.
- A number of merit awards in various fields such as teaching, scientific research and community service. Dhahran, Kingdom of Saudi Arabia.

(B) Committees Memberships at Takween Company:

- 1416–1424 AH: Head of the Financial Affairs and Economics Department, Faculty of Industrial Management, King Fahd University for Petroleum and Minerals, Dhahran, Kingdom of Saudi Arabia.
- 1422–1437 AH: Associate Professor of Financial Sciences, Financial Affairs and Economics Department, Faculty of In-

dustrial Management, King Fahd University for Petroleum and Minerals,

- 1415–1422 AH: Assistant Professor, Financial Affairs and Economics Department, Faculty of Industrial Management, King Fahd University for Petroleum and Minerals, Dhahran, Kingdom of Saudi Arabia. • 1411–1414 AH: Supervisor of the Cultural Direct Contact Office, Houston, of the Cultural Mission, Washington, Houston, Texas, United States of America. • 1407–1408 AH: Lecturer at the Faculty of Industrial Management, King Fahd University for
- Petroleum and Minerals, Dhahran, Kingdom of Saudi Arabia.
- 1405–1407 AH: Teacher at the Faculty of Industrial Management, King Fahd University for
- Petroleum and Minerals, Dhahran, Kingdom of Saudi Arabia. • 1404–1405 AH: Trainee, as part of graduation requirements, Saudi Bank, Paris, France. Works assigned included analysis of debts and preparing recommendations as to the feasibility thereof.
- 4/2004 to 12/2015.: Delegated to act as Secretary General of the University Higher Education Fund, Riyadh. Tasks assigned are full supervision and conduct of the Fund's works within the scope specified by the Board of Directors, including the Financing Strategy of Universities and Investment of Funds for the Fund.

- Senior Member of the team for the study of the Strategy Report of the Saudi Electricity Sector – 1422 AH.
- Part-Time Advisor – The General Investment Authority – Riyadh, 2002. • Part-Time Advisor to Ma’aden Company – Ministry of Petroleum and Mineral Resources – Riyadh, 1997 to 1998.
- Various economic studies and consultancies for several companies and organizations. • 1408–1410 AH: Vice President of the Saudi Students Club, Houston, Texas, United States of America.
- 1405–1408 AH: Supervisor of the Club of the Faculty of Industrial Management, King Fahd University for Petroleum and Minerals, Kingdom of Saudi Arabia. • 1403–1408 AH: Active member at the Club of the Faculty of Industrial Management, King Fahd University for Petroleum and Minerals, Kingdom of Saudi Arabia.
- Representative of the University Higher Education Fund at the Board of Directors of Al Khozam Company (a closed joint stock Company), and Chairman of the Audit Committee.
- Representative of the University Higher Education Fund at the Board of Directors of Kirnaf Company (a closed joint stock Company), and Chairman of the Audit Committee.
- Representative of the University Higher Education Fund at the Board of Directors of the Chemical Development Company (a closed joint stock Company), Al Khobar. • Member of the Investment Committee of Takaful Organization (a non-profit- aiming governmental organization), Riyadh.
- Member of the Board of Trustees of the Saudi Electronic University, Riyadh. • Member of the Audit Committee at the Saudi Electricity Company (a trading joint stock Company), Riyadh.
- Member of the Board of Directors of the Arab Bank Funds, Riyadh. • Member of the Board of Directors of the Real Estate Fund, the Saudi Stock Fund and the Murabaha Fund of the Middle East Financial Investment Company, Riyadh.
- Member of the Audit Committee of Energy Company (a trading joint stock Company), Riyadh. • Member of the Board of Directors of SHUA'A Capital Funds, Riyadh.
- Member of the Committee for Deciding on the Violations of the Competition Law, Riyadh. • Member of the Board of the Researches Institute at King Fahd University for Petroleum and Minerals, Dhahran.
- Member of the Board of the Faculty of Industrial Management at King Fahd University for Petroleum and Minerals, Dhahran. • Assigned Dean of the Management Faculty at Alfaisal University, Riyadh.
- Member of the Board of Trustees at Prince Sultan University, Riyadh. • Member of the Board of Trustees at Prince Sultan for Tourism and Hotels Sciences, Abha.
- Member of the Financial Committee at the Chamber of Commerce and Industry, Riyadh. • Member of the Financial Committee at the Saudi Football Federation, Riyadh.
- Member of the Board of Directors of the Saudi Economic Society, Riyadh. • Member of the Editors Team of the Saudi Economics Magazine, Riyadh.
- Member of the Scientific Committee of “SAIREC” Annual Conference, the Real Estate Conference, Riyadh. • Chairman of the Professional Quality Committee, Saudi Organization for Certified Public Accountants, Riyadh.
- Member of the US Financing Organization, U.S.A. • Member of the Founding Board of the Branch of the Saudi Management Society, Eastern Province, Dammam.
- Member of the Board of Directors of the University Schools, King Fahd University for Petroleum and Minerals, Dhahran. • Member of the Board of Directors of the Kindergarten of the University, Dhahran.
- Chairman of the Board of Directors of the Saudi Society for Financial and Banking Sciences, Dhahran.

C

- Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers:

Current Companies	Inside or outside the Kingdom of Saudi Arabia.	Legal Form
Member of the Board of Directors National Agricultural Development Company (Nadec)	Inside	Public Joint Stock
A Member of the Audit Committee Amiantit Company	Inside	Public Joint Stock
A Member of the Audit Committee Takween Advanced Industries Company	Inside	Public Joint Stock
A Member of the Audit Committee Fawaz Alhokair Company	Inside	Private Joint Stock
A Member of the Board of Trustees Trustees "Waqf" of the Custodian of the Two Holy Mosques (King Abdullah Bin Abdulaziz)	Inside	Governmental Entity
A Member of the Board of Trustees Trustees of Al-Yamamah University	Inside	Governmental Entity
A Member of the Board of Director Fund for Supporting Educationa and Research Programs, King Fahd University for Petroleum	Inside	Governmental Entity
A Member of the Audit Committee Comprehensive Internal Audit Committee at King Fahd University for Petroleum and Minerals	Inside	Governmental Entity
A Member of the Committee Investment Committee at the Human Resources Fund "HDF"	Inside	Governmental Entity
Chairman of the Committee of the List of the Biggest 100 Saudi Companies	Inside	Media Organization
A Member Saudi Economics Society	Inside	Governmental Entity
A Member Organization of the US Financial Management	Outside	US Organization
Current Companies	Inside or outside the KSA	Legal Form
A Member of the Audit Committee	Inside	Public Joint Stock
A Member of the A Committee	Inside	Public Joint Stock
A Member of the Investment Committee	Inside	Governmental Entity
A Member of the Audit Committee	Inside	Public Joint Stock
A Member of the Audit Committee	Salama Insurance Company, "IAC"	Public Joint Stock Public Joint Stock
A Member of the Audit Committee	Energy Company	Private Joint Stock
A Member of the Board of Directors	Chemical Development Company	Private Joint Stock
A Member of the Board of Directors – Chairman of the Audit Committee	Al Khozama Company	Private Joint Stock
A Member of the Board of Directors – Chairman of the Audit Committee	Kirnaf Company	Private Joint Stock



Mr. Waleed Bin Othaimin

Member of the Audit Committee of Takween (outside the board members)

A) Education:

- Bachelor's degree in Industrial Management with concentration in Accounting from King Fahd University of Petroleum and Minerals.

(B) Committees Memberships at Takween Company:

- The chief executive officer of the Saudi Gas Cylinders Factory.

(c) Previous Experiences:

- Head of the Budget and Cost Control Department for Eastern Petrochemical Company

D

Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers:

Current Companies	Inside or outside the Kingdom of Saudi Arabia	Legal Form
Mulkia Investment Company	Inside	Private Joint Stock
Education Fund	Inside	Private Fund
Saudi Arabian Cooperative Insurance Company	Inside	Public Joint Stock
Matarat Holding	Inside	Private Joint Stock
Amiantit Company	Inside	Public Joint Stock
Previous Companies	Inside or outside the Kingdom of Saudi Arabia	Legal Form
Al Khozama Management Company	Inside	Private Joint Stock
Chemical Development company	Inside	Public Joint Stock
Welson Middle East Pipes Company	Inside	Limited Liability
(Saudi United Cooperative Assurance Company - (Walaa	Inside	Public Joint Stock



**Members of the Executive
Committee from outside the
members of the Board of Directors**

2- Members of the Executive Committee from outside the members of the Board of Directors



Eng. Zohair Eloudghiri Lafchochi

Member of Executive Committee of Takween Company (External)

A) Education:

- Bachelor Degree in Engineering from France.
- Master's Degree in Industrial Engineering from France.
- Executive Studies degree from INSEAD University, France.

(B) Committees Memberships at Takween Company:

- Chief Executive Officer for Amrecana Food Group.

- Chief Operation Officer for Emaar Building Metterials Groupe.
- Chief Executive Officer for Safola Food's Group.(c) Previous Experiences:
- Head of the Budget and Cost Control Department for Eastern Petrochemical Company

C

Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers

Company Name	Inside or outside the Kingdom of Saudi Arabia.	Legal Form	
Current Companies;			
Managing Director	Al-Othman Holding Group Company	Inside	Privet Joint Stock
Member of the Board of Directors	iKcon International Company	Inside & Outside	Limited Liability
Member of the Board of Directors	FODEL Company	Outside	Limited Liability
Managing Director	NADA Food Company	Inside	Limited Liability
Managing Director	TAZEZ Industrial Company	Inside	Limited Liability
iKcon International Company	Inside or outside the Kingdom of Saudi Arabia.	Legal Form	
Previous Companies;			
chief executive officer	Amrecana Food Group	Inside & Outside	Private Joint Stock
Chief Operating Officer	Emaar Building Materials Group	Inside & Outside	Private Joint Stock
Chief Operating Officer	Mohammed Yusef Alnaghie Group	Inside	.Limited Liability
chief executive officer	.Safola Food's Group	Inside & Outside	Private Joint Stock





**Executive Management,
Senior Executives and the
company representatives
at the Capital Market Authority**

Management - Senior executives and company representatives to the Capital Market Authority

Mr. Jameel Abdullah Al-Molhem

- Managing Director Member of the Board of Directors Since September 2017 up to the date hereof.
- Member of the Executive Committee Since September 2017 up to the date hereof.
- Representative of Takween at the Capital Market Authority, the Saudi Stock Exchange "Tadawul.", and the Securities Depository Center (Edaa).

The detailed disclosure information for Mr. Jamil Al Melhem is shown in the disclosure information for the

The detailed disclosure information for Mr. Jamil Al Melhem is shown in the disclosure information for the members of the Board of Directors.

The Board of Directors' decision dated 15/12/2021 was issued assigning Mr. Jamil Bin Abdullah Al Melhem with the duties of the Chief Executive Officer of Takween Company in addition to the tasks of the managing director as of 02/02/2022, and the assignment of the duties of the Chief Executive Officer continued to be entrusted to him, in addition to his position as the Managing Director, until the date of appointment of the Chief Executive Officer on 07/01/2023, where Mr. Majed Mazen Nofal was appointed as the Chief Executive Officer of the company on 08/01/2023 AD.



-Subsequent events - Appointment of the Chief Executive Officer during January 2023



Mr. Majed Mazen Nofal

Current Position: Chief Executive Officer -Takween Advanced Company

A) Education:

- Bachelor's degree in Accounting from King Saud University, Riyadh - Kingdom of Saudi Arabia

(B) Committees Memberships at Takween Company:

- The Chief Executive Officer - Takween Advanced Industries Company since 08/01/2023 AD.

(c) Previous Experiences:

- Chief Financial Officer, Chief Executive Officer and Audit Services for nine years,
- Western Bakeries Company (Lusine) in Jeddah - Financial Manager for seven years.
- Chief Executive Officer of the Western Bakeries Company

- Head of Central Procurement for Almarai Company, and he continued in this position for seven years. In September 2017, he was appointed as General Manager of New Business, and on January 1, 2020, he was appointed as the Chief Executive Officer of Almarai Company.
- as the Chief Executive Officer of the Pure Beverages Company for Industry for a year. 2020
- Chief Executive Officer of the Daily Food Company (Maestro Pizza).2021

D

The names of companies whose committees, board of directors are members of the executive board in the current or previous term or of their directors:

Company Name	Inside or outside the Kingdom of Saudi Arabia.	Current Position Legal Structure	Company Name	Inside or outside the Kingdom of Saudi Arabia.	Legal Structure
-	-	-	International Co. For Agro-Industrial Projects Egypt	Outside	Limited Liability
-	-	-	International Co. For Agro-Industrial Projects- dubai	Outside	Limited Liability
-	-	-	Taiba Investment Company	Outside	Limited Liability



Mr. Muhammed Mansour

- Acting Chief Financial Officer,
from 01/08/2022 AD.

A) Education:

- Bachelor's degree in Administrative Sciences -AlYarmouk University

(B) Committees Memberships at Takween Company:

- Acting Chief Financial Officer - Takween Advanced Industries Company, since 01/08/2022 AD.

(c) Previous Experiences:

- Financial Controller of Takween Advanced Industries Company since December 16, 2018
- Financial Controller of Pan Gulf Holding Group since March 20, 2016
- Financial Controller of Bimco Arabia Contracting Company from 16/05/2014
- Chief Financial Officer of Saudi Arabia Dipa Company since 01/02/2009
- Director of the Cost Management Department at the Saudi Bin Laden Group since 03/04/2004



Khalid Abdul Majeed Al-Dabikan
Head of Human Resources

A) Position in Takween Company:

- Executive Diploma in Management

(B) Current Positions:

- Head of Human Resources

(c) Qualifications:

- Ali Zaid Alquraishi & Brothers Company:
- Managing Director of the Group and Secretary of the Board of Directors 2017-2021
- Head of Human Resources and Administration, 2006 - 2016
- Saudi Arabian Oasis Electricals Co:
- Director of Human Resources and Administrative Affairs 1997 – 2006

(d). Membership of the committees of Takween Company:

- Member of the Reporting and Anti-fraud Committee from 01/12/2021 till date.



Mr. Ahmed Ali Al Zayat

Current Position: A Member of the Board of Directors.
- Governance consultant

A) Position::

- Director of Investor Relations and Legal Affairs - Takween Advanced Industries Company.

(B) Current Positions:

- Bachelor of Commerce and Business Management of Cairo University in Egypt 1979 AD.
- Certificate in Financial and Economic Analysis - Unido - Vienna - Austria in 2004 AD.
- Obtained a Certificate of Excellence in Governance for Takween as the best 10 listed company - non-financial - in the Kingdom for two consecutive years 2020 and 2021 AD

(c) Current Positions IN Takween Company:

- Director of Investor Relations and Legal Affairs of Takween Company (2013 AD till date).
- Secretary of the Board of Directors of Takween Company.
- Secretary-General of the Executive Committee of Takween Company.
- Secretary of the Nominations and Rewards Committee of Takween Company.
- Authorized representative of Takween Company - Dubai Branch.
- Legal representative of New Marina Plastic Industries Company in the Arab Republic of Egypt-

(d) Previous Experiences and Positions:

- 1993- 2013 AD: Chief Financial Officer and Financial Comptroller of subsidiaries - Al-Ahsa Development Company (AYYAN Investment) - a listed joint stock company - engaged in the field of medical investment and previously had multiple activities (industrial, medical, real estate - investments in sister companies and financial investment).
- 1981-1993 AD: Financial Controller, Internal Auditor, Cost Account manager, Head of Accounting, Accountant, Saudi Fish Company, Listed Contribution, engaged in fishing, fishing and marine products.
- 1979-1980 AD: Assigned employee of the Industrial Technical Institute of the Egyptian Iron and Steel Company - an Egyptian government joint stock company - working in the field of iron industry in all its forms.

(e) Membership of the committees of Takween Company:

- Member of the Reporting and Anti-Fraud Committee of Takween.
- Member of the Management Committee for Risk Control.
- Representative of Takween Company with the Saudi Capital Market Authority, the Saudi Stock Exchange "Tadawul.", and the Securities Depository Center (Edaa).

D

Names of Companies where he is, or was in the past, a member of the Board of Directors or oneness of their managers:

Company Name	Inside or outside the Kingdom of Saudi Arabia.	Legal Form	
Current Companies;			
Member of the audit committee	.Al-Othman Holding Co	Inside	Limited Liability.
Member of the Development and Investment Committee	Tourism Enterprises Co. (Shams)	Inside	Public Joint Stock.
Company Name	Inside or outside the Kingdom of Saudi Arabia.	Legal Form	
Previous Companies;			
Member of the board of directors	.Al-Ahsa Food Industries Co	Inside	Limited Liability.
Member of the audit committee	.Al-Ahsa Tourism Co	Inside	Private Joint Stock



Mohamed Faeq Mustafa
Internal Audit Manager of the Group

(A) Qualifications:

- Master of Business Administration, majoring in International Business (Coventry University / UK) 2005
- Bachelor's degree in financial and banking sciences, majoring in banking management (University of Applied Sciences / Jordan) 2004
- Higher Diploma, majoring in Compliance Management and Control (University of Manchester / United Kingdom) 2007(c) Current Positions:

- Head of Human Resources Composition Industry for Industries

(B). Current Positions:

- Internal Audit Manager at Takween Advanced Industries since February 2019.

(C). Membership of the committees of Takween Company:

- Director of Risk and Compliance Department at Takween Advanced Industries, Kingdom of Saudi Arabia 2013-2019
- Head of Compliance and Anti-Money Laundering Department at National Bank of Abu Dhabi, Jordan 2011-2013
- Anti-Money Laundering Compliance Officer at Jordan Kuwait Bank, Jordan 2008-2011
- Operations and Marketing Risk Officer at The Investment Bank, Jordan 2005-2008

(D). Membership of the committees of Takween Company:

- Member of the Internal Committee for Risk Management from 2018 up to date hereof.
- Head of the Reporting and Anti-fraud Committee from 2019 up to date hereof.

4) The Formation of the Board of Directors and the classification of its members

Classification of board members on the basis of (executive board member/non-executive board member/independent board member):

- The Company's Board of Directors under Article 17 of the Statute consists of seven members.
- The following is the statement of the members of the Board and the classification of the membership of the Board of Directors as on December 31, 2022.

The Board of Directors and the classification of its members:

Name of the Member	Position	Membership Status
Abdulmohsen Bin Mohammed Al-Othman	Chairman of the Board of Directors	Non-Executive
Saleh Bin Hassan Al-Afaleq	.Member of the Board of Directors	Independent
George Antonius Abraham	Member of the Board of Directors	Non-Executive
Jameel Bin Abdullah AlMolhem	Managing Director of the Board of Directors	Executive
Khalid Bin Nasser Al Moammar	Member of the Board of Directors	Independent
Ibrahim bin Youssef Al-Mubarak	Member of the Board of Directors	Independent - until 21/01/2023
Hassan Essam Al-Qabbani	Member of the Board of Directors	Independent

- Secretary of the Board of Directors: Mr. Ahmed Ali Al Zayat.



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5- Action Taken by The Board of Directors to Make its Members, particularly, the Non-Executive ones, aware of the Proposals and Notes Raised by the Shareholders as to the Company and Its Performance:

- Members of the Board of Directors shall be informed about the proposals, notices and complaints of the Shareholders. During the year 2022 AD. The company has received (15) phone calls and e-mails, including inquiries, suggestions or complaints. The Department of Investor Relations has responded to shareholders within the scope of disclosure allowed, and as published on the Tadawul website.
- Most of the shareholders' inquiries during the year 2022 were about the company's financial results when they are published on Tadawul every quarter, as well as about unpaid profits for previous years.
- All investor complaints during the year 2022 AD, whether they were received through the Capital Market Authority website or through direct contact, were answered and the complaint was closed.
- The Members of the Board of Directors are periodically notified of suggestions and complaints of investors and their communications and observations.
- The Company called its Shareholders to interact, participate and attend the General Assemblies. The Company opens the way for discussion by the Shareholders, and the Board of Directors answers the Shareholders at the meeting of the Assembly, and it takes their notes into account, and all questions and answers are recorded in the minutes of the General Assembly to be published at the Company's website.
- All board members, including non-executives, are provided with information on Shareholders' proposals and notices about the company and its performance.

6- Brief Description of the Functions and Tasks of the Committees, Statements of the Names of the Committees and their Chairman, Members, Number of Meetings and Dates of Holding the Same and Statements of Attendance of by the Members at each Meeting:

1- The Executive Committee consists of the Following Members:

Name	Position
.George Antonius Abraham	chairman
.Zuhair Al-Wadghiri Lafouch	A member of the Committee from outside the BOD
Jameel Bin Abdullah ALMohem	member

- Secretary of the Executive Committee: Mr. Ahmed Ali Al Zayat

Subsequent Events

On January 21, 2023, with the beginning of the fifth session of the Board of Directors, the members of the Executive Committee were formed by the Board of Directors, the same members previously appointed in the fourth session

Functions and Responsibilities of the Committee:

- 1- With regard to the Company' strategy and objectives, the Committee shall undertake the following:
 - To review the Company's procedures and strategic planning operations.
 - To ensure that the Company's strategic plans have been reflected on the acts and practical activities aiming at the realization of the Company's objectives.
 - To review the Company's operational and capital budget before raising the same to the Board of Directors, which matter represents a part of the Company's plans, and to raise recommendations to the Board in that regard.
 - To review the Board's recommendations with regard to the distribution of the Company's resources, which matter aims at realizing harmony between the Company's strategic plans and its operational objectives in the long term
 - To carry out a periodic review of the strategic plans of the Company and its subsidiaries, as well as the operational objectives, in order to ensure compliance with the Company's mission and objectives.
- 2- With regard to the Company's operational priorities, the Committee shall review and prepare recommendations for the Board of Directors in respect of the strategic decisions relating to the operational priorities, including expansion to new markets and countries or withdrawal from current markets and countries.
- 3- With regard to the Company's financial planning and profits distribution policy, the Committee shall undertake the following:
 - To prepare and review recommendations for the Board of Directors in connection with the annual and long-term objectives and financial strategies and also in respect of the relevant performance indicators.
 - To review the major financial affairs affecting the Company and its subsidiaries, such as issues relating to the Company's capital, the Company's credit ranking, cash flows, borrowing activities and investment deposits.
 - To prepare and review the recommendations brought before the Board of Directors, in relation to the Company's profits distribution policy and how to put the same into effect.
 - To carry out periodic reviews of the actual capital expenditures and to review the same compared with the budgets pre-approved.
- 4- With regard to evaluating the Company's productivity activities in the long term and the effectiveness of the operational activities, the Committee reviews and prepares recommendations for the Board of Directors with regard to the strategic decisions affecting the opportunities available for the Company and aiming at improving the quality of products and services rendered by the Company and rationalize the costs associated with it.
- 5- With regard to the investment activities, the Committee shall undertake the following:
 - To assist the Board of Directors in handling its tasks in relation to review of the investment policies and criteria.
 - To study the investment opportunities and how far they are in line with the Company's strategy.
 - To search for investment opportunities realizing high returns, for example, but not as limitation (to make contracts for the management of local shares portfolios – to purchase units in funds of local shares – to purchase units in real estate funds– to enter into subscriptions in new companies and initial offerings – to purchase and sell real estate etc.).
- 6- To follow-up and assess existing and potential investments of the Company, and to supervise the consultancies in relation to the Committee's activities.
- 7 -The Committee shall approve any amendments in the balance sheet items and the final approval of the capital expenditure items in accordance with the Committee's powers provided for in the Table of Financial and Administrative Powers.
- 8 - To approve the Company's work policies and procedures and to recommend raising the same to the Board of Directors.
- 9 - To control the performance of the Executive Management and the Top Management, and to submit recommendation in that regard.
- 10 -The Committee shall present a periodic report on its activities at each meeting of the Board of Directors, and shall notify the Board of Directors if there is any case of conflict of interest arising due to the decisions taken by the Committee.

(1) Executive Committee meetings through 2022

Name	Position	Meeting 1 Feb (75)	Meeting 2 April (76)	Meeting 3 May (77)	Meeting 4 June (78)	Meeting 5 July (79)	Meeting 6 Sept (80)	Meeting 7 Oct (81)	Meeting 8 (82) Nov.	Attendance %
.Mr. George Antonius Abraham	Chairman	☑	☑	☑	☑	☑	☑	☑	☑	% 100
.Zuhair Al-Wadghiri Lafouch	Member	☑	☑	☑	☑	☑	☑	☑	☑	% 100
Jameel Bin Abdullah ALMolhem	Member	☑	☑	☑	☑	☑	☑	☑	☑	% 100



(2) Audit Committee:

The Audit Committee was formed from the Audit Committee from the general evaluation of the General Assembly on 21/01/2021 from the following committee members: tee from the general evaluation of the General Assembly on 10/12/1202 from the following committee members:

Name	Position	Member Status
Saleh bin Hassan Al-Aflak	Chairman	Independent
Ibrahim bin Yusuf Al-Mubarak	Member	Non-Executive
Dr. Suleiman Abdullah Al-Sukran	Member	From outside the board members
Walid bin Mohammed al-Athaimin	Member	From outside the board members

- Secretary of the Executive Committee: Mr. Ahmed Ali Al Zayat

Subsequent Events

On 21/01/2023 and with the beginning of the fifth session of the Board of Directors, members of the Audit Committee were formed by the Board of Directors, the same members previously appointed in the fourth session

Functions and Responsibilities of the Committee:

The Review Committee shall be in charge of controlling the Company's works and shall ascertain the integrity and honesty of the reports, financial statements and internal control systems. The Committee's functions shall, in particular, include the following:

1- Financial Reports:

- To study the Company's initial and Annual Financial Reports before raising the same to the Board of Directors and to express its opinion and give recommendation in that regard in order to ensure such reports' honesty, fairness and transparency.
- To express a technical opinion, upon the Board of Directors' request, whether the Board of Directors' report and the Company's Financial Statements are fair, reasonable and understandable, and include such information as may be necessary to enable the Shareholders and investors to evaluate the Company's financial position,

performance, work method and strategy.

- To study any important unfamiliar issues involved in the Financial Reports.
 - To study carefully any issues raised by the Company's Financial Manager or whomever undertaking his job or the compliance officer in charge at the Company or the Auditor.
 - To verify the accounting estimates affecting material issues contained in the Financial Reports.
 - To study the accounting policies followed at the Company and to express the opinion and recommendation to the Board of Directors in that regard.
- #### 2- Internal Audit:
- To study and review the internal and financial control systems and risks management at the Company.

- To study the internal review reports and to follow up on the implementation of the rectification procedures based on the notes set forth in such reports.
- To control and supervise the performance and the activities of the internal auditor and the Internal Audit Department at the Company, if any, in order to verify the ability and effectiveness of the necessary resources for performing the works and tasks assigned thereto. If there is no internal auditor at the Company, then the Committee shall raise a recommendation to the Board in connection with how far there is a need to appoint an internal auditor.
- To recommend to the Board of Directors the appointment of a unit manager or an Internal Audit Department or an internal auditor, and to propose its remuneration.

3- Auditor:

- To recommend to the Board of Directors the nomination and dismissal of auditors, determining their fees and evaluating their performance, after verifying their independence and reviewing the scope of their work and conditions of contract to be made with them.
- To verify the independence of the auditor and its being objective and fair, and how far the auditing performance is effective, taking into consideration the relevant rules and standards.
- To review the plan and activities of the Company's auditor, to verify that he has not presented technical or administrative works outside the scope of auditing activities, and to express the opinion in that regard.
- To answer the inquiries raised by the Company's auditor.
- To study the Report and Notes of the Auditor as to the Financial Statements and to follow-up any actions taken in that regard.

4- Ensuring compliance:

- To review the results of the Control Agencies Reports and to ascertain that the Company has taken the necessary actions in that regard.
- To verify the Company's compliance with the relevant laws, regulations, policies and instructions.
- To review the contracts and dealings proposed to be made by the

Company with related parties, and to submit its opinions in that regard to the Board of Directors.

- To raise to the Board of Directors any issues the Committee believes that an action should be taken in respect thereof, and to raise recommendations involving the procedures that should be taken.

5- Powers of the Committee:

The Committee shall have the following powers:

- 1- To request from the members of the Board of Directors, Executive Managers and other officers in charge at the Company to provide it with documents, records, reports, clarifications and any other appropriate information.
- 2- To call the Executive Managers, officers in charge and employees at the Company to meetings of the Committee in order to answer such inquire as may be raised by the Committee.
- 3- To request the Board of Directors to call the Company's General Assembly for a meeting if the Board of Directors obstructs its operation or if the Company is exposed to substantial damages or losses.
- 4- To seek the assistance of experts, advisors and professionals from outside the Company when performing its tasks.
- 5- To carry out a review and evaluation of the provisions of the regulations, and to prepare recommendations to the Board of Directors with regard to amending any part thereof, if circumstances so require.
- 6- To carry out a review and evaluation of the provisions of the regulations, and to prepare recommendations to the Board of Directors with regard to amending any part thereof, if circumstances so require.
- 7- To prepare quarterly reports for the Board of Directors on a periodic basis, and the Committee shall submit such reports to the Board of Directors immediately upon concluding the meeting of the Committee.
- 8- To determine the monthly salaries, bonus and other remuneration of the Internal Review Department or the internal auditor in compliance with the Company's internal Charters as approved by the Board of Directors.

Audit Committee meetings through 2022:

Name	Position	Meeting (1) (44) FEB	Meeting (2) (45) MAY	Meeting (3) (46) JUNE	Meeting (4) (47) NOV	Attendance %
Saleh bin Hassan Al-Afaleq	chairman	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100
Ibrahim bin Yousef Al-Mubarak	Member	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100
Dr. Sulaiman Abdullah Al-Sukran	Member	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100
Mr. Walid bin Mohammed al-Athamin	Member	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100

3- Nomination and Remuneration Committee:

The Nomination and Remuneration Committee consists of the following members:

Name	Position
.Khalid Bin Nasser Al Moammar	Chairman
Saleh bin Hassan Al-Afaleq	Member
.Hassan Essam Al-Qabbani	Member

- Secretary of the Nomination and Remuneration Committee: Ahmed Ali Al Zayat.

Subsequent Events

On 21/01/2023 and with the beginning of the fifth session of the Board of Directors, members of the Audit Committee were formed by the Board of Directors, the same members previously appointed in the fourth session

3- Nominations and Remunerations Committee:

Committee's Functions and Responsibilities

1- Functions relating to nominations:

- A) -To propose clear policies and criteria of the membership of the Board of Directors and Executive Management.
- B) - To recommend to the Board of Directors nomination and re-nomination of its members pursuant to the approved policies and criteria, taking into consideration that there shall not be nominated any person convicted in a crime affecting honesty.
- C) -To prepare a description of the capabilities and qualifications required for the membership of the Board of Directors and occupying Executive Management positions.
- D) -To determine the time that should be devoted by a member for the activities of the Board of Directors.
- E) -To carry out an annual review of the required needs of skills or appropriate experience for the membership of the Board of Directors and the Executive Management positions.
- F) -To review the structure of the Board of Directors and the Executive Management and to present recommendations in connection with any changes that should be made.
- G) -To amend the starting date of the Board of directors' term in a way that make the Board responsible for the fiscal year and avoiding any overlap between two Boards Directors, provided that the such amendment to the term shall not extend the term for more than two months or decrease it for two months.
- H) To determine the corresponding between the Board term to be in connection with the appointment of the Audit Committee in order for the Audit Committee power to be valid in approving the annual financial statements.
- I) To review the announcement of the Board of Directors nomination and to determine the date of publish for such announcement on Tadawul website and the period for accepting and receiving nomination requests, provided that such period shall not be less than 30 days. Further, to determine the date of the General Assembly meeting which shall contain the votes on the appointment of the nominates, whether before the period or after for not more than (60) days.
- J) To submit all the former Board's decisions taken during the extension term to the new Board to approve them.
- K) To verify annually the independence of the independent members and the non-existence of any conflict of interest if the member acts as member of the Board of Directors of another Company.
- L) To set a job description for the executive and non-executive members, independent members and senior executive officers.
- M) To set the special procedures in case the office of a member of the Board of Directors or a senior executive officer becomes vacant.
- N) To determine the points of weakness and strength at the Board of Directors, and to propose solutions for handling the same in accordance with the Company's interest.

2- Functions relating to Remuneration:

- A) -To prepare a clear policy for the remuneration of the members of the Board of Directors, the Committees thereof and the Executive Management, and to raise such policy to the Board of Directors to consider it in preparation for having it approved by the General Assembly, provided that, in such policy, there shall be observed the following performance-related criteria, disclosing the same and verifying the implementation thereof. The remuneration policy shall be prepared without prejudice to the provisions of the Companies Regulations, the Capital Market Law and the Implementing Rules thereof, so that it shall satisfy and include the following:
- B) -It shall be compliant with the Company's strategy and objectives.
- C) - Remuneration shall be given in order to urge the Board of Directors and the Executive Management to realize the Company's success and improvement in the long-term, e.g.: the policy shall link the variable part of the remuneration to performance in the long-term.
- D)- It shall determine the remuneration based on the office level, the tasks and responsibilities to be borne by the member, the educational qualifications, the practical experience, skills and performance level.
- E)- The policy shall be consistent with the risks volume, nature and level at the Company.
- F)-The policy shall take into account practices of other companies as to determining the remuneration, while avoiding any unnecessary increase in the remuneration and remuneration.
- G)-The policy shall target attracting, maintaining and encouraging the professional efficient members, without exaggeration.
- H)-The policy shall take into account the remuneration provided for under the contracts of the senior executive officers when concluding new appointments.
- I)-The policy shall handle suspension or recovery of remuneration already paid if it is found that it has been decided based on inaccurate information provided by a member of the Board of Directors or the Executive Management, in order to prevent making use of the job position to gain undue remuneration.
- J)-The policy shall regulate granting shares in the Company to the members of the Board of Directors and the Executive Management, whether under new issues or in the form of shares purchased by the Company.
- K)-To clarify the link between the remuneration so granted and the remuneration policy in force, and to clarify any major deviation from such policy.
- L)-To carry out a periodic review of the remuneration policy and to evaluate how far it is effective in realizing the objectives thereof.
- M)-To recommend to the Board of Directors the remuneration of the members of the Board of Directors, the Committees thereof and the senior executive officers at the Company based on the approved policy.

Nominations and Remuneration Committee meetings in 2022 AD:

Name	Position	Meeting (1)	Meeting (2)	Meeting (3)	Meeting (4)	Meeting (5)	Attendance %
		.Feb (34)	(35) May	(36) Sep	(37) Sep	(38) .Nov	
Khalid Bin Nasser Al Moammar	Chairman	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100
Saleh bin Hassan Al-Afaleq	Member	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100
.Hassan Essam Al-Qabbani	Member	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	% 100

7- Means Relied upon by the Board of Directors to evaluate its Performance and the Performance of its Committees and Members, and the External Body Undertaking the Evaluation, and its relationship with the Company

- The Board of Directors was briefed by the Nominations and Remunerations Committee of the evaluation of the members of the Board and the committees that the Nominations Committee oversaw its preparation. The recommendation was submitted to the Board of Directors and approved by the Board on February 23, 2022, and it was kept with the Secretary of the Board of Directors as part of the Board of Directors' minutes.
- There is no external body or entity that carries out the evaluation. Further, the Company believes that there is no need to seek an external assistance in the valuation, especially since all members of the Nomination and Remuneration Committee are independent members.
- The Nominations and Remuneration Committee shall submit to the Board of Directors the procedures and policies for the annual remuneration of members of the Board in accordance with the remuneration policy for members of the Board of Directors, its committees and the Executive Management approved by the Company's General Assembly in subsequent events on 21/01/2020, and the results of the annual evaluation shall be attached thereto.
- Annually verifying the independence of the independent members and the non-existence of any conflict of interest if the member acts as member of the Board of Directors of another Company.
- Setting a job description for the executive and non-executive members, independent members and senior executive officers.
- Setting the special procedures in case the office of a member of the Board of Directors or a senior executive officer becomes vacant.
- Determining the points of weakness and strength at the Board of Directors, and to propose solutions for handling the same in accordance with the Company's interest.
- Ensuring that the formation of all committees matches the requirements of the Corporate Governance regulations and Charters regarding their terms of membership and numbers of members.
- Ensuring that each committee carries out the tasks and responsibilities assigned to it, as described in the Corporate Governance Regulations and Charter, The Companies Law and the Executive procedures of the Committees.

The committee shall conduct the evaluation in accordance with the following mechanism:

- Ensuring that the description of the capabilities and qualifications required for the Board membership and Executive Management positions are matched.
- Ensuring that the time which should be devoted by the Board member is determined
- Annually reviewing the necessary needs and requirements for skills or appropriate expertise for the Board membership and Executive Management functions.
- Reviewing the structure of the Board of Director and the Executive Management, and submitting recommendations regarding any possible changes.

8- Disclosure of Remuneration of the Members of the Board of Directors and the Executive Management pursuant to article 90 of the Corporate Governance Regulations.

8.1- Disclosure of the Remuneration Policy:

This policy was approved by Board of Directors Resolution NO 281/34/2019 based on the recommendation of the Nominations Committee resolution 24/01/2019 AD.

Then, it was approved by the General Assembly resolution in its meeting held on 21/01/2020 AD (corresponding to 26/05/1441 AH).

First: General Introduction:

“The Policy of Remuneration of the Board of Directors., Committees, and the Executive Management of Takween Advanced Industries Company” (“Takween”) has been prepared in accordance with the Companies Law issued by the Royal Decree No. M/03 dated on 28/01/1437 AH, and in accordance with Takween’s Bylaws, and in accordance with requirements of Paragraph 1 of Article 61 of the Corporate Governance Regulation issued by the Board of the Capital Market Authority pursuant to its Resolution No. (8-16-2017) dated on 6/05/1438 AH (Corresponding to 13/02/2017 AD) amended by the Resolution of the Capital Market Authority Board No. (3-57-2019) dated on 15/09/1440 AH (Corresponding to 20/05/2019 AD) which states that the Nomination and Remuneration Committee: “shall prepare a clear policy for the remuneration of the Board of Directors, and committees members, and submit such policy to the Board of Directors for its consideration in order to submit it to the General Assembly to approve it. Such procedure shall be in accordance Chapter Two of the Regulatory Procedures issued in implementation of the Companies Law for listed joint stock Companies, provided that this policy shall takes into consideration the standards related to performance, disclosure and verification of the implementation it.

Second: The Objective:

This policy aims to establish a clear criterion for remunerations of the Board of Director, committees, and the senior Executives, taking into consideration the requirements of the relevant laws and regulations is-

sued by the supervisory bodies. The Board of Directors shall take into consideration in determining and issuing remunerations of the Board members shall be in accordance with relevant provisions stated in the Companies Law and Corporate Governance Regulation.

Further, this policy aims to attract persons with a degree of competence, capacity, and talent to have a seat and work as a member of the Board of Director, committees and positions in the Executive Management by adopting encouraged plans and programs of remuneration and are linked to performance which results in improving the Company’s performance and achieving the interests of the Shareholders.

This Policy aims to clarify the link between the bonuses granted and the applicable remuneration, and to annually clarify any material deviation from such policy, provided that such deviation shall be disclosed in the Board of Directors’ report.

ation from such policy, provided that such deviation shall be disclosed in the Board of Directors’ report.

Third: General Standards of Remuneration:

The Nomination and Remuneration Committee shall submit its recommendations to the Board of Directors regarding the remuneration of the Board members, all committees’ members, and senior executives of the Company in according with the following approved standards:

- 1- The policy and remuneration shall be compliant with the Company’s strategy, and objectives, and with the size, nature, and degree of risk that Takween has.
- 2- The policy shall be based on the recommendation of the Nomination and Remuneration Committee.
- 3- The policy shall be in accordance with the Company’s activity and the skills needed to manage the Company.
- 4- The policy shall take into consideration the sector in which the Com-

- pany operates, the size of the Company, and the experience of the members of the Board of Directors.
- 5- The policy shall be reasonably sufficient to attract board members, senior executives with appropriate competence and experience, and motivate and retain them for the long-term success and development of the Company.
 - 6- he policy shall take into consideration linking the variable part of the remuneration to performance in the long-term.
 - 7- The policy shall determine the remuneration based on the office level, the tasks and responsibilities to be borne by the member, the educational qualifications, the practical experience, skills and performance level
 - 8- The policy shall take into consideration the practices of other companies, and the prevalent remuneration in the market as to determining the remuneration, while avoiding any unnecessary increase in the remuneration.
 - 9-The policy shall be fair and proportional to the competencies of the member of the Board of directors, functions and responsibilities undertaken by the Board and all committees' members. Along with the objectives set by the Board to be achieved during the fiscal year.
 - 10-The remuneration of the members of the Board may be varying magnitude in according with the members' experience, competencies, tasks assigned to him/her, his/her independency, number of attended meetings, and other considerations.
 - 11-The remuneration shall be suspended and refunded if it appears that such remuneration was approved or issued based on inaccurate information provided by the member of the Board or by the executive management.
 - 12-In case the company adopt a program of granting shares in the Company to the members of the Board of Directors and the Executive Management, whether under new issues or in the form of shares purchased by the Company, such program shall be under the supervision of the Nomination and Remuneration Committee and in accordance with the Companies Law, and laws and regula-

tions issued by the Capital Market Authority.

- 13- Remuneration of the new appointed senior executives shall be prepared in coordination with Remuneration Committee if their contracts include definite or fixed percentage remuneration.

Fourth: Remuneration of the Board Members:

- 1- The remuneration of the Board of Directors of Takween may take the form of a fixed amount, a certain amount per meeting attended, in-kind benefits, a percentage of the net profit, or a combination thereof, provided that such remuneration shall not exceeds the total amount stated in the Companies Law and its regulations, in accordance with the terms of the reward included in this policy and any amendments that occur to these items later and are approved in accordance with the system.
- 2- The Remuneration of independent Board members shall not be a percentage of the net profits that are realized by the company, nor shall it be based directly or indirectly on the Company's profitability.
- 3- The Remunerations of different Board members may vary in accordance with a policy issued by the Nomination and Remuneration Committee and approved by the General Assembly. The board report submitted to the ordinary general assembly shall include a detailed statement of all amounts received by board members during the fiscal year, including remuneration, expenses and other benefits. The report shall also include amounts received by board members in their capacity as employees or executives, or in consideration of technical, administrative or consultative services (if any). It shall also include a statement of the number of board meetings and number of meetings attended by each member from the date of the last general assembly meeting, provided that the salary and benefits of the managing director for the executive management position are disclosed within the bonuses and allowances of senior executives.
- 4- If the Board member remuneration is a percentage of the net profits, such remuneration shall be in accordance with paragraph (2)

of Article (76) of the Companies Law, and in accordance with Article (20) of the Company's articles of association, provided that the sum of what one member of the Board of Directors receives in terms of remuneration and financial and in-kind benefits may not, in all cases, exceed the amount of (500,000) five hundred thousand Saudi riyals annually..

- 5- The allowance of expenses, travel expenses, and accommodation shall not be included in the (500,000) riyals total amount of remuneration obtained by the Board member or any of the committees' member.
- 6- The remuneration of the Audit Committee shall not be included in the (500,000) riyals total amount of the Board member remuneration.
- 7- Clause (8) of this regulation clarifies the terms and value of bonuses that are set out in the Company's articles of association.
- 8- Summary of the definition of remuneration for members of the Board of Directors:
 - A) Fixed Remuneration:
 - A Fixed amount;
 - A certain amount per meetings attended;
 - Total amount per committees' meetings attended;
 - in-kind benefits;
 - compensation regarding any technical, administrative or consultative services;
 - The remunerations of the Chairman, Vice Chairman, and Board secretary (if he/she a board member).
 - B) Variable Remuneration:
 - A percentage of the net profits;
 - Periodic remuneration;
 - Short term incentive plans;
 - Long term incentives plans.
 - granted Shares

Fifth: Remuneration of the Committee Members:

- 1- The Board of Directors shall determine and approve the remuneration of its committees along with meetings attendance allowances, and other benefits based on the recommendations of the Nominations and Remuneration Committee.
- 2- The remuneration for membership of committees emanating from the Board of Directors consist of an annual bonus (a lump sum), allowances for attending meetings, and other entitlements as indicated in this policy and in accordance with the provisions of Clause (8) of this bylaw..
- 3- The policy shall contain the remuneration of the Audit Committee members, such remuneration shall be approved by the General Assembly based on the Board of Directors recommendation in accordance with the applicable laws and regulations.
- 4- While the Committees are being formed, the number of Committees that a member may have a seat in at the same time shall be taken in consideration, provided that a member shall not receive total amount of remuneration in his capacity as a member of the Board and other committees shall exceed the maximum amount stated in the Companies Law, except his/her membership in the Audit Committee.
- 5- A brief of the remuneration of the Committee:
 - A)- A Fixed amount (other than certain amount per meetings attended);
 - B)- Allowance for attending meetings.

Sixth: Remuneration of the Executive Management:

On an annual basis, the Nominations and Remuneration Committee shall review the salary scale of all employees and senior executives, and the incentive program and plans, and approved them based on the Executive Management's recommendations. The Executive Management remuneration shall include:

- 1- The basic salary specified in the employment contract and shall be monthly paid at the end of each calendar month.

- 2- The bonuses stated in the human resources regulation and policy approved by the Nominations and Remuneration Committee and the Board of Directors. Such bonuses shall include but not limited to: Housing allowance, transportation allowance, children's education allowance, and phones allowance.
- 3- The medical insurance for the employee and his/her family in accordance with approved policy.
- 4- The insurance policy in accordance with the General Organization for Social Insurance (included work injuries, partial and total disability and death).
- 5- The annual bonuses shall be linked to the performance and the annual evaluation in accordance to the approved policy regarding such matter.
- 6- The fixed bonuses specified in the employment contract.
- 7- The short-term incentive plans linked to the special performance, and the long-term incentive plans such as granting shares program (if any).
- 8- Other benefits including but not limited to: annual leave, annual tickets, airport services, end of service reward in accordance with the Saudi Labor Law, and the human resources policy approved by the Company.
- 9- Sale commissions or bonuses in accordance with the Company's programs (Hadaaf) and (Kafaah)
- 10- Plans, programs, and general instructions of the remuneration of the senior executives shall be approved by the Nomination and Remuneration Committee.
- 11- The Managing Director shall apply the remuneration policy of the employees and senior executives in accordance with plans, programs, and general instructions of the Company approved by the Committee.
- 12- A brief of the remuneration of the senior executives:

Fixed Remuneration:

- Salary;
- Allowance;
- Fixed remuneration specified in the employee's contract;
- Benefits in kind.
- Variable Remuneration:
 - Periodic bonuses;
 - Profits;
 - Short-term incentive plans;
 - Long-term incentive plans;
 - Granted shares.

Seventh: Additional Determinants of Remuneration and Method of Disbursement:

- 1- Board members shall not vote on the agenda item relating to the remuneration of Board members at the General Assembly's meeting.
- 2- A Board member may receive a Remuneration for his/her membership in the audit committee formed by the General Assembly, for any additional executive, technical, managerial or consultative – pursuant to a professional license- duties or positions carried out by the Board member, and such Remuneration should be in addition to the Remuneration he/she may receive in his/her capacity as a member in the Board and in the committees formed by the Board, pursuant to the Companies Law and the Company's Bylaws.
- 3- If the General Assembly decides to terminate the membership of any Board member who fails to attend three consecutive Board meetings without a legitimate excuse, then such Board member shall not be entitled to any remuneration for the period starting from the last Board meeting he/she failed to attend, and he/she shall pay back any Remuneration he/she received for that period.
- 4- If it is evidenced to the audit committee or the Authority that the remuneration paid to any Board member was based on false or misleading information presented to the General Assembly or in-

- cluded in the annual Board report, the Board member shall return such remuneration to the Company, and the Company may request such Board member to return such Remuneration.
- 5- The Board must disclose in its annual report details of the remuneration policies, and mechanisms for determining such Remuneration, including amounts in cash and in-kind benefits paid to each Board member in exchange for any executive, technical, managerial, or advisory work or positions in accordance with controls and directives issued under the Companies Law; and the laws and regulations issued by the Capital Market Authority.
 - 6- A member shall be entitled to his/her remuneration as of the date he/she joined the Board or one of the Committees in according to his/her membership's term.
 - 7- The procedure for disbursing all remunerations of the Board and committees shall be prepared by the manager of investors relationship and legal affairs/ Board secretary, provided that such payment shall be approved in accordance with the Company's financial and administrative authority matrix.
 - 8- Payment of the allowance per meeting attended shall be after each meeting and based on the attendance record prepared by the Secretary. Remuneration of the Committees members shall be paid during the month of December of each year. However, they may be divided into installments at the end of each month of the year. The annual remuneration of the Board shall be fully paid after it is approved by the General Assembly and in accordance with Remuneration policy.
- Eighth: Statement of Details of the Remunerations of the Board of Directors and its Committees:**
- 1- For the services they provide, members of the Board of Directors shall be paid a lump sum amounting to Tow Hundred Thousand Saudi Riyals (SR. 200,000) for each member for every fiscal year, provided that the member shall be entitled to such remuneration in proportion to the number of meetings attended by the member in according with Article (20) of the Companies Law.
 - 2- The Board of Directors shall be authorized to review the annual remuneration stated in Paragraph (1) of the above mentioned clause (8) in accordance with the variables related to the performance of the Company. Further, the Board shall have the authority to suspend the payment of such remuneration or reduce it whenever is necessary.
 - 3- The meetings attendance allowance shall be the amount of (SAR. 3000) Riyals per meeting for each member of the Board.
 - 4- The secretary of the Board shall be entitled to the same amount of the meetings attendance allowance stated for the Board members.
 - 5- Any Board member who is participating in one or more committees shall be paid the amount of (SAR. 75,000) Riyals and according to the number of meetings he/she attends.
 - 6- Each committee member shall be paid the amount of (SAR. 3000) Riyals as an attendance allowance.
 - 7- The secretary of the committee shall be entitled to the same amount of the meetings attendance allowance stated for the committee members.
 - 8- The Board of Directors members shall be paid a remuneration of (10%) of the Company's net profits, provided that such payment shall be after deducting the reserves decided by the General Assembly and after distributing to the shareholders profits equals to not less than (5%) if the Company's paid capital.
 - 9- In all cases, the total amount of remuneration received by a Board member, whether financial or otherwise, shall not exceed 500,000 riyals annually except the remuneration of the Audit Committee members.
 - 10- The Company shall bear the expenses of accommodation and subsistence of the Board or committee nonresident member at the meeting place, along with his/her internal transportation and travel tickets expenses. Provided that such travel ticket shall be (round trip), and whether in first or business class. Such expenses shall not be included in the calculation of the total amount of remuneration.

Ninth: Provisions for the Remuneration Payment:

- 1- The recommendation of the Nominations and Remuneration Committee on the remuneration of the Board and all committees' members and senior Executives of the Company shall be obtained and submitted to the Board of Directors prior to making any payment pursuant to the policy.
- 2- The Nomination and Remuneration Committee shall recommend the total annual remuneration amount of all employees raised by the Executive Committee, and submit its recommendations to the Board of Directors.
- 3- The Nomination and Remuneration Committee shall prepare a report which clarifies the link between the remuneration so granted and the remuneration policy in force, and to clarify any major deviation from such policy. The managing director/ CEO shall provide the Committee with a periodic report including all the paid remunerations whether to the Board or all other Committees members, or to the Company's employees.

Tenth: General Provisions (reviewing, amending, and publishing of this policy):

- 1- This Policy shall be effective and applied by the Company from the date of its approval by the General Assembly.
- 2- This Policy shall be published on the Company's website in order to enable the shareholders, stakeholders, and public to read.
- 3- This policy shall be periodically reviewed by – if needed- by the Nomination and Remuneration Committee. The Committee shall submit its proposed amendments to the Board of Directors to study, review, and recommend the approval of such amendments to the General Assembly.

8.2- Relation between the Remuneration so granted and the Applicable Remuneration Policy, and statement of any Major Deviation from such Policy:

Takween shall comply with the remuneration policy in accordance with the laws and regulations, and ensure that there is no deviation from this policy as stated in the paid remuneration schedule in paragraph 8- 3 below:

8.3- Remunerations paid to Members of the Board of Directors, Members of Committees and Senior Executives:

1 - Remuneration and allowances of the members of the Board of Directors: all amounts are in thousand Saudi Riyals:

	Fixed remuneration						Variable remuneration						End of services bonus	Grand Total	Expenses	
	A certain amount	Allowance for attending the Board meetings	Allowance for attending the Committees meetings	Benefits in kind	Technical, administrative, consultancy, or what they have received in return for work as employees or administrators. An indication of what members of the Council have received	If one of the members is the Managing Director or the Secretary, the remuneration of the Board Chairman	Total	percentage of profits	Periodic bonuses	Short-term incentive plans	Long-term incentive plans	(Granted Shares (Value (the value				Total
First: Independent Members																
Saleh Bin Hassan Al-Afaleq	-	12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
.Hassan Essam Al-Qabbani	-	12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
.Khalid Bin Nasser Al Moammar	-	12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
Total	-	36,000	-	-	-	-	36,000	-	-	-	-	-	-	-	36,000	-
Second: Non-Executive Members																
Abdulmohsen Bin Mohammed .Al-Othman		12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
Ibrahim bin Youssef Al-Mubarak		12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
.George Antonius Abraham		12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
Total		36,000	-	-	-	-	36,000	-	-	-	-	-	-	-	36,000	-
:Third: Executive Members																
Jameel Abdullah ALMOlhem		12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-
Total		12,000	-	-	-	-	12,000	-	-	-	-	-	-	-	12,000	-

NOTE:

- 1- The Managing Director - Executive Member – is a Full-time to manage the company and registered in the wages and insurance system as an employee. Accordingly, the job's salary and benefits are included among the senior executives by virtue of the position he is assuming. A decision of the Board of Directors was issued on 15/12/2021 to assign him the duties of the Chief Executive Officer in addition to the tasks of the Managing Director until 08/01/2023 AD, the Chief Executive Officer has been appointed.
- 2- According to the Company's remuneration policy, and corporate governance regulation, the executive member or the chief executive shall not receive any remuneration and allowance for attending committees meetings which he is a member of.

2 - Bonuses and allowances of committee members: (amount in riyal)

	Fixed remuneration (except At- (tending meetings Allowance	Attending meetings al- lowance	Expenses	Total
:Audit Committees members				
.Dr. Solaiman Bin Abdullah Al Sakran	75,000	12.000	-	87.000
Walid Mohammed bin Uthaymeen	75,000	12.000	-	87.000
.Saleh Bin Hassan Al-Afaleq	75,000	12.000	-	87.000
Ibrahim Yusuf Al Mubarak	75.000	12.000		87.000
Total	300.000	48.000	-	348.000
Nomination and Remuneration Committee members				
.Khalid Bin Nasser Al Moammar	75,000	15.000	1500	91.500
.Saleh Bin Hassan Al-Afaleq	-	15.000	-	15.000
.Hassan Essam Al-Qabbani	75,000	15.000	12.000	102.000
Total	150.000	45.000	13.500	208.500
:Executive Committee members				
Mr. George Antonius Abraham	75,000	24.000	-	99.000
Eng. Zuhair Al-Wadghiri Lafouch	75,000	24.000	-	99.000
Jameel Abdullah ALMolhem	-	-	-	-
Total	150.000	48.000	-	198.000

2 - Senior Executives Bonuses: SR Amount

	Fixed remuneration				Variable remuneration						End of Services Reward	Total executive Bonus from the BOD	Grand Total
	Salaries	Allowances	Benefits	Total	Periodic bonuses	Profits	Short-term incentive plans	Long-term incentive plans	Granted Shares ((is inserted	Total			
Managing Director	3,000,000	840,000	-	3,840,000	-	-	400,000	-	-	400,000	176,794	-	4,416,679
(EX) Chief Executive Officer Up to 1/2/2022	155,357	54,375	-	209,732	-	-	75,000	-	-	75,000	8,876	-	293,608
(EX) Financial Officer up to 30/6/2022	619,300	187,250	-	806,550	-	-	150,000	-	-	150,000	29,549	-	986,100
(A) CFO	412,500	139,875		552,375			25,000			25,000	32,783		610,158
CHCO	945,000	301,000		1,246,000			-			-	47,640		1,293,604

9- Any punishment, penalty, precautionary measure or standby restriction imposed on the Company by the Authority or any other supervisory, regulatory or judicial body, and statement of the reasons of violation and the body imposing the penalty, together with the means of rectification and avoiding occurring of the same in future.

NONE



10- Results of the Annual Review of the Effectiveness of the Internal Control Procedures at the Company, in addition to the Opinion of the Review Committee as to the Efficiency of the Internal Control System at the Company:

First: Bases of Internal Control and Application of the Control System within the Company:

Within the framework of the basic functions of the Board of Directors stipulated in the Corporate Governance Regulations and the Governance System of Takween Company, which is related to the company's internal control system, the Board of Directors has adopted the Company's internal control system which establishes the risk management policies and procedures, and applies the provisions of the Company's corporate governance in accordance with the related laws and regulations, and the company follows clear standards of responsibility at all executive levels, and that all related party transactions are carried out in accordance with their provisions and controls.

Within the framework of what was stipulated in the Companies Law, the Company's Articles of Association and the Governance System, the audit committee's responsibilities are concerned with monitoring the company's business and verifying the integrity and integrity of reports, financial statements and internal control systems therein. The tasks of the committee include, in particular, follow-up with regard to financial reports, internal auditing, and the auditor, as well as ensuring compliance.

In this context, the company has established independent units and departments responsible for the implementation of the internal control system which include the internal audit department, the governance department, the risk unit, and the compliance unit. Provided that the internal audit department shall evaluate the internal control, system and supervise the implementation of it. Further, the internal audit department shall ensure the company's compliance with all applicable laws, regulations, instructions, and the Company's policies and procedures. The Board of Directors, in order to achieve that, has approved

and supervised on the internal controls system. Such system shall be updated in the light of any new amendments made to the regulations and instructions issued by the Capital Market Authority.

Implementation of the control system:

The internal control system and the control system shall be implemented by the following departments; (Internal Audit Department, Risk Department, Compliance Department, Governance department, and the Legal Affairs Department).

Review the Implementation of the Internal Control System:

The Audit Committee shall review the internal control system regarding all of the Company's and the Company's subsidiaries activities in accordance with the its competencies and responsibilities stated in the Corporate Governance regulation and the Company's corporate governance system, and in accordance with internal controls reports and in accordance to the following basis:

- Studying the accounting policies used in the Company, and express opinion and recommendation to the Board of Directors;
- Verifying accounting assessments in material matters contained in the financial reports;
- Studying and reviewing the internal control and financial system and the risk management system.
- Studying the internal audit reports and following up on the implementation of the corrective action for the notes stated in such reports.
- Ensuring that the Company complies with all applicable Laws, Regulations, policies, and related instructions.
- Reviewing the contracts and transactions proposed to be conduct-

ed by the company with the related parties, and submitting its views in this regard to the Board of Directors.

Second: Results of Annual Review to the Internal Control System Effectiveness:

The Internal audit department at Takween Group renders independent and objective confirmation and consultancy services to the Company aiming at adding a value or developing certain operational processes and to assist the Company's management to achieve its strategic objectives through following a systematic way to evaluate and improve the effectiveness of the internal control operation and supervising on the implementation of such system. The Internal audit department shall be under the supervision of the audit committee, and shall submit all of its work results and report to the audit committee. The Internal audit Charter has been prepared pursuant to the best international practices which require the independence of the Company's Internal audit department and require that department does not undertake any executive activities, and has the right to obtain information and communicate with persons within the Company or its subsidiaries.

The scope of work of the Internal audit department covers all work centres and the various activities and operations of the Company and its subsidiaries, including any subsidiary outside the Kingdom of Saudi Arabia, and in such manner, as may enable the internal audit department to evaluate the suitability and effectiveness of the internal control systems, risk management operations, governance and achievement of all tasks and responsibilities the department is charged with. The internal audit department shall mainly undertake the following:

- To carry out periodic audits and audits based on the priorities of the risk-based audit plan approved by the Audit Committee within its strategy that is approved by the Audit Committee of the Board of Directors..
- To carry out any special assignments or prepare consultancies in accordance with the instructions received from the Audit Commit-

tee or the Executive Management pursuant to the international auditing criteria and the best global practices in that regard.

In the year 2022, the Internal Audit department carried out a number of review and audition operations, including the head office of the Company and its subsidiaries within and outside the Kingdom of Saudi Arabia in accordance with "the annual review plan, approved by the Audit Committee and within the targeted objectives". This included the following:

- Evaluation of operations at some subsidiaries and giving a reasonable confirmation as to the sufficiency and efficiency of their administrative regulations in order to help realizing the Company's strategic objectives.
- Evaluation of compliance by the Company and its subsidiaries with the laws and regulations in force and giving a reasonable confirmation as to the sufficiency and efficiency of the Company's internal regulations ensuring abiding by such compliance.
- Evaluation of how far there are regulations ensuring protection of the Company's various assets and giving a reasonable confirmation as to the sufficiency and efficiency of such regulations.
- Evaluation of the risk management operations at the Company, and how far through such operations it is possible to determine the high risks faced by the Company through the procedures taken to define such risks and control the same, and giving a reasonable confirmation as to the sufficiency and efficiency of such operations.
- Periodic follow-up with the main agencies and departments to verify the application and execution of corrective actions under agreement with such agencies and within the time limit set in that regard.

Third: Opinion of the Audit Committee as to the Sufficiency of the Internal Control System at the Company as of 31/12/2022:

The Audit Committee has reviewed the procedures of the internal control and audit system within the limited tasks and transactions adopted and approved by the internal audit department and after discussions with the Company's external auditor and the Executive Managements about the results of the quarterly and annual transactions, accordingly, the Audit Committee can provide a reasonable confirmation of the internal control systems inside the Company. Further, the Audit Committee has not found anything that shall be referred to or believed to have any weakness or vulnerability in the internal control systems and policies, as it is not possible to give confirmation of the effectiveness of any system and its policies for control and internal audit with a degree of complete reliability.

11- Recommendations of the Audit Committee which are in contradiction with Resolutions of the Board of Directors, or which the Board refused to adopt with regard to appointing an auditor for the Company, as to the appointment, dismissal, determining the fees, and evaluating the performance of the Company's auditor or appointment of an internal auditor, in addition to the reasons of such recommendations and the reasons for not applying them:

NONE - As there is an Audit Department in the Company .

12- Recommendations of the Audit Committee, whose arrangement exists, and the decisions of the Board of Directors, or which the Board rejected, appointing and dismissing the company's auditor, determining his performance fees, or appointing the auditor, and the justifications for those and the reasons for not registering with them,

There is no conflict between the recommendations of the Audit Committee and the decisions of the Board of Directors.

13- Details of social contacts in Takween:

- 1- Preparing workshops, programs and training courses for the company's employees by trainers from inside and outside the company.
 - 2- Participate with local universities in accepting students who are about to graduate for practical training during the specified time period from those universities and institutes.
 - 3 Organizing the annual mass breakfast in the Holy Month of Ramadan in all subsidiaries, each company separately, in the region in which it is located and in the major hotels, and it is attended by the highest level of officials, and honoring the outstanding employees and employees who have spent five or ten years in service, and presenting certificates of appreciation to them.
 - 4- Preparing Ramadan promotional competitions for employees, drawing prizes, preparing recreational and sports programs and trips, and participating in basketball competitions with subsidiaries and associate companies in the group.
 - 5- Organizing a party for employees and their families to greet them on holiday occasions (Al-Fitr - Al-Adha - holidays for non-Muslims in their homeland for the company's branches outside the Kingdom)
 - 6- Preparing an annual ceremony commensurate with the importance of the event for the Kingdom's National Day and the founding day, and the participation of senior officials with workers in these important national celebrations.
 - 7- The company, through the officials of the subsidiaries, organized awareness campaigns on security, safety and workers' health in light of the risks that may affect the health situation through the company's industrial fields.
 - 8- The company annually follows up the development of health insurance programs for workers and their families
 - 9- The company continuously supports the initiative to support the appointment of people with disabilities and works to appoint them in appropriate jobs and prepares continuous training programs for them until the percentage of people with disabilities reached 5% of the total employees in some subsidiaries.
 - 10- The company, from time to time, prepares development courses for first aid for workers and provides workplaces with medicines, first aid equipment, and security and safety means.
 - 11- Within the framework of motivating employees, the company has formed a specialized committee to receive communications from all employees and has issued media publications in all languages to convey its message to employees, with the aim of listening to the opinions of employees in the company and discussing with them the issues and topics subject to important decisions.
- The company sets its sights on these goals to support community development, support and train Saudi youth, and develop the level and competence of the Saudi workforce directed to support local plastic manufacturing companies within the framework of contributing to increasing local content to achieve the goals of the National Vision 2030.

14- Statement of the dates of meetings of the Shareholders General Assembly, held in the Year 2022, and names of the members of the Board of Directors attending such Assemblies:

Takween's General Assembly meetings in 2022

Name	Position	First Meeting
		Ordinary General Assembly 11/05/2022
Mr. Abdulmohsen Bin Mohammed Al-Othman.	Chairman of the Board of Directors	<input checked="" type="checkbox"/>
Mr Saleh Bin Hassan Al-Afaleq	Vice-Chairman of the Board of Directors	<input checked="" type="checkbox"/>
Mr. George Antonius Abraham.	Member of the Board of Directors	<input checked="" type="checkbox"/>
Mr. Jameel Abdullah ALMolhem	Managing Director of the Board of Directors	<input checked="" type="checkbox"/>
Mr. Khalid Bin Nasser Al Moammar.	Member of the Board of Directors	<input checked="" type="checkbox"/>
Mr . Ibrahim bin Youssef Al-Mubarak	Member of the Board of Directors	<input checked="" type="checkbox"/>
Mr. Hassan Essam Al-Qabbani.	Member of the Board of Directors	<input checked="" type="checkbox"/>

15- Description of the Types of Main Activities Practiced by the Company and its Subsidiaries, and Statement of each Activity and its Impact on the Volume of the Company's Commercial Transactions and the Contribution thereof in the Results:

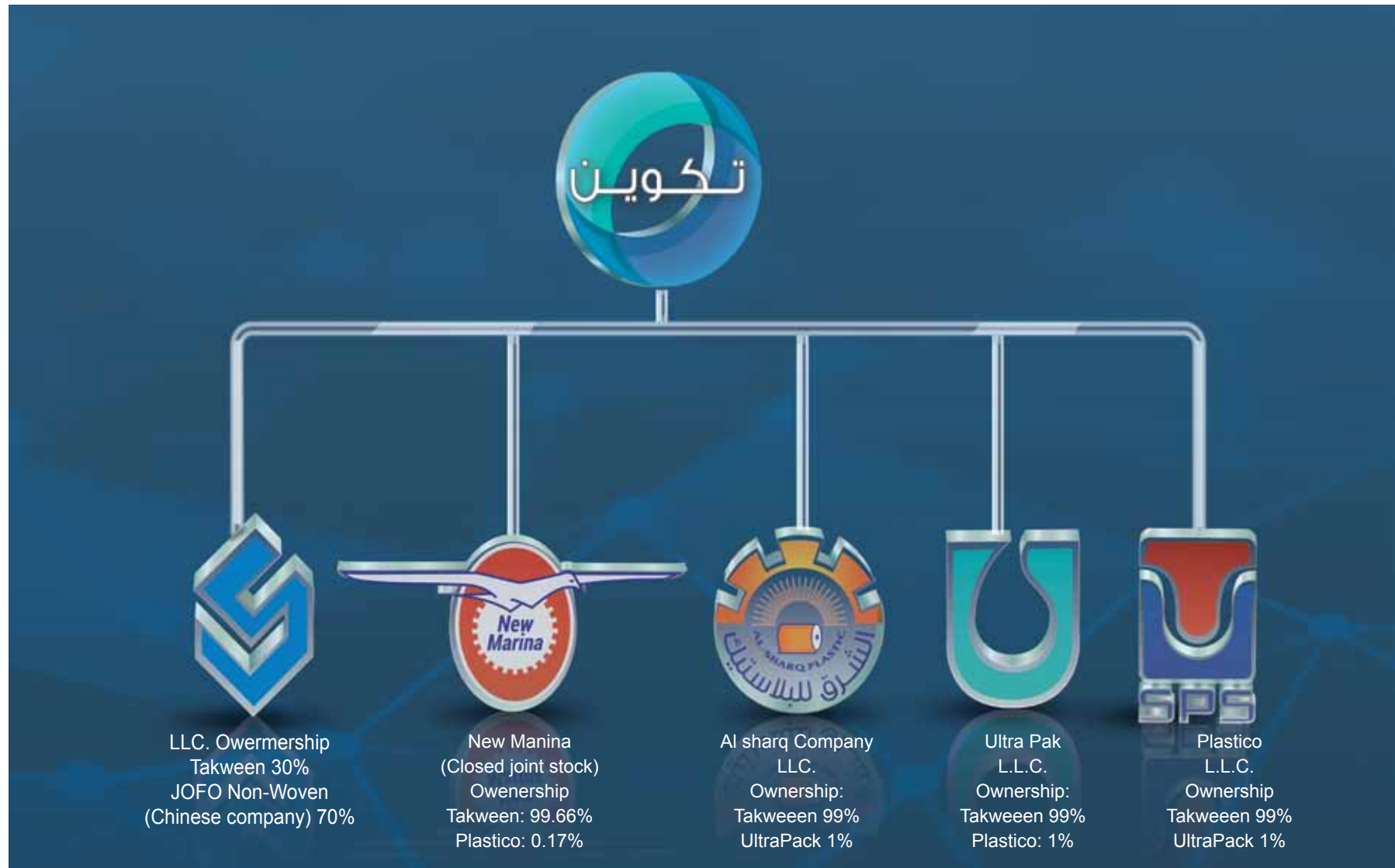
Takween Company is classified among the basic materials companies and its activity is concentrated in two main industrial sectors, namely the plastic packages industry and the non-woven fabrics sector. Takween Company owns ownership shares in five subsidiaries, four of which are in the Kingdom of Saudi Arabia and one company outside the Kingdom in the Burj Al Arab Industrial City, Alexandria, the Arab Republic of Egypt. The following chart shows the legal form of

these companies and the percentage of ownership of Takween Company in them.

It is worth noting that Takween set strategic goals to focus entirely on the plastic industries sector and reduced its investments in the non-woven fabrics industry sector after it sold 70% of its shares in the Advanced Textiles Factory Company to the Chinese company Gofu Textiles Industry Ltd., during the third quarter of the year 2021.

The following is a description of the types of activities and affiliate companies:

First: Illustrative Chart Showing the Structure of Takween Companies Group:



Second: Brief on the Company's Projects:

(1) **Plastic Sector (manufacture of plastic packages, small bottles, containers and pallets) in that sector, there are operating three main companies as follows:**

(A) Saudi Plastic Packaging Systems Company. (Plastico) SPPS:

Legal Form of the Company: a limited liability company with an independent financial liability.

Takween Relationship: One of the company's owners, and owns major shares, with the financial receivables of each company legally separated.

The head office of Saudi Plastic Packaging Systems Co. (Plastico) is located at Jarn, Al Ahsa. Products of the Company are sold to customers within and outside the Kingdom. The Company undertakes manufacturing for the major packaging companies of soft drinks, including mineral water, gaseous drinks, dairy products and juices companies and the major companies of oils in the Kingdom of Saudi Arabia, Middle East and North Africa. The Company's sales benefitted by the end consumer's tendency and preference to use transparent and non-transparent plastic packaging materials, of light weight, and which preserve the products for a longer time. The Company has four (4) branches, each with its own Commercial Register as follows:

1- Branch of the Saudi Plastic Packaging Systems Co. – Plastic Packaging Factory at Jarn, Al Ahsa:

The Factory produces polystyrene sheets, thermoplastic polystyrene containers, together with the covers thereof, high density polyethylene bottles (blow molding) (HDPE) and covers and injection – molded membranes. Products of this Factory include glasses, packages, covers, bottles, membranes and sheet rolls

used for packing dairy products, juices, foodstuffs, water and soft drinks and IML container.

2. Branch of the Saudi Plastic Packaging Systems Co. – Plastic Packaging Factory at Al Oyun, Al Ahsa:

This Factory is deemed one of the biggest owned by the Company for manufacturing plastic packages, small bottles of terephthalate polyethylene material with capacities ranging between 330 milliliter and 2.25 liters in the Kingdom of Saudi Arabia. Products of this Company include glasses, packages, covers, bottles, membranes, sheet rolls used for packing dairy products, juices, foodstuff, water and soft drinks.

3- Branch of the Saudi Plastic Packaging Systems Co. – Plastic Packaging Factory in Jeddah:

This Factory is specialized in producing packages, barrels, bottles, covers, plastic glasses, small bottles, plastic membranes and rolls, sheets, and the import and export of plastic products of all kinds.

4- Branch of the Saudi Plastic Packaging Systems Co. – Plastic Packaging Factory in Riyadh:

This Factory is specialized in producing packages, barrels, bottles, covers, plastic glasses, small bottles, plastic membranes and rolls, sheets, and the import and export of plastic products of all kinds.

B) Al Sharq Plastic Industries Co. (Al Sharq) ASP:

Legal Form of the Company: a limited liability company with an Takween Relationship: One of the company's owners, and owns major shares, with the financial receivables of each company legally separated.

The head office of Al Sharq Plastic Industries Co. is located in Riyadh. The Company's products are sold to customers in the Kingdom of Saudi Arabia and the countries of the Middle East. The Company's Factory is located in the Second Industrial City, Al Kharj – Riyadh Road. This Factory is specialized in producing packaging membranes, plastic rolls, disposable bags, glasses, packages, dishes and tools, and containers, barrels, household various utensils, heavy duty bags made of polyethylene, garbage containers, boxes, hygienic tools, plastic sheets, platforms, pallets, dumpsters, chairs, plastic tables, and import and export of all the Company's plastic products of all kinds.

C) New Marina Plastic Industries Co. (New Marina Plast) NMP– Egypt:

Legal Form of the Company: Egyptian joint stock company, under the supervision of the Egyptian Capital Market Authority and the Investment Authority, with an independent financial liability

Takween Relationship: Major shareholders of the company, and owns major shares, with the financial receivables of each company legally separated.

The head office of New Marian Plast Co. is located in Borg El Al Arab, New Industrial City, Alexandria, Arab Republic of Egypt. Products of the Company are sold to customers in the Arab Republic of Egypt and North and Central Africa. This Factory is specialized in manufacturing and selling the plastic products, of all kinds, and manufacturing spare parts and exporting the same.

2) Non-Textile Fabric Sector (Hygienic and Medical Products): Advanced Fabric Company (SAAF).

Legal Form of the Company: a limited liability company with an independent financial liability.

The ownership percentage of Takween Company changed during

the third quarter of 2021 to become 30% instead of 100% after the Chinese Jufu Textile Industry Co., Ltd., acquired 70% of its ownership shares in the Advanced Fabrics Company "SAF".

SAAF's head office is located at Al Ahsa, and it owns two (2) main factories as follows:

A) The Non-Textile Fabrics Factory at Al Ahsa (SAAF) –The First and Second Production Lines;

The Non-Textile Fabrics Factory of SAAF, produces synthetics for use in the Health and Medical Sector, in addition to anti-alcohol and anti-static electricity fabrics which are used for surgical covers, medical clothes, protective clothes and fabrics made for hygienic uses, such as baby diapers, adult diapers and feminine pads as well as processing lines.

B) The Non-Textile Fabrics Factory in Rabigh (SAAF Branch) – The Third Production Line:

The Non-Textile Fabrics Factory, of SAAF, produces synthetics for use in the Health, Industrial and Medical Sector, in addition to anti-alcohol and anti-static electricity fabrics which are used for surgical covers, medical clothes, protective clothes and fabrics made for hygienic uses, such as baby diapers, adult diapers and feminine pads as well as treatment lines.

3- The Commercial Branch of Takween Company. at the Free Zone in Dubai (Takween Advanced Industries Co. – DMCC Branch):

The Branch of Takween Company. in Dubai represents an important commercial centre for all subsidiaries (Plastico – Al Sharq – New Marina – SAAF) in connection with export to foreign countries and finding new marketing outlets through international exhibitions which are held in Dubai and the United Arab Emirates, and

moving towards new markets in Africa and East of Asia.

4- Ultrapacks Company (Ultrapak):

Legal Form of the Company: a limited liability company with an independent financial liability.

Ultrapak's head office is located at Jeddah City. However, Ultrapak's article of association was amended by changing the activities of the company to be an investment and services company and the company's industrial license has been cancelled.

Third: Summary Description of the Impact of each Activity on the Company's Volume of Work and the Contribution thereof in the Results of the Year 2022 AD:

A) Sectors of Activities:

Sector	in Thousand–Production Capacity Tons		Impact on the Volume of Works		Impact on Results	
	Annual production	Percentage	Revenues	Percentage	Profit from activity	Percentage
Plastic products sector	225.094	% 100	1.045,399	% 100	-158,916	% 100
Total	225.094	% 100	1.045,399	% 100	-158,916	% 100

B) Sectors According to Geographic Areas:

Area	Production capacity - Thousand Tons		Impact on the Volume of Works		Impact on Results	
	Annual production	Percentage	Revenues	Percentage	Profit from activity	Percentage
Kingdom of Saudi Arabia	208,104	% 92.5	992,172	% 94.9	(153,196)	% 96.4
Arab Republic of Egypt	16,990	% 7.5	53,227	% 5.1	(5,720)	% 3.6
Total	225,094	% 100	1,045,399	% 100	(158,916)	% 100

16 - Description of the Company's Important Plans and Decisions (including the Company's Structural Changes, Expansion of its Activities or Suspension of its Operations and Future Forecasts Affecting the Company's Works:

First: The Company's Future Plans and Strategy:

- A)** Takween seeks to develop the company's current strategy aimed at focusing and expanding the plastics sector both inside and outside Saudi Arabia in the countries where the activities of the Company are being operated in.
- B)** Takween seeks to benefit greatly from its leadership position in the various market sectors, locally and internationally, and its prestigious reputation with major customers in the field of plastic industries to implement further expansions by opening new marketing outlets outside the Kingdom in the region's most demanding for the Company's products in the East Asia and in African countries. Further, Takween is moving towards to manufacturing value-added products in implementation of this strategy and in line with the needs of major customers and global markets.
- C)** Takween enjoys high experience that enables the Company to achieve operational efficiency and continuously develop its capabilities in the field of plastic industries. The Company also aims to increase its share in the local and international markets and enhance its financial results, including the interest of its shareholders and the national economy.
- D)** To achieve the objectives of its strategy, Takween continually focuses on research and development activities, which are the cornerstone of all innovations that have enhanced its reputation in the market.
- E)** Takween also seeks to develop its projects and factories to keep pace with the latest developments in the field of its industry which leads to creating new job opportunities and achieving the largest

percentage of localization of jobs. As the Company always develops safe business and focuses on managing risks and benefiting from global experiences in its field of business to become one of the developed companies in its field. Takween is developing its projects in the Kingdom and abroad as a strategic option for its long-term growth To achieve the target growth.

- F)** Takween's policies in dealing with its employees, customers, and suppliers are the first factor for its success, and these dealings are based on the principle of transparency, honesty, mutual interest, teamwork, professional conduct rules and other basic pillars on which the Company's strategic goals and plans and future expectations are based.
- G)** Takween develops its internal administrative systems, technology programs, and governance systems to raise the level of control, achieve transparency, ensure non-conflict of interests, preserve rights, raise the Company's work efficiency, sustainability and continuity, and enhance trust between the Board of Directors, stakeholders, shareholders, and investors.

Second Ingartam decisions and future

- A)** Working to improve the work environment to be an attractive environment, reduce the turnover of highly qualified employees, and update the rules of professional behavior, in order to achieve the social goals of the company's employees and create a spirit of teamwork and loyalty to the company and credibility in dealing and mastery of work.
- B)** Continuing to take a number of proactive measures to face the changes related to the labor market, studying expectations and

the impact of the initiative to improve the contractual relationship between the employees and the employer which was implemented in March 2021G. As well as Saudization decisions and decisions to exempt factories from annual expenses in exchange for non-Saudi Employees, and work to activate the regulatory rules for Saudization Jobs and training of human resources to raise the level of performance.

- C) Continuing to take a number of measures, and initiatives in the head office and in the subsidiaries to reduce direct and indirect costs and raise the level of performance.
- D) Administrative support to implement the governance and sustainability systems to raise the levels of internal control and the company's position before the supervisory authorities, shareholders, investors, and stakeholders.
- E) Developing internal audit, compliance, risk and legal affairs departments and units in order to enhance the role of governance inside the Company.

Third: The Strengths and Competitive Advantages of the Company:

The company has the following strengths and competitive advantages:

- A) Strong opportunities to keep pace with economic growth;
- B) Long-term attractions;

- C) A management team with extensive experience;
- D) Business diversity;
- E) Strong and stable relationships with major suppliers inside and outside the kingdom;
- F) Mutual benefit and interconnection between companies;
- G) Using the latest equipment and equipment which enhances product quality and operating efficiency;
- H) A leading market share in plastic packaging products in the kingdom and in a number of international markets;
- I) Long and stable relationships with major clients and signing long-term supply contracts;
- J) Government support for industrial development;
- K) Providing government funding through the Saudi Industrial Development Fund;
- L) Providing export support financing for the company by the Saudi Export Authority.
- M) The company's superiority in the governance index and is chosen among the top ten companies listed on the market "Tadawul".

17- Information Relating to Risks faced by the Company (Whether Operational Risks, Financing Risks or Market risks) and the Policy for Managing and Controlling such Risks:

Due to the outside circumstances and changes, and taking into account that Takween Company is a listed industrial investment Company, therefore the Company's activity, financial position, results of operations and cash flows may fundamentally and negatively be affected in case any of the risk factors referred to in this Report occurs or if there occurs any one of the other risks which could not be identified or other risks which are not deemed substantial, or if the latter ones become substantial risks. Herein below are the kinds of risks which may be faced by the Company as a result of its operational activities and nature of such activities, including operational risks, financial risks and market risks. The Report also includes the policy of the Company's management as to such risks and controlling the same.

first: Information about any risks faced by the company

A- Risks Related to the Company's Activities and Operations:

1- Risks Associated with Inability of the Group to Implement its Strategy as to Expansion and Works Execution:

Performance of the Group in future relies on effective implementation of its work plans and growth strategies, including the manufacture of new products, expansion of the products basis made by the Group through setting-up, preparing and developing production lines. The failure of the Group to implement the work plans, growth strategies and setting-up the necessary production lines, as appropriate, or the withdrawal or negligence by the supervising companies shall adversely and materially affect the Group's operations and financial position.

2- Lack of Capital Required to Finance the Company's Plans, Works and Investments:

The financing needs of the Group depend on its capital, financial posi-

tion, results of its operations, cash flows and the finance it obtains from banks and financing institutions. The Group may bear capital expenditure in order to carry out maintenance works and ongoing improvement of its assets and equipment. Failure to obtain the necessary finance, at appropriate time and under acceptable conditions, if the Group's needs so require, may adversely affect execution by the Group of its activities.

3- Reliance on Financing and Credit Facilities:

The Company relies on financing and credit facilities for its expansion activities and operation of its structures, through obtaining short- and long-term loans from various financial institutions. The Company applies such loans for various objectives, including to finance the operating capital and the projects undertaken by the Company or its subsidiaries. The breach on the part of the Company of its obligations toward any financial institutions, or in case such institutions are not ready to renew the facilities, then this may affect the availability of liquid money necessary for the Company's activities, the production development plans and the expansion plans, which matter will be negatively reflected on the expected profits.

4- Risks Related to Transport:

The Company does not have its own transport fleet to transport its products to its clients, and consequently, this task is assigned to specialized transport companies. Any amendment or variation in the transport regulations and conditions applied for the transport of the Company's products shall affect its ability to supply products to markets and clients and this, in turn, shall negatively affect

the Company's results, operations, future expectations and financial position.

5- Risks Related to Clients Concentration:

The Group's works largely depend on sales to a small number of main clients, and any fall in the demand by such main clients results in decrease in the sales, which matter negatively affect the net profits realized by the Company, and this, in turn, negatively impacts the future status of the Group, its financial results, expectations, financial status and prices of its shares.

6- Risks Related to Reliance on Main Suppliers:

The Group often relies on certain set of main suppliers to provide raw materials (such as polypropylene, polystyrene, polyethylene and terephthalate polyethylene). Such reliance on main suppliers to provide raw materials negatively affects the Group, whether in terms of prices or in terms of the Company's ability to manufacture its products in case such suppliers discontinue providing the necessary raw materials.

7- Risks Related to Failure of Third Parties to Satisfy their Contractual Obligations:

The Company concluded a number of contracts and agreements with several bodies, as required to cover the needs of its activities and services. Such bodies include suppliers, service providers and contractors. Therefore, the Company is exposed to the risk of such bodies' inability to satisfy their respective obligations or their non-desire to satisfy their contractual obligations. The failure by such bodies to satisfy their obligations, for any reasons whatsoever, shall increase the potentiality of risks that may arise from dealing with them, under difficult market conditions increasing the possibility of non-satisfaction of contractual obligations towards the Company.

8- Risks Related to Machinery and Equipment:

The Group's industrial structure consists of several highly complicated production lines and machinery for manufacturing plastic materials and non-textile fabrics. In case of any failure, breakdown or sudden suspension in the work of such lines or machinery, there shall be a negative impact on the Company's production throughout the term of failure, breakdown or suspension. Accordingly, there shall be a negative impact on the Company's activities, forecasts and results of operations throughout the term of suspension of production. Such impact shall be substantial if it continues for a long time or if more than one production line is suspended at the same time.

9- Risks Related to the Company's Inability to Proceed in Line with the Technology Developments:

The Company applies developed and costly technologies and systems in manufacture. In order to proceed in line with the developments in the industrial sector, there should be carried out repeated improvements in the products and use of developed technologies. The Company has in place policies in respect of ongoing researches, development, and programs aiming at developing the products and improving the quality thereof. The Company does not guarantee that such technologies shall be made available in a speedy fashion and the systems thereof shall be applied in due course. Furthermore, the Company may incur high costs as a result in this regard, which matter shall affect the manufacture of the products requested by clients at the times specified, and this, in turn, shall negatively impact the Company's results of operations and future expectations.

10- Risks Related to Instability of the Prices of Raw Materials, Energy and Water Relied on by the Company:

The Company depends in its sales and profits on the cost of raw materials that are subject to price fluctuations and their availability, and since the rise in prices will lead to an increase in the costs of raw materials, the performance of the Company depends partially on its ability to include these changes in costs within the selling prices of the products. The Company does not guarantee that the prices of raw materials will be fixed or not increased, and in the event that this occurs, it will negatively affect its business, future expectations, financial position, and results of its operations.

11- Risks Related to the Operational Systems and Information Technology:

The Company relies on information technology systems to support its operations. However, the Company may be exposed to risks involved in the failure of such systems. In case of such breakdown or repeated failure, the Company's revenues shall be materially and negatively affected, and the Group shall not be able to issue its periodic financial reports in due course.

12- Risks Related to the Increase of Doubtful Debts:

The company continuously makes provisions for bad and doubtful debts according to the approved IFRS and credit policy approved by the Board of Directors of Takween. Whereas it is possible for other balances to appear higher than the provision for bad or doubtful debts, the company will, in the future, amend the amount of the debt provision that it must set aside to cover the value of doubtful debts, which may affect the company's profits.

13- Risks Related to Cancellation or Suspension of the Governmental Incentives Supporting the Industrial Sector in the Kingdom:

Historically, the Group benefited by the incentives provided by the Government to investors in order to support industry in the Kingdom, including providing finance through the Saudi Industrial Development Fund, which gives loans in support of the industrial sector, support of the infrastructure and making available plots of land, power and water at discounted prices in the Industrial Cities. Any cancellation or suspension of such incentives shall adversely impact the Company's works, future expectations, financial position and results of its operations.

14- Risks Related to Differences in the Amounts of due Zakat and Taxes:

Pursuant to the Regulations of the General Authority of Zakat and Income, the Group is subject to zakat in the Kingdom in respect of the shareholding of its Shareholders. Zakat and income tax are payable, and they shall be charged to the Statement of Changes in Equities, and there shall be calculated any due additional amounts, if any, upon completion of assessment and determination of such amounts. The Company cannot guarantee that the Regulations of the General Authority of Zakat and Income shall remain the same in future, and any increase in the income tax percentage or the value added tax percentage shall affect the Company's profitability. Further, the Company cannot guarantee that there shall be no Zakat differences that shall be claimed by the General Authority of Zakat and Income. In case such differences are substantial, then they shall negatively impact the Company's activities, financial position and results of operations.

15- Risks Related to Relying on Dealings with Related Parties:

The Company is currently engaged under a number of agreements made with related parties, including for the purchase of products from the Company's factories. Also, there are agreements in re-

spect of information technology works, services, supply of industrial equipment, consultancies, land and building leases. The Company may be exposed to risks in connection with the non-availability of replacement for such contracts and agreements in a speedy fashion and under the same conditions, which matter may negatively impact the Company's activities and financial and operational performance, particularly as it relies on such agreements for conducting some of its works.

16- Risks Related to the Insurance Coverage Sufficiency:

The inability of the Group to arrange sufficient insurance coverage may limit its ability to properly practice its activities, which matter, in turn, impacts the Company's activities. Also, it is possible that the Company, its operations or industrial structures be exposed to several accidents beyond its control, which matter may affect the progress of its works, including natural disasters, accidents, devastation acts and war-related events for which no sufficient insurance coverage is available, or such coverage is not available at commercially reasonable conditions. Moreover, the repetition of other various accidents, such as sudden breakdowns, work suspensions or potential damages to the Group's facilities, properties and natural disasters arising from bad conditions, human errors, pollution, labour disputes or natural disaster, all of these shall result in causing the Company substantial damages or expose it to obligations exceeding the insurance coverage available.

B) Risks Related to the Market:

1- Risks of Fluctuations in the Rates of Exchange:

The results of the Subsidiary (New Marina) in the Arab Republic of Egypt may be negatively affected if the value of the Egyptian currency falls down after the Egyptian Pound floating decision taken by the Egyptian Government in during 2022 AD, which had a negative impact in providing the dollar currency to secure raw materials and this contributed to the increase in the cost of the company's products. However, if there is a change in the monetary policy, due to the political developments in the area, this shall increase the difficulty of maintaining the Company's ability to purchase the necessary imported materials for the production operations (paid in U.S. Dollar) or completing commercial transactions easily and in a speedy fashion, which matter shall negatively affect the

Company's profitability and results of operations, and this will also be reflected in the value of the assets owned by the company in Egyptian pounds.

2- Risks Related to the Saudi and International Economics:

Most of the company's assets are located in the Kingdom of Saudi Arabia, and as a result, the company's operations and its ability to grow its business are affected by the financial and general economic developments affecting the Kingdom's economy. Just as the company exports some of its products outside the Kingdom, the performance of the company also depends on the economic conditions in the countries to which it exports its products.

3- Risks Related to Changes in the Plastic Industries Market:

The fluctuations in a number of the market factors may negatively impact the results achieved by the Company. Such factors include the local economy conditions and the consumption models. Particularly, periods of economic stress or sustainable growth weakness may lead to a fall in the demand for foodstuff products, juices or dairy products, which matter, in turn, shall limit demand on the plastic packaging products at the Company, and this shall result in a negative effect on the Company's sales and results of its activities.

4- Risks Related to Competition:

The Company operates in a competitive environment and faces a fierce competition with other companies in the market, in addition to the impact of the Group's pricing policies on its financial performance, taking into consideration the prices offered by competitors. Furthermore, the increase in the offer of the products manufactured by the Group, compared with the demand thereon, may result in negative pressure on its prices, and consequently this shall negatively impact the Company's activities, future expectations, results of operations and its financial position in general. The Company's ability to compete relies on the excellence of the products of its subsidiaries compared with the other products offered in the market, through making available high-quality products at reasonable prices. The Company cannot guarantee that it shall become quickly in line with the trends of the advanced industries or the variable market requirements, which matter shall negatively impact the Company's financial results and profits.

C) Risks Related to the Legislative, Control and Legal Environment:

1- Risks Involved in Amending the Laws and Regulations:

The Company's operations are subject to the laws of the countries where Company operate. The most important two countries are the Kingdom of Saudi Arabia and the Arab Republic of Egypt. Taking into the consideration that the legal environment, where the Company operates, may be exposed to regulatory changes which may affect the Company's operations and limit its development and the development of its activities. In case the new laws and regulations impose additional requirements, and the Company or its subsidiaries have to amend its products or operations in order to comply with such laws, then this shall cause an increase in the cost of the products, which matter, in turn, shall negatively impact the Company's profits, cash flow, operations, expectations, results of operations and its financial position.

2- Risks Related to Regulations and Environmental Criteria:

The Group's activities connected with the manufacturing industries require compliance with the environmental legislations, laws and instructions regulating a number of aspects, including the environmental and vocational health criteria and the safety of the industrial firms and those working thereat. The operations of the Group's factories may result in a number of wastes and contaminated materials which may, if not controlled, cause the danger of pollution of water sources and may affect the quality of air, and this results in damage to the environment and health of human beings. The failure to fully comply with such environmental legislations and laws may expose the Group to penalties or fines imposed by the control agencies, which matter may negatively impact the Group's operations, limit its revenues or cause suspension of its

work or licenses.

3- Risks of Withdrawing the Industrial License:

The Group practices its industrial activity through its factories which manufacture plastics products and non-textile fabrics in its licensed factories in the kingdom of Saudi Arabia and the Arab Republic of Egypt. The Company practices its industrial activities under industrial licenses issued for each factory. If the factories of the Group do not comply with the conditions and instructions imposed by authorised bodies, it might lead to withdrawing the industrial licenses and suspension of the Company's business.

4- Risks of Non-Compliance with the New Laws and Procedures:

The current Companies Regulations impose some new requirements that should be complied with by the Group. The Company amended its Bylaws in order to be in compliance with the requirements of such Regulations. The Capital Market Authority and the Ministry of Commerce are issuing new Regulations for Governance of Companies in addition to some procedures affecting General Assemblies and Boards of Directors. Failure or delay in compliance may expose the company to penalties for violating the mandatory provisions and rules issued by the regulatory authorities, which would negatively and materially affect the group's business and financial and the results of its operations.

5- Risks of Non-Effectiveness of Internal Controls Fighting Dishonesty, robbery and Fraud:

The Company faces a number of risks arising from dishonesty, robbery, fraud and abuse of job position in spite of the internal policies and procedures preventing such acts. However, the Company cannot guarantee the non-violation of such policies and procedures, which matter gives rise to such kind of risks.

6- Risks Related to Import and Export:

The imposition of new legal or regulatory requirements, such as the anti-dumping charges or compensatory arrangement, import shares, custom duties, penalties, boycott and other measures approved by the governmental authorities, all these shall affect the competitive position of the products manufactured by the Group or may preclude selling such products in such countries, which matter shall negatively and materially impact the Company's results, operations, future expectations and financial position.

7- Risks of Inability to Comply with the Saudization Requirements:

In the last years, the Government imposed a requirement on the Private Sector Companies providing that each Company should employ a certain percentage of Saudi citizens "Saudization". Compliance with the Saudization requirements is deemed obligatory at the current time. the Saudization rate has been imposed according to the type of activity the company is practicing under the electronic «Nitaqat» system, and the Ministry of Human Resources and social development suspends the services of companies that exceed the Saudization percentage of the rates determined in the «Nitaqat» system. Ministry of Human Resources and social development also issued a decision requiring the minimum wage for a Saudi worker registered in the General Organization for Social Insurance to be no less than four thousand riyals (basic salary + housing allowance), and the Ministry of Human Resources and social development may decide to impose stricter Saudization policies in the future. There is no guarantee that the Ministry of Human Resources and social development will not impose higher financial penalties or more stringent regulations, and there is no guarantee that the number of qualified Saudi employees in the company will not decrease, which will negatively affect the company's business and its financial and operational performance. Consequently, the company's ability to fulfill its obligations

and request government loans, its financial performance, and its ability to attract additional necessary numbers of foreign employees will be affected in the event that the company does not adhere to the policies and rates of Saudization as issued by the Ministry of Labour.

8- The impact of the initiative to improve the contractual relationship between the employees and the employer:

During November 2020 AD, the Saudi Council of Ministers issued decisions referring to work on abolishing the sponsorship system and limiting the relationship between the employer and the employee

to the employment contract, which defines the rights and duties between the two parties." According to what was announced, the new rules will come into effect on March 14, 2021 AD. It will apply to all foreign workers in the private sector, regardless of salaries, and this may lead to the transfer of a number of technical and skilled employees (Saudi or non-Saudi) to other companies on the date of their contract expiration without the permission of the Company's management, and the Company may not be able to replace alternatives (Saudi or non-Saudi) in a timely manner, which may negatively affect the company's production, sales, and financial performance.

9- Litigation and Legal Disputes:

In the course of practicing its activities, the Group may be exposed to lawsuits and claims affecting its operations. The Company cannot guarantee the non-occurrence of disputes between it and other parties it deals with, such as suppliers, distributors, clients and others. This may result in raising legal actions at the competent courts. Therefore, the Group is exposed to claims at judicial and quasi-judicial committees. Naturally, the Company cannot expect the results of such claims once they occur, and also the Company cannot guarantee that such claims shall have no substantial impact on its works, financial position and results of operations. The company cannot accurately predict the size of the cost of the law-

suits, especially since a new system has been issued to start applying financial fees to be paid to the court upon filing the lawsuit, which shall be borne by the losing party, and through reconciliation will be borne equally by the two parties, which represents a fee of 5% of the value of the claim and a maximum of one million riyals, which will start to be applied as of March 13, 2022, and the company cannot be sure of the judicial proceedings which it may file, or which may be filed against it, nor the final results of such claims or the judgment that may be passed in connection therewith, as well as the compensation and penalties involved therein. Consequently, any negative results of such cases shall adversely impact the Company.

10- Risks in Connection with Agreements Subject to Foreign Laws and Jurisdiction of Foreign Courts or International Arbitration:

In the course of its works, the Group concluded several agreements which are subject, in terms of the interpretation thereof, to foreign non-Saudi laws. Such agreements further provide that any dispute be referred for resolution by foreign courts or through foreign arbitration. In case any dispute arises with one of the parties contracted with, and a foreign court judgment is issued or an arbitration award is given against the Company or its subsidiaries, based on such foreign law that should be applicable, then the legal and financial consequences of such judgment or award to which the Company shall be exposed may be more serious compared with any judgment issued by a Saudi court, in accordance with the applicable Saudi law, which matter shall negatively impact the Company's results of operations and financial position.

Second : Company's Policy as to Managing and Controlling Risks:

Due to the paramount importance of risks management, and as the Board of Directors and its Committees do understand the importance of this process, the Board of Directors, through the Executive Committee, approved the establishment of the Risks Management Department in order to approve subsequently the necessary policies and

procedures for the management of risks at the Company by the Board of Directors.

The Risks Management Department has prepared the necessary plan and procedures in order to apply the process of risks management at the Company, and these were approved by the Executive Management of the Company.

The objectives of the Risk Management Department transparently are to transparently highlight the risks, to ensure their clarity and understanding, to make recommendations to determine the size and type of each of the main risks accepted by the Board of Directors, and to ensure the compatibility of the existing risks with the planned. The process of identifying, assessing and managing risks is a joint responsibility that begins with the various departments and units of the Company according to their location and tasks, which is considered the first line of defence. The Risks Management Department evaluates and controls risks, recommends ways to mitigate them, and submits the necessary reports in this regard to the Risk Committee which is the second line of defence.

The tasks of the risk department are summarized as follows:

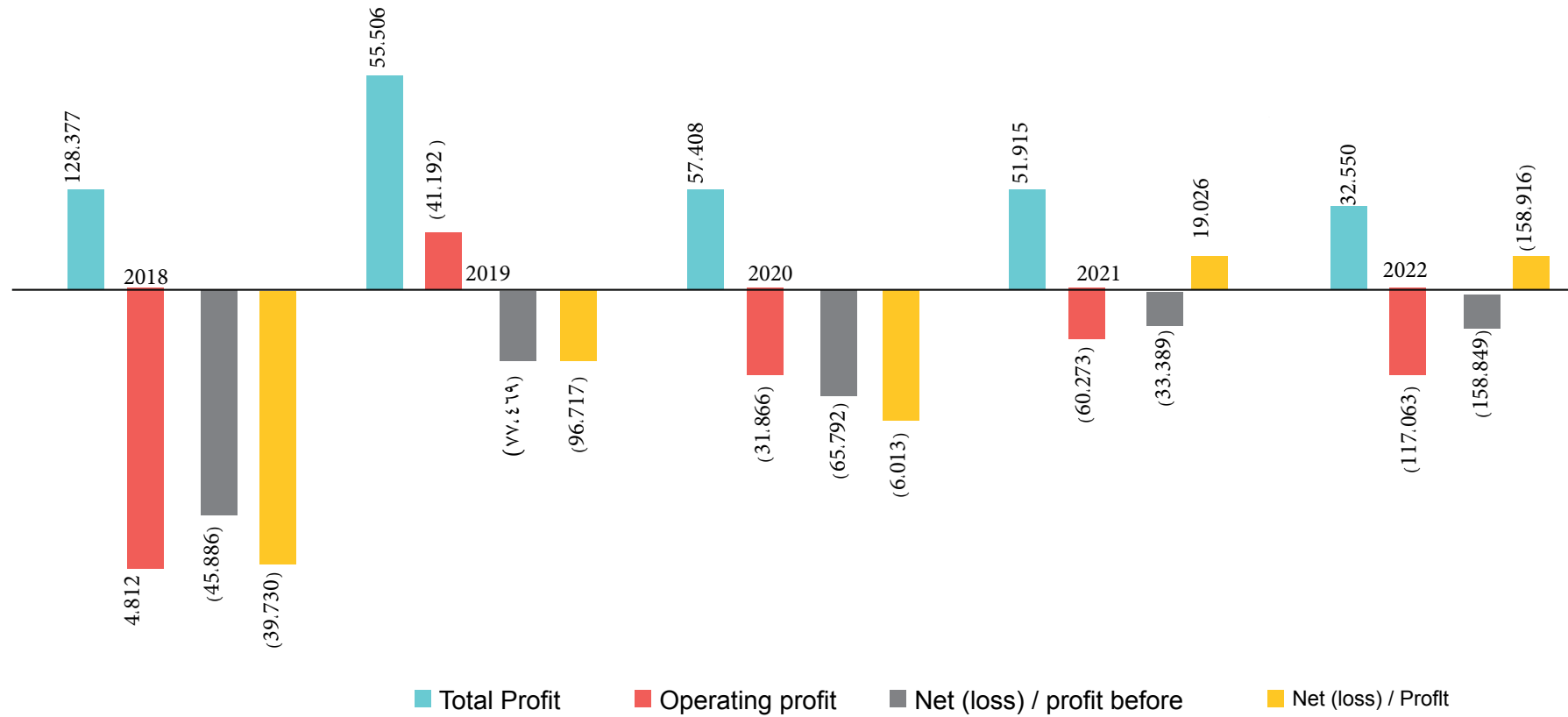
- Reviewing the risk management framework before the approval by the board.
- Implementing the risk management strategy, in addition to developing policies and work procedures to authorize all types of risks.
- Developing methodologies for identifying, measuring, monitoring and controlling each type of risk.
- Studying and analyzing all types of risks that the Company faces.
- Raising awareness of risks among the employees of the company and its subsidiaries.

18- Conclusion in the form of Table or Diagram of the Company's Assets and Liabilities and Results of its Operations in the Last Five Years:

Herein below is the Company's Statement of Assets and Liabilities and the Financial Results for the Last Five (5) Years:
Summary of the Consolidated Statement of IncomeThe Company's Consolidated Statement of Income for the Period from the Year 2018 to the Year 2022 AD.

Currency: By thousand riyals	2018	2019	2020	2021	2022
Sales	1,343,760	923,778	754,176	838,556	1,045,399
Cost of Sales	(1,215,383)	(868,272)	(696,768)	(786,641)	(1,012,849)
Total Profit	128,377	55,506	57,408	51,915	32,550
General and Administrative Expenses	(61,591)	(54,764)	(49,244)	(54,758)	(41,042)
Sales and Marketing Expenses	(60,403)	(41,934)	(40,030)	(57,430)	(58,523)
Impairment Loss on Property, Plant & Equipment	-	-	-	-	(50,048)
Research and Related Expenses	(1,571)	-	-	-	-
Operating Profit	4,812	(41,192)	(31,866)	(60,273)	(117,063)
Financing Expenses	(59,372)	(50,922)	(35,078)	(19,096)	(36,710)
Realized Profit from Investments Retained for Trading	-	-	-	26,262	(8,470)
Other (Expenses) Revenues - Net	8,674	14,645	1,152	19,718	3,394
Net (Loss) / Profit Before Zakat	(45,886)	(77,469)	(65,792)	(33,389)	(158,849)
Zakat	6,156	-	(550)	(700)	(67)
Net Profit/ Loss from non-continuous operations	-	(19,248)	60,329	53,115	-
Net (Loss) / Profit	(39,730)	(96,717)	(6,013)	19,026	(158,916)

The consolidated statement of income of the company during the period from 2018 to 2022

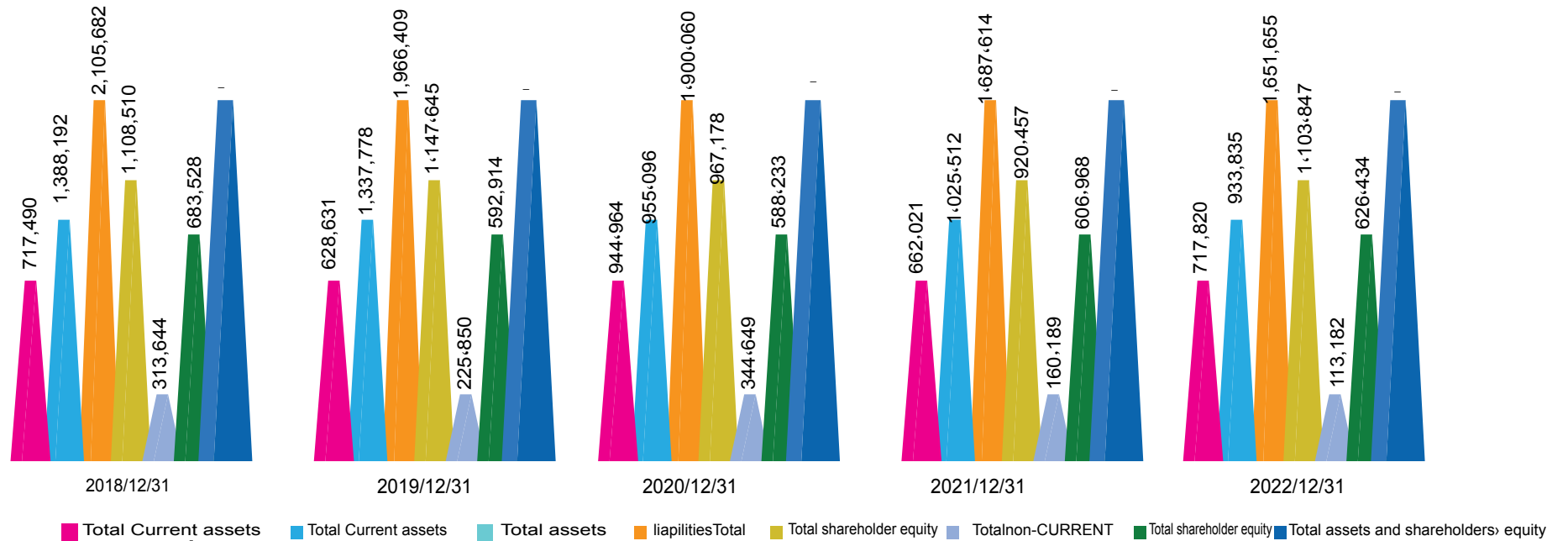


Summary of the Consolidated Statement of Financial Position

The Company's Consolidated Statement of Financial Position as at the End of the Last Five Years (2018 AD to 2022 AD)

Amounts: In Thousand Saudi Riyals	AD 31/12/2018	AD 31/12/2019	AD 31/12/2020	AD 31/12/2021	AD 31/12/2022
Assets					-
Non-Current Assets					
Fixed Assets	1,059,509	1,009,262	629,150	584,303	501,581
Intangible Assets	5,101	4,934	2,364	1,857	1,372
Goodwill	323,582	323,582	323,582	323,582	323,582
Investment in Associate				115,770	107,300
Total Non-Current Assets	1,388,192	1,337,778	955,096	1,025,512	933,835
Current Assets					
Cash and Cash Equivalents	9,943	40,274	40,040	28,825	36,866
Receivable, Net	355,505	289,316	214,180	381,954	343,579
Stock, Net	282,400	240,863	163,242	192,736	186,289
Advance Payments and Other Current Assets	69,642	51,162	42,875	51,500	144,585
Assets Held for Sale			470,344	7,087	6,501
Total Current Assets	717,490	628,631	944,964	662,021	717,820
Total Assets	2,105,682	1,966,409	1,900,060	1,687,614	1,651,655
Liabilities and Shareholders' Equity					
Shareholders' Equity					
Capital	950,000	950,000	950,000	950,000	950,000
Statutory Reserve	-	-	-	-	-
(Retained Earnings (Losses	(216,977)	(313,694)	(319,707)	(300,681)	(459,597)
Other Reserves	(49,495)	(43,392)	(42,060)	(42,351)	(55,777)
Total Equity	683,528	592,914	588,233	606,968	434,626
Non-Current Liabilities					
Medium- And Long-Term Loans	277,215	173,934	309,295	123,415	67,053
Long-Term Lease Commitments	-	16,147	5,996	5,473	16,342
End of Service Remuneration	36,429	35,769	29,358	31,301	29,787
Total Non-Current Liabilities	313,644	225,850	344,649	160,189	113,182
Current Liabilities					
Short Term Loans	575,671	695,313	489,727	471,803	505,305
The Current Portion of Medium and Long-Term Loans	223,370	174,420	82,823	62,900	60,401
Accounts Payable and Other Liabilities	309,469	276,503	263,484	385,231	532,065
Short-Term Rental Obligations	-	1,409	498	523	6,076
Zakat Due	-	-	-	-	-
Assets Held for Sale Obligations			130,786	-	-
Total Current Liabilities	1,108,510	1,147,645	967,178	920,457	1,103,847
Total Liabilities	1,422,154	1,373,495	1,311,827	1,080,084	1,217,029
Total Liabilities and Shareholders' Equity	2,105,682	1,966,409	1,900,060	1,687,614	1,651,655

The company's consolidated statement of income for the period from 2018 to 2022



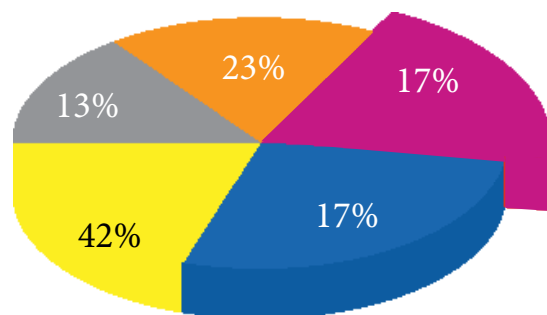
19- Geographic Analysis of the Total Revenues of the Company and its Subsidiaries:

Company's Consolidated Total Sales for the Year 2021 AD – “Plastic Sector”

(Value in thousands of Riyals)

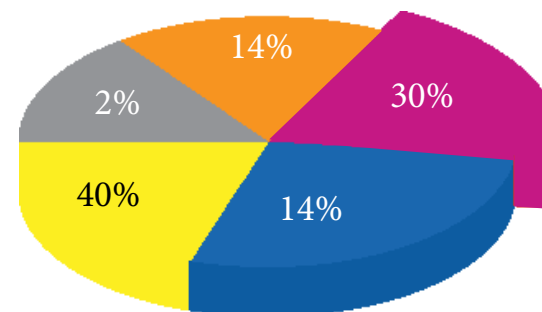
Product	Year	Total Sales	Geographical distribution				
			Eastern Region	Central Region	Western Region	Egypt	Export
Company sales	2021	838,556	120,276	334,419	115,039	13,803	255,019
	2022	1,045,399	137,940	424,957	190,857	28,158	263,487

The company's consolidated statement of income for the period From 2018G - 2022G



Out Side Ksa ■ Egypt ■ Jeddah ■ Riyadh ■ Eastern Area ■

The company's consolidated statement of income for the period From 2018G - 2022G



Out Side Ksa ■ Egypt ■ Jeddah ■ Riyadh ■ Eastern Area ■

20- Major Differences of the Operational Results from the Results of the Former Year, or Any Forecasts Announced by the Company:

Operational results for the year 2022 compared with the former year

(In Thousand Saudi Riyals)

Amounts: In Thousand Saudi Riyals	AD 2021	AD 2022	-Change + or	% Change
Sales	838,556	1,045,399	206,843+	24,66%+
Sales Cost	(786,641)	(1,012,849)	226,208+	28,76%+
Gross Profit	51,915	32,550	19,365-	37,30%-
General and Administrative Expenses	(54,758)	(41,042)	13,716-	25,05%-
Sale and Marketing Expenses	(57,430)	(58,523)	1,093+	1,9%+
Research and Related Expenses	-	(50,048)	50,048+	100%+
Operational (Loss) Profit	(60,273)	(117,063)	56,790+	94,22%+
Financing Expenses	(19,096)	(36,710)	17,617+	92,25%+
Other (Expenses) Revenues, Net	19,718	3,394	16,324-	82,79%-
Profit (Loss) Associate Companies	26,262	(8,479)	-	-
Net (Loss) / Profit Before Zakat	(33,389)	(158,849)	125,460+	375,75%+
Zakat	(700)	(67)	633-	90,43%-
Net Profit /Loss from non-continuous operations	53,115	-	53,115-	100%-
Net (Loss) / Profit	19,026	(158,916)	-	-

- 1- The reason for the increase in net loss for the year 2022 compared to the net profit for the year 2021 is due to the impairment loss on Machine lines and related Molds with total value SAR(50.4) million as per the IFRS 36, increase of cost of revenue due to increase of raw material cost , the increase in selling and distribution expenses, the increase in financial charges due the increase in interest rates, the increase in loss from associate. Despite, the increase in sales revenue, the decrease in general and administrative expenses, . the previous year 2021 included the capital gain amount SAR (53,1 million) from disposal of the majority 70% share capital of SAAF Co.
- 2- As per the IFRS 36 and based on the Takween new strategical and business plan , we have some machines are going to obsolete & have no adding value on cash generation . Assets recoverable amount of these assets is less than carrying value on NRV testing and as per IAS 36 Impairment of PPE, and the carrying value of these assets impaired to recoverable value.

The total amount of Impairment PPE is SR50.4 million mainly for Machine lines and related Molds along with accessories of these machines , and this transaction will serve the company benefit and reduce the future cost of depreciation which will have good impact on operating cost and profit on future.
- 3- the Company appointing the technical Consultant FTI for revising the company strategy and business plan for the future including technical , commercial and administration studies for Takween & subseries factories
- 4- The loss per share for the 2022 year was calculated by dividing the net loss of SAR (158,9 million) on the weighted average number of shares 95 million therefor loss per share is SAR (1,67) , and for the previous year 2021 was calculated by dividing the net profit of SAR (19,03million) on the weighted average number of shares 95 million therefor profit per share is SAR 0,20
- 5-The Losses reach 48,38% coincides with the announcement of interim financial results, the accumulated losses as of 31/12/2022 has reached SAR (459,6 million), equal to 48,38% of the company's capital of SAR 950 million. The accumulated losses as of 31/12/2021 has reached SAR (300,68 million), equal to 31.65% of the company's capital. Noting that the company is applying the procedures and instructions issued by the capital market authority of the listed companies in the Saudi Stock Exchange, which has accumulated losses of 35% or more of its capital.

21- Clarification of any Deviation from the Accounting Standards Approved by the Saudi Organization for Certified Public Accountants:

There is no deviation, in the Company's procedures for preparing the Financial Statements, from the accounting principles approved by the Saudi Organization for Certified Public Accountants. When preparing the Financial Statements for the Year ending on 31/12/2022 G., the Company complied with the Saudi Organization for Certified Public Accountants Standards.

22- Name and Capital of each Subsidiary, and the Company's Ownership Percentage thereof, its Main Activity and the Country where the Head Office of its Operations is Located and Country of Incorporation:

Takween has five subsidiaries as follows:

Company's Name	Company's Capital	Ownership Percentage		Company's Main Activity	Country of Main Operations	Country of Incorporation
		2021	2022			
Saudi Plastic Company for (Packing Systems (Plastico	Million 342.4 Saudi Riyals	99%	99%	To produce all types of plastic bottles, plastic covers and rolls	Saudi Arabia Jeddah/ Al Ahsa	Saudi Arabia Jeddah/ Al Ahsa
Al Sharq Plastic Industries Company	61,7 Million Saudi Riyals	99%	99%	To produce polyethylene bags and rolls, disposable glasses, containers and dishes of polystyrene, jerrycans, containers, barrels and heavy-duty bags, garbage baskets and containers and plastic boxes	Saudi Arabia Riyadh	Saudi Arabia Riyadh
New Marina Plastic Industries .Co	Million 90 Egyptian Pounds	99,6%	99,6%	To produce all kinds of plastic containers and small bottles	Egypt Alexandria	Egypt Alexandria
Advanced Fabrics Factory (Company. (SAAF	Million 184,8 Saudi Riyals	30%	100%	To produce fabrics/non-textile and made of polypropylene material	Saudi Arabia Al Ahsa/ Rabigh	Saudi Arabia Al Ahsa/ Rabigh
Ultrapak Manufacturing .Company (Ultrapak)	Million Saudi 25 Riyals	99%	99%	To invest in sister companies	Saudi Arabia Jeddah	Saudi Arabia Jeddah

23- Details of Shares and Debt Instruments Issued for each Subsidiary:

During the fiscal year 2022 AD, the subsidiaries of Takween did not issue any issues, shares or debt instruments.

24 - Description of the Company's Policy as to the Distribution of Profits:

Articles (46) and (47) of the Company's Articles of Association provide for the following:

A) - After deduction of all general expenditures and other costs, the Company's annual net profits shall be distributed as follows:

- 1- Ten per cent (10%) of the net profits shall be set aside in order to form a statutory reserve. However, the Ordinary General Assembly may discontinue such setting aside when the said reserve totals (30%) of the paid-up capital.
- 2- Upon a resolution by the General Assembly approving the distribution of profits, the remainder shall be distributed as a first payment to the Shareholders at no less than (2.5%) of the paid-up capital.
- 3- A compensation shall be paid to the members of the Board Directors at (10%) of the net profits, after deducting such reserves as may be decided by the General Assembly and after distribution of profits to the Shareholders at no less than (5%) of the Company's paid-up capital, provided that such compensation shall be so paid to the Board Members in proportion to the number of meetings attended by each member. In all cases, the total amount received by each member of the Board of Directors, including compensation and financial or in-kind benefits, shall not exceed Five Hundred Thousand Saudi Riyals (SR. 500,000).
- 4- The Company may set aside a certain percentage of the net profits as random reserve to be allocated for purposes to be approved by the General Assembly.
- 5- The General Assembly may withhold from the net profits certain amounts to establish Social Organizations of the Company, or to support such organizations, if existent.

B) Profits decided to be distributed to the Shareholders shall be paid at such place and such times as may be determined by the Board of Directors, pursuant to the instructions issued by the Ministry of Commerce and Investment and the Capital Market of Authority

25- Description of any Interest in a Class of Shares Having the Right to Vote, Belonging to Persons (other than the Members of the Company's Board of Directors, the Senior Executive Officers and Their Relatives), which Rights are Reported to the Company Under Article (58) of the rules for offering securities and continuing obligations and any change in those rights during the last fiscal year:

None during the 2022 AD

26- Information relating to any loans to the Company (whether payable on request or otherwise) and disclosure of the total indebtedness of the company and its affiliates and any payments made by the company in repayment of loans during the year, the amount of the principal of the loan, the name and duration of the donor, and the remaining amount:

The following Table shows the number of shares held by the Company's members of the Board of Directors, Chief Executive Officers and their Relatives:

Board and Senior Executives' members:						
Name	The number of shares at the beginning of the period	The ownership percentage at the beginning of the period	Net change during the period	The percentage change during the period	The number of shares at the end of the period	Ownership percentage at the end of the period
Mr. Abdulmohsen Bin Mohammed Al-Othman	5,711,457	6.1206%	-	-	5,711,457	6.1206%
.Mr. George Antonius Abraham	1,166	0.001227%	-	-	1,166	0.001227%
Mr. Jamil Bin Abdullah Al Melhem	2,500	0.002632%	-	-	2,500	0.002632%
Mr. Khalid Bin Nasser Al Moammar	1,000	0.001053%	-	-	1,000	0.001053%
Mr. Saleh Bin Hassan Al-Afaleq	-	-	-	-	-	-
.Mr. Hassan Essam Al-Qabbani	-	-	-	-	-	-
Ibrahim bin Yusuf Al-Mubarak						

the Shares owned by the Company Executives

Ahmed Ali Al-Zayat	-	-	100	0,0001053	100	0,0001053
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table shows the number of shares held by relatives of board members and relatives of senior executives:

Board and Senior Executives' members:						
Name	The number of shares at the beginning of the period	The ownership percentage at the beginning of the period	Net change during the period	The percentage change during the period	The number of shares at the end of the period	Ownership percentage at the end of the period
Abdullah bin Mohammed Al-Othman(Brother to the Chairman)	6,598,428	6,9457%			6,598,428	6,9457%
Abdul-Aziz bin Mohammed Al-Othman (Brother to the Chairman)	2,375,000	2,5%	-	-	2,375,000	2,5%

Except as stated above, there are no interests, contractual securities or subscription rights held by the Company's members of the Board of Directors, Chief Executive Officers and their relatives, in shares or debt instruments of the Company or any of its subsidiaries in the Year 2022.



27- Information relating to any loans to the Company (whether payable on request or otherwise) and disclosure of the total indebtedness of the company and its affiliates and any payments made by the company in repayment of loans during the year, the amount of the principal of the loan, the name and duration of the donor, and the remaining amount:

First: Table showing a Summary of the Outstanding Loans and Payments, as on 31/12/2022 AD - Amount in thousands of riyals

Name of Loan Grantor	Principal Amount of Loan	The remaining amount of the loan at the beginning of the year	Term of Loan	Amounts paid of the Loan within the Year	The remaining amount of the loan at the end of the year	Total of the In-debtedness of the Company and its Subsidiaries
(Arab National Bank (ANB	1.300.000	210.997	Years 3	39.385	171.612	171.612
Al Rajhi Bank	98.400	84.231	Months 6	33.231	51.000	51.000
Banque Saudi Fransi	83.000	82.777	Months 5	377	82.400	82.400
National Commercial Bank ((SNB	217.000	185.655	Months 6	17.332	168.323	168.323
Riyadh Bank	75.000	50.219	Months 4	24.781	75.000	75.000
SAAB Bank	45.000	43.356	Months 4	1.150	42.206	42.206
Emirates National Bank NBD	100.000	-	Months 3	37.530	37.530	37.530
NBE New Marina	14.923	883	year 1	671	1.554	1.554
Total						629.626

Second: Statement of the Loans and Facilities Obtained by Takween and its Subsidiaries:

Clarification on the syndicated loan with the Arab Bank and other banks related to the acquisition in 2015:

- 1- On 20/05/1436 AH (corresponding to 11/03/2015 AD), the company obtained an Islamic syndicated loan in the manner of Murabaha, in compliance with the provisions of Islamic Sharia, from three banks:
 - Arab National Bank (the lead bank on behalf of the participants in the Murabaha facility) (“Arab Bank”)
 - Samba Financial Group (“Samba”)
 - Al Bilad Bank.
- 2- The maximum of these facilities amounted to (1,300,000,000) one billion three hundred million riyals, as the loan was used for the following purposes:
 - An amount of (910,000,000) nine hundred and ten million riyals: It was used to finance the acquisition of Plastico (and its subsidiaries, Al Sharq Company and New Marina). The amount was divided among the banks according to the following:
 - Arab Bank: an amount of (305,000,000) three hundred and five million riyals.
 - Samba: an amount of (305,000,000) three hundred and five million riyals.
 - Al Bilad Bank: an amount of (300,000,000) three hundred million riyals.
 - An amount of (390,000,000) three hundred and ninety million riyals: It was used to finance the working capital of the company. The amount was divided among the banks according to the following:
 - The Arab Bank: an amount of (195,000,000) one hundred and ninety-five million riyals.
 - Samba: An amount of (195,000,000) one hundred and ninety-five million riyals.
- 3- Based on the Murabaha contract, Al-Othman Holding Company provided a guarantee for the value of this loan as a guarantee for repayment of the loan. In addition, the following mortgages were registered on the group in the Kingdom at the Unified Center for Mortgage Registration in the General Investment Authority, according to the following table:

Mortgages Registered at the Consolidated Center for Registration of Loans, in connection with the Consolidated Murabaha Loan

Mortgagee	Mortgagor	Mortgage Registration No	Registration Date	Mortgage Description
Arab National Bank	Takween	487	AD 28/04/2015	Mortgage of Takween's Dividends Accounts pursuant to the Waiver and Dividends Mortgage Contract, dated 11/03/2015 AD
Arab National Bank	Takween	485	AD 28/04/2015	Transfer of the proceeds of the Sale Contract made between Takween and (Al Othman for Agricultural Production and Manufacturing (Nada
Arab National Bank	Takween	522	AD 01/09/2015	Mortgage of (33,897,600) shares owned by Takween in the share capital of Plastico Co., in accordance with the Mortgage Agreement signed on 05/05/2015 AD
Arab National Bank	Al Sharq	571	AD 27/08/2015	Mortgage of the Dividends Accounts of Al Sharq Plastic Company, pursuant to the Waiver and Dividends Mortgage Contract, dated 05/05/2015 AD
Arab National Bank	Ultra Pak	486	AD 26/04/2015	Mortgage of the Dividends Accounts of Ultra Pak, pursuant to the Waiver and Dividends Mortgage Contract, dated 11/03/2015 AD
Arab National Bank	Plastico	570	AD 27/08/2015	Mortgage of the Dividends Accounts of Plastico, pursuant to the Waiver and Dividends Mortgage Contract, dated 05/05/2015 AD
Arab National Bank	Plastico	578	AD 20/10/2015	Transfer of the dividends of the Supply Contracts of Plastico, pursuant to the Contracts Transfer Agreement, made on 05/05/2015 AD

- 4 - Pursuant to the Murabaha Loan, an Investment Agency Contract was signed, whereby Takween appointed the Arab National Bank as an investment agent acting on its behalf for the purchase of certain commodities in accordance with the Murabaha Contract. The Arab National Bank was also appointed as agent for Al Bilad Bank and Samba to sell the commodities.
- 5 - The Contract term is seven and one-half (7.5) years, and the Loan shall be paid over twelve (12) instalments, the first of which falls due one (1) year after the signing date. The Company paid the first instalment, at a sum of Forty-Five Million Saudi Riyals (SAR. 45,000,000) in March 2016 AD. Under the Morabaha consolidated loan agreement, the Company undertook to comply with the following:
- To register the loans at the Consolidated Centre for Registration of Mortgages at the General Investment Authority.
 - To notify Arab Bank of any amendments made in the Company's By-laws and Commercial Register.
 - To notify Arab Bank of any violation or contravention of the undertakings and confirmations agreed to by the Company under the signed contracts. In case of any violation, then the Company shall present a time plan to reinstate the situation.
 - Al Othman Holding Company and Abdulrhman Saleh Al Rajhi and Partners Company Ltd. shall maintain at least 51% of Takween's capital.
 - Mohammed Abdullah Al Othman, Abdullah Mohammed Al Othman and Abdul-Muhsin Mohammed Al Othman shall maintain at least 51% of the share capital of Al Othman Holding Co. (Guarantor of Takween Company).
- 6 - The Company's Shareholders Ordinary General Assembly held a meeting on 10/05/1436 AH. (corresponding to 01/03/2015 AD.), and approved such facilities. Results of the General Assembly were announced on (Tadawul) website on 11/05/1436 AH. (corresponding to 02/03/2015 AD.).
- 7- After issuing pre-emptive rights shares, at a sum of 600 Million Saudi Riyals, the Company paid a sum of Five Hundred Eighty-One Million and Five Hundred Thousand Saudi Riyals (SAR. 581,500,000) to the creditor banks up to the end of September 2016 G., and accordingly, the Company's indebtedness was reduced by the net value of the pre-emptive rights shares.
- 8- On 05/11/2020 AD, Takween announced that it had signed an agreement to reschedule the remaining portion of 429.4 million riyals from the murabaha facility agreement totaling 1.3 billion Saudi riyals, which was previously signed on March 11, 2015 with a few Saudi Banks; the Arab National Bank, The Samba Financial Group and Bank Al-Bilad. The reasons for rescheduling is to improve cash flows and the Company's balance sheet. The total financing value is 1.3 billion Saudi riyals, and the rescheduled financing value is 429.4 million Saudi riyals, and the financing period before rescheduling was seven Years in semi-annual installments starting 09/11/2015 AD and ending on 09/11/2021 AD. The financing period after rescheduling is five years, starting from 05/12/2024 AD and ending on 09/11/2024 AD, and the payment is made in semi-annual installments. The guarantees provided in return for rescheduling are the continuity of the existing guarantees represented in pledging the shares of the Saudi Plastic Packaging Systems Company (Savola Packaging Systems previously), the income account and the mortgage of the income account for the subsidiaries of the Takween Company and the continuity of the signed bond order, and the continuity of the legal guarantee provided by Al-Othman Holding Company, which represents the related parties. The Ordinary General Assembly of Takween on 03/01/2015 AD and the Board of Directors approved the rescheduling and the signing of the agreement on 05/11/2020 AD (Corresponding to Ramadan 18, 1441 AH).

28- Description of the Classes and Numbers of any Convertible Debt Instruments, Contractual Securities, Subscription Rights Memoranda or Other Similar Rights, Issued or Granted by the Company in the Fiscal Year ending on 31/12/2022 AD, and Statement of any Compensation Received by the Company in that Regard:

Except as disclosed by the Company, the Company did not grant or issue, in the Year 2022 AD, any Convertible Debt Instruments, Contractual Securities, Subscription Rights Memoranda or other similar rights, and the Company did not receive any compensation in that regard.

29- Description of any Conversion Rights, Subscription under Debt Instruments, Contractual Securities, Subscription Rights Memoranda or Similar Rights, Issued or Granted by the Company:

Except as disclosed by the Company, the Company did not grant or issue, in the Year 2022 AD, any Convertible Debt Instruments, Contractual Securities, Subscription Rights Memoranda or other similar rights.

30- Description of any Redemption, Purchase or Cancelation by the Company of any Convertible Debt Instruments, Value of Remaining Securities, while Differentiating Between the Listed Securities Purchased by the Company and those Purchased by its Subsidiaries

There were no recovery, purchase or cancelation operations by the Company or its subsidiaries of any convertible debt instruments in the year 2022 AD.

31- Number of Meetings of the Board of Directors, held in the Year 2022 AD, dates of Holding such Meetings, Register of Attending Members at each Meeting, and Statement of the Names of Attendants:

Members of the Board of Directors	Frist Meeting (43) March	Second Meeting (44) April	Third Meeting (45) SEP	Fourth Meeting (46) DEC	Attending Percentage
Mr. Abdulmohsen Bin Mohammed Al-Othman	☑	☑	☑	☑	% 100
Mr. Saleh Hassan Al-Afaleq	☑	☑	☑	☑	% 100
Mr. George Antonius Abraham	☑	☑	☑	☑	% 100
Mr. Jameel Abdulaah Al-Molhem	☑	☑	☑	☑	% 100
Mr. Khalid Nasser Al-Moammar	☑	☑	☑	☑	% 100
Mr. Ibrahim Yousef Al-Mubarak	☑	☑	☑	☑	% 100
Mr. Hassan Essam Al-Qabbani	☑	☑	☑	☑	% 100

32- Number of Requests by the Company for the Shareholders Register, and Dates and Reasons for such Requests:

Number of Company's Requests for the Shareholders Register	Request Date	Request Reasons
1	AD 29/01/2022	Company's procedures
2	AD 11/05/2022	Holding a meeting of the General Assembly
3	AD 28/12/2022	Company's procedures

33- Description of any Transaction between the Company and Related Parties:

Herein below is description of the transactions of related parties, where the Company is a party, and in respect of which the auditor presented a report to the 9h Meeting of the extraordinary General Assembly, held on 03/05/2020G, pursuant to the provisions of Article (71) of the Companies Law, and this was approved, and such contracts are licensed on an annual basis by the General Assembly:

Table of transactions between the Company and Related Parties – in Thousands Saudi Riyals (The list that will be approved for the next year)

Contracting Party	Related Party	Nature of Transactions	Term of Contracts and Transactions	Total of Contracts	Amount paid in the year 2022	Balance as on 31/12/2022
1) Al Othman Company, for Agricultural Production and Manufacturing (Nada)	A subsidiary of Al Othman Holding Company, one of the major Shareholders of the Company	Agreement of purchase of bottles and packing containers (Annually approved by the General Assembly)	Commencement Date:01/01/2022 ADExpiry Date:31/12/2022 A	90,351	127,235	(69,867)
2) Al Othman for Agricultural Production and Manufacturing Company (Nada)	A subsidiary of Al Othman Holding Co., one of the major Shareholders of the Company	Agreement of employees' accommodation services related to support, general maintenance and fighting insects and reptiles (annually approved by the General Assembly)	Commencement-Date:01/01/2022 ADExpiry Date :31/12/2022 AD	2,149	-	(9.433)
3) Al Othman Holding Company	A major shareholder of Takween Company	Land Lease Agreement of SAAF and Plastico two factories at Jarn(annually approved by the General Assembly)	Commencement Date:01/04/2005 ADExpiry Date:04/02/2025 A	597	-	597
4) Al Othman Industrial Marketing Company (IMCO)	A subsidiary of Al Othman Holding Co., one of the major Shareholders of the Company	Supply of industrial accessories and sales of plastic products from Takween(annually approved by the General Assembly)	Commencement Date:01/01/2021 ADContract Ended on:31/12/2021 AD	14.5	-	14,5

Contracting Party	Related Party	Nature of Transactions	Term of Contracts and Transactions	Total of Contracts	Amount paid in the year 2022	Balance as on 31/12/2022
5) Environment Cleaning Technologies for Environmental Consultancies and Studies Company	A subsidiary of Al Othman Holding Co., one of the major Shareholders of the Company.	Issuing a report on the environmental conditions in order to complete the procedures for obtaining an Environmental License for the Company's factories (annually approved by the General Assembly)	Commencement Date: 01/01/2020 AD Expiry Date: 31/12/2021	120.8	131.1	0
6) Al Othman Holding Company	A major shareholder of the Company.	Lease Contract of the head office of Takween Company, Al Othman Tower, and maintenance expenses (annually approved by the General Assembly)	Commencement Date: 01/03/2022 AD Expiry Date: AD 28/02/2023	1,028	718	405
7) Kempinski Al Othman Hotel	A subsidiary of Al Othman Holding Co., one of the major Shareholders of the Company.	Accommodation of the Company's guests and holding events (annually approved by the General Assembly)	Commencement Date: 01/01/2022 AD Expiry Date: AD 31/12/2022	20.3	20.3	-
8) Mohamed Abdullah Al Othman Contracting company	A Company owned by the Chairman of Board of the Directors, a major shareholder (Al Othman Holding Co.), based on a competitive price of the Company, determined for each purchase order	Undertaking construction and decoration works for the Company's factories, under specific purchase orders, and after obtaining competitive quotations annually approved by the General Assembly	Commencement Date: 01/01/2022 AD Expiry Date: AD 31/12/2022	21.7	20.6	1.1
9) Gulf Desert Chemical	A company in which a major shareholder contributes (Al Othman Holding Company)	Supplying chemicals to the company's factories (annually approved by the General Assembly)	Commencement Date: 01/01/2022 AD Expiry Date: 31/12/2022 AD	817.03	432.8	420.8

Contracting Party	Related Party	Nature of Transactions	Term of Contracts and Transactions	Total of Contracts	Amount paid in the year 2022	Balance as on 31/12/2022
10) Saudi United Cooperative Assurance Company - (Walaa)	The managing director of Takween Company (Professor / Jamil bin Abdullah Al-Melhem) is a member of the Board of Directors of Walaa Company,	Medical insurance for the employees of Takween during the year 2021/2022 (annually approved by the General Assembly)	Date of the contract Start:30/12/2022 AD Contract Expiry Date: 29/12/2023 AD	6,224.5	2,677.4	2,967.4
11) Al-Ahsa Medical Services Company	A company in which a major shareholder contributes (Al-Othman Holding Company) its chairman is the chairman of Takween company	Providing medical examination services for new employees in the factories of Takween companies under medical service orders annually approved by the General Assembly (assembly)	Commencement Date: 01/01/2022 ADEXpiry Date:31/12/2022 AD	9.3	5,95	1.3
12) Developed Textile Factory Company "SAF"	A subsidiary company in which Takween owns 30% and there is a member of Takween Board of Directors (Mr. George Abraham)	Raw materials for the advanced tissue factory are supplied by Takween (To be submitted for authorization by the General Assembly)	Commencement Date:01/07/2022 ADEXpiry Date:30/06/2023 AD	145,792	226,732	46,501

(33 – Cont.) Table of transactions between the Company and Related Parties- in Thousands Saudi Riyals (Expired Contracts during the year 2021 and were not renewed and the relationship ended)

Contracting party	Related party	Nature of Transactions	Term of Contracts and Transactions	Total of Contracts	Amount paid in the year 2019	Balance as on 31/12/2019
Strategic Work Solutions Systems Company	A subsidiary of Al Othman Holding Co., one of the major Shareholders .of the Company	Contract for rendering technology management services and purchase of information technology equipment	Commencement Date: 01/01/2019 ADExpiry Date: 31/12/2021 AD The contract has not been renewed	279	1.205	(725)
Mohammed Al Othman Travel and Tourism Agency Company	A subsidiary of Al Othman Holding Co., one of the major Shareholders .of the Company	Issuing travel tickets for the Company's use	Commencement Date: 01/01/2016 ADExpiry Date: 31/12/2020 ADThe contract has not been renewed	148	-	6.132

It should be noted that such dealings and contracts with related parties have no material negative impacts on the Company's profits. The Company further affirms that, as at the date of this Report, there are no agreements or dealings that have taken place in the year 2022 AD, with related parties, and which are not stated in this Report and that there are no discussions or negotiations with related parties with regard to new or potential agreements or dealings that are not stated in this Report. The Company has no intention to cancel or amend the agreements or dealings which shall be existent with related parties in the year 2023 AD. The Company and the members of the Board of Directors affirm that all the dealings with related parties have been conducted on regular and legal basis, and on commercial principles, and that no related party has been awarded any dealing on a preference basis. It should be noted that all dealings and contracts between the Company and related parties were brought for approval at the General Assembly held on 11/05/2022 AD, and further the Company complied with the provisions of Articles from (42) to (43) of the companies Corporate Governance, in respect of the conflict of interest. Furthermore, the Company list the item of contracts and dealings with related parties as an item of the agenda of the General Assembly on annual basis for voting thereon.

34- Information on any Transactions or Contracts where the Company is a Party, and in which there is, or was, an Interest of One of the Members of the Board of Directors of the Company, Senior Executives or any Person Related to any of them, including the Names of those Concerned with the Transactions or Contracts, Nature of such Transactions or Contracts and the Conditions, Terms and Amounts thereof:

The Company concluded a set of contracts and transactions with parties, where there was an interest for some of the members of the Board of Directors. Herein below is the table showing the value of such transactions and total values of such contracts signed between the Company and such parties:

Transactions of Interested Members of the Board of Directors and Senior Executives – in Thousands Saudi Riyals

/Contracting Related Party	Transaction or Contract Conditions	Nature of Transaction or Contract	Term of Transaction or Contract	Amount of Transaction or Contract	Name of Board Member/Chief (Executive (Interested Party
1) Al Othman Co. for Agricultural Production and Manufacturing(Nada) A subsidiary of a major investor	Contracting Party shall purchase bottles and packing containers from Takween (annually approved by the General Assembly)	Agreement of purchase of bottles and packing containers	Commencement :Date AD 01/01/2022 :Expiry Date AD 31/12/2022	90.351	Abdul Mohsen bin Mohammed Al-Othman Chairman of the Board of Directors
2) Al Othman for Agricultural Production and Manufacturing Company (Nada), a subsidiary of a major investor	The contracting party provides workers' housing, support services, general maintenance, and insect and reptile control for the company's factories (annually approved by the General Assembly)	Staff accommodation rental agreement, support services, general maintenance, and pest and reptile control	Commencement :Date AD 01/01/2022 :Expiry Date AD 31/12/2022	2.149	Abdul Mohsen bin Mohammed Al-Othman Chairman of the Board of Directors
3) Al-Othman Holding Company A subsidiary of a major investor	Land lease contract within the borders owned by Al-Othman Holding Company in Al-Jarn in Al-Ahsa for the Plastic Company Factory and the SAF Factory(annually approved by the General Assembly)	Land lease agreement for the factory of the Saudi Plastic Packaging Systems Company and the factory of the Saf Baljrn Company	Commencement :Date AD 01/04/2005 :Expiry Date AD 04/02/2025	597	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors George Abraham Anthony Member of the Board of Directors

/Contracting Related Party	Transaction or Contract Conditions	Nature of Transaction or Contract	Term of Transaction or Contract	Amount of Transaction or Contract	Name of Board Member/Chief (Executive (Interested Party
4) Al Othman Industrial Marketing company (IMCO) a subsidiary of a major investor	Providing the requirements of the Company's factories, of pipes and steal accessorise, based on purchase orders, on demand, after matching the prices of materials at the time of ordering (annually approved by the General Assembly)	Supply of industrial accessorises	Commencement Date:01/01/2021 AD Contract Ended on: 31/12/2022 AD	14.5	Abdul Mohsen bin Mohammed Al-Othman Chairman of the Board of Directors
5) Environment Cleaning Technologies Co. for Environmental Consultancies and Studies, a subsidiary of a major investor	Preparing studies and ensuring the application of specifications in accordance with the environmental conditions, including obtaining the Environmental Licenses(annually approved by the General Assembly)	Issuing a report on the environmental conditions in order to complete the procedures for obtaining an Environmental License	Commencement Date:31/05/2020 AD Expiry Date: 31/12/2022 AD	120,8	Abdul Mohsen bin Mohammed Al-Othman Chairman of the Board of Directors
6) Al Othman Holding company one of the major investors	Takween rents an entire floor in Al-Othman Tower in Al-Khobar city, according to prevailing prices in the market, including maintenance (annually approved by the General Assembly)	Lease contract for the headquarters office of Takween Burj Al-Othman Company	Commencement Date:01/03/2022 AD Expiry Date: 28/02/2023 AD	1,028	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors George Abraham Anthony Member of the Board of Directors
7) Kempinski Al Othman Hotel A subsidiary of a major investor	Housing the company's guests and guests and holding events based on the company's special price for rooms and services (To be authorized by the General Assembly annually)	Contract for the provision of hotel services and conferences	Commencement Date:01/01/2022 AD Contract Ended on:31/12/2022 AD	20.3	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors
8) Mohammed Al-Othman Trading and Contracting Company A company owned by the Chairman of the Board of Directors of the Chief Shareholder (Al-Othman Holding Company)	Carrying out the construction work for the company's factory under specific purchase orders after obtaining competitor quotations (annually approved by the General Assembly)	A contract providing for the issuance of a purchase order based on a competitive price for the company to be determined for each purchase order	Commencement Date:01/01/2022 AD Contract Ended on: AD 31/12/2022	21.7	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors

/Contracting Related Party	Transaction or Contract Conditions	Nature of Transaction or Contract	Term of Transaction or Contract	Amount of Transaction or Contract	Name of Board Member/Chief (Executive (Interested Party
9) Gulf Desert Chemical	A company in which a major shareholder contributes (Al-Othman Holding Company)	Supplying chemicals to the company's factories	Commencement Date:01/01/2022 AD Contract Ended on:31/12/2022 AD	817.03	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors
10) Saudi United Cooperative Assurance Company - (Walaa).	The managing director of Takween Company (Professor / Jamil bin Abdullah Al-Melhem) is a member of the Board of Directors of Walaa Company,	Medical insurance for the employees of Takween	Commencement Date:30/12/2022 AD Expiry Date: 29/12/2023 AD	6.224.5	Jameel Abdullah AL-Molhem The Managing Director
11) Al-Ahsa Medical Services Company	A company in which a major shareholder contributes (Al-Othman Holding Company) its chairman is the chairman of Takween company	Providing medical examination services for new employees in the factories of Takween companies under medical service orders (Annually approved by the General Assembly)	Commencement Date:01/01/2022 AD Contract Ended on:31/12/2022 AD	9.3	Abdul Mohsen bin Muhammad Al-Othman Chairman of Board of Directors
12) Developed Textile Factory Company «SAF»	A subsidiary company in which Takween owns 30% and there is a member of Takween Board of Directors (Mr. George Abraham)	Raw materials for the advanced tissue factory are supplied by Takween (To be submitted for authorization by the General Assembly)	Commencement Date:01/07/2022 AD Expiry Date: 30/06/2023 AD	145.793	George Antonias Abraham Member of the Board of Directors

Other than what was mentioned above, there are currently no commercial dealings with any of the members of its board of directors or executive managers or those who own a share (5%) or more of the shares of the company or any of their relatives who have or have a direct or indirect material interest in this dealings, and there are no powers that give any of them the right to vote on these transactions. In accordance with the executive regulations of the Companies Law and in line with the policy of disclosing the conflict of interests adopted by the company in the field of regulating the relationship between the company and members of its board of directors and senior executives, which was clarified in Article 7 of the regulations and policy of conflict of interest adopted by Takween, the members of the Board of Directors (related parties) have informed the Board of their personal interest in the transactions that take place on behalf of the company. This notification was proven in the minutes of the thirty-fifth board of directors meeting held on 13/03/2022 AD.

35- Statement of any Arrangements or Wavier Agreement under which a Member of the Board of Directors or One of the Chief Executive Officers Waived his Salaries or Remunerations:

Article (20) of the Company's Articles of association provides for the following:

- 1- "Members of the Board of Directors shall receive, for their services, a lump sum fixed at Two Hundred Thousand Saudi Riyals (SAR. 200,000) for each member for any given Fiscal Year, provided that such compensation shall be payable in proportion to the number of Board meetings attended by the member...."
2. And based on the powers granted to the Board of Directors under the policy of remuneration of the Board members and committees, and the executive management approved by the General Assembly of the Company on 21/01/2020 AD, the Board decided in its meeting held on 13/03/2023 AD, and based on the recommendation of the Nominations and Remunerations Committee, Not disbursing remuneration to the members of the Board of Directors for the year 2022 in line with the company's financial position as of 12/13/2022 AD, and all members agreed to that.

36- Statement of any Arrangements or Wavier Agreement under which a Shareholder of the Company waived his/her Right in the Profits:

There are no arrangements or waivers agreement in the year 2022 AD.

Statement of the Value of Regular Payments made and due for the Settlement of any Zakat, Taxes, Charges or any Other Dues which are not Paid as at the end of the Annual Financial Period, in addition to a Brief Description thereof and the Reasons Therefor:

37- Statement of the Value of Regular Payments made and due for the Settlement of any Zakat, Taxes, Charges or any Other Dues which are not Paid as at the end of the Annual Financial Period, in addition to a Brief Description thereof and the Reasons Therefor:

There are no arrangements or waiver agreements in 2022 AD.

Statement	2022 AD		Brief Description	Statement of the Reasons
	Paid	Amount due up to 31/12/2022		
Zakat	-	-	No due Zakat	There is no Zakat due for the financial results realized in the Year 2022 AD.
Tax	345,973	1,660,450	Value added tax and withholding tax	According to the law of the Zakat and Customs Authority
General Organization for Social Insurances	5,118,485	80,803	Employees' subscriptions in the social insurances	Pension and vocational risks for the Year 2022 AD.
Visas and Passports Charges	1,200,827	-	Recruitment/visas/transfer of sponsorship	Government Charges
Saudi Capital Market Tadawel	228,950	460,000	Charges for keeping the Shareholders Register	Service charges under the Saudi Market Regulations
Saudi Customs	2,775,816	-	Payment OFCustom Duties	Charges imposed on import

38 - Statement of the Value of any Investments or Reserves Established for the Benefit of the Company's Employees:

There are no investments or reserves established for the benefit of the employees in the Year 2022 AD.

39- Company's Declarations:

The Board of Directors of Takween Advanced Industries Co. declares as follows:

- (A) The Accounts Records have been properly prepared.
- (B) The Internal Control System has been prepared on proper basis and implemented effectively.
- (C) There is no doubt whatsoever as to the ability of the Issuer to continue its activity.

40 - The Auditor's Report did not include any reservations nor notes as to the Annual Financial Statements for the Facial Year, ending on 31/12/2022 AD:

The Auditor's Report did not include any reservations nor notes as to the Annual Financial Statements for the Facial Year, ending on 31/12/2022 AD. The nature of the auditor's opinion is unmodified..

41 - There is no recommendation by the Board of Directors to replace the Auditor prior to the expiry of the term of its assignment:

There is no recommendation by the Board of Directors to replace the Auditor prior to the expiry of the term of its assignment.

42- Information related to any business that competes with the company or any of the branches of the activity it is engaged in and which any member of the Board of Directors is or was engaged in,So that it includes the names of those involved in the competing business and the nature and conditions of this business. If there are no such works, the company must submit a declaration of that.

The Board of Directors of Takween Advanced Industries Company declares that:

None of the members of the Board of Directors of the Takween Advanced Industries Company during the year 2022 or the members elected for the fifth session in January 2023 AD has any business competing with the company or to any of the branches of the activity it is engaged in and which any member of the Board of Directors is engaged in or was engaged in.

In Conclusion:

The Board of Directors would like to extend its thanks and appreciation to the Custodian of the Two Holy Mosques and The Crown Prince, our Prudent Government and all of the States Departments which affectively contribute to the economic development of our beloved Kingdom, through the support of the manufacturing industrial projects, one of which is Takween Advanced Industrial Company.

The Board of Directors would like also to express its thanks to all the Shareholders of the Company and the investors in it for the trust and confidence they put in us for the service of the Company, also our thanks are for all the officers and employees at the Company for the sincere efforts they exerted in performing their tasks and duties.

