



ACIG
اتحاد بنابر

BOD Report

1445 - 2023



بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ



MY PRIMARY GOAL IS TO BE AN EXEMPLARY AND LEADING NATION IN ALL ASPECTS, AND I WILL WORK WITH YOU IN ACHIEVING THIS ENDEAVOUR.



King Salman bin Abdulaziz Al Saud
The king of Saudi Arabia



Prince Mohammed bin Salman Al Saud
Crown Prince of Saudi Arabia



IT IS MY PLEASURE TO PRESENT SAUDI ARABIA'S VISION FOR THE FUTURE. IT IS AN AMBITIOUS YET ACHIEVABLE BLUEPRINT, WHICH EXPRESSES OUR LONG-TERM GOALS AND EXPECTATIONS AND REFLECTS OUR COUNTRY'S STRENGTHS AND CAPABILITIES.

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Chairman of the Board of Directors' speech



Praise be to God, Lord of the Worlds, and may God's peace and blessings be upon our Prophet Muhammad and all his family and companions, and on all of us.

Dear shareholders, our partners in excellence and success, may God's peace, mercy, and blessings be upon you.

The year 2023 AD was a year of rapid changes in the international economy, which cast a shadow on the financial sector with increasing inflation rates, and this had a major impact on the results of global companies, but the flexibility of our business demonstrated distinguished levels in insurance and investment business, and the improvement of operational standards contributed to improving our customers' experience. Our commitment to comprehensive and strong governance frameworks was a foundation for transparency and compliance, which had a significant impact on achieving unprecedented leaps in the company's results.

On behalf of my dear fellow members of the Board of Directors, I am pleased to place in your hands the annual report for the year 2023, which shows the company's performance and the results of its main activities, and also clarifies the financial statements for the fiscal year ending on December 31, 2023. We are thankful to God Almighty for what has been achieved and we look forward to what is even better in the coming years, God willing.

In conclusion, I extend my sincere thanks and gratitude to my fellow members of the Board of Directors for their dedication to performing their duties and carrying out their responsibilities. On their behalf, I would like to express my deep appreciation for the outstanding performance performed by the executive management and our employees at all levels.

Allah is the Grantor of Success

Yasser Mohammed Naser Al Jarallah
Chairman of the Board of Directors

Board of Directors



Mr. Yasser Mohammed Al Jarallah
Board Chairman



Mr. Fayez Saleh Bin Mahfouz
Deputy Chairman of the Board



Mr. Ali Yahya Al-Jaafari
Managing Director



Mr. Abdulrahman Hassan Al-Amoudi
Board Member



Mr. Khalid Majid Al-Rasheed
Board Member



Mr. Abdullah Abdulrahman Al Sheikh
Board Member



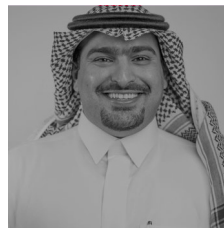
Mr. Abdullah Mohammed Al-Qahtani
Board Member



Mr. Ahmed Abdullah Al-Hammadi
Board Member



Mr. Mohammed Jihad Al-Rasheed
Board Member



Mr. Mohammed Ibrahim Al-Rasheed
Board Member

Supporting Committees

Excutive Committee:

- | | | |
|----|-------------------------------|------------------------------|
| 1. | Mr. Fayez Saleh Bin Mahfouz | Head of the Committee |
| 2. | Mr. Ali Yahya Al-Jaafari | Committee Member |
| 3. | Mr. Ahmed Abdullah Al-Hammadi | Committee Member |

Audit committee :

- | | | |
|----|--|------------------------------|
| 1. | Mr. Abdullah Abdulrahman Al Sheikh | Head of the Committee |
| 2. | Mr. Bassam Mohammed Al-Baqawi | Committee Member |
| 3. | Mr. Ibrahim Ahmed Al-Azaq | Committee Member |
| 4. | Mrs. Al-Hanouf Abdul-Jabbar Al-Abd Al-Jabbar | Committee Member |

Nomination and Remuneration Committee:

- | | | |
|----|----------------------------------|------------------------------|
| 1. | Mr. Abdulrahman Hassan Al-Amoudi | Head of the Committee |
| 2. | Mr. Mohammed Jihad Al-Rasheed | Committee Member |
| 3. | Mr. Khalid Majid Al-Rasheed | Committee Member |

Investment Committee:

- | | | |
|----|----------------------------------|------------------------------|
| 1. | Mr. Ali Yahya Al-Jaafari | Head of the Committee |
| 2. | Mr. Fayez Saleh Bin Mahfouz | Committee Member |
| 3. | Mr. Abdulrahman Hassan Al-Amoudi | Committee Member |

Risk Management Committee:

- | | | |
|----|----------------------------------|------------------------------|
| 1. | Mr. Mohammed Jihad Al-Rasheed | Head of the Committee |
| 2. | Mr. Abdullah Mohammed Al-Qahtani | Committee Member |
| 3. | Mr. Mohammed Ibrahim Al-Rasheed | Committee Member |

Shariaa Committee:

- | | | |
|----|--|------------------------------|
| 1. | Sheikh Dr. Yousef Bin Abdullah Al-Shubaili | Head of the Committee |
| 2. | Sheikh Dr. Ibrahim Abdullah Al-Brahim | Committee Member |
| 3. | Sheikh Dr. Mohammed Bin Abdullah Al-Amer | Committee Member |
| 4. | Lawyer Dr. Khalid Bin Majid Al-Rasheed | Committee Member |

Board of Directors Report

01 Main Activity

The ALLIED COOPARTIVE INSURANCE GROUP(ACIG) Company is a public shareholding company that carries out cooperative insurance business under the license issued by the Saudi Central Bank No. (T M N/21/20095) dated 15/5/1430AH, corresponding to 11/5/2009AD. Its license was renewed for three consecutive years, where the last renewal of the license ends on 12/05/1448AH.

The company's main activity includes: Health insurance and General insurance, which includes: Vehicle insurance, Property insurance against fire, theft, damage, and the like, Marine insurance, Engineering insurance. General accident insurance.

The impact of such main activities on the company business volume and the contribution thereof to the results are as follows:

	Activity Revenue (Value in Thousand SAR)	Percentage (%)
Vehicles	790,399	75.46%
Medical	179,098	17.10%
General accidents	50,593	4.83%
Engineering	664	0.06%
Fire	24,078	2.30%
Marine	2,346	0.22%
Other	225	0.02%
Total	1,047,403	100%

The company faces several risks through its provision of general and health insurance, the most important of which are: Market risks, including high competition from more than thirty insurance companies. The company hopes to succeed in achieving its goals and continuing its business in a way that serves the interests of its shareholders and clients.

02

A description of the company's significant plans, decisions and the future expectations for the company's business

On 07/02/1444AH (corresponding to September 3, 2022), the company signed a non-Binding Memorandum of Understanding ("MOU") with Amana Cooperative Insurance Company to assess a potential merger between the two companies. According to the said announcement, both companies shall conduct technical, financial, legal and actuarial due diligence and participate in non-Binding discussions on the terms and conditions of the potential merger. It was agreed with Amana Cooperative Insurance Company to extend this memorandum for an additional six months from the date of its expiry with the same previous terms and conditions. On 15/06/1445AH (corresponding to December 28, 2023), it was agreed with Amana Cooperative Insurance Company to terminate the non-Binding Memorandum of Understanding and all negotiations related to the merger process with Amana Cooperative Insurance Company, based on the desire of both parties after conducting the necessary studies. Such termination will not result in any financial impact.

On 04/04/1445AH Corresponding to October 19, 2023, the Board of Directors recommended increasing the company's capital by issuing 209,000,000 Saudi Riyals in preemptive rights shares to support the company's expansion operations and strengthen the solvency margin.

The Board of Directors recommended to the Extraordinary General Assembly of the Company issued in its meeting held on 28/10/1444AH May 18, 2023, to split the nominal value of the share from ten Riyals (10) Riyals per share to 0.1 Riyals (Ten Halalas) per share. Thus, the number of shares of the company will become 2,910,000,000 shares instead of 29,100,000 shares, with the company's commitment to complete the necessary related procedures. On 22/05/1445AH corresponding to December 6, 2023, the Board of Directors decided to reverse its decision to split the nominal value of the share from ten Riyals (10) Riyals per share to 0.1 Riyals (ten Halalas) per share, and to continue with the current share value of 10 Riyals per share with the same number of shares, which is 29,100,000 shares, due to the infeasibility of the share split decision after the Board of Directors recommended increasing the company's capital to 500,000,000 Saudi Riyals on October 19, 2023.

On May 1, 2023

Ms. Hanan Al Ahmari was assigned as the Director of Human Resources and Administrative Affairs Department.

On May 2, 2023

Mr. Sufian Bin Abdullah Al Hujailan was assigned as the Head of Internal Audit in the company.

On June 11, 2023

Mr. Abdul Latif Al Khuthlan was appointed as the Director of Compliance and Anti-Money Laundering Department.

On July 20, 2023

Ms. Maram Al Khuthlan, Director of Strategy and Business Development Department, resigned.

On October 8

Mr. Mohammed Balharith was appointed as the Director of Risk Management Department.

On November 1, 2023

Ms. Hanan Al Ahmari was appointed as the Director of Human Resources and Administrative Affairs Department.

On December 20, 2023

the assignment of Mr. Sufian Abdullah Al Hujailan as the Director of Internal Audit Department of the company was extended.

Future prospects of the company's business:

1. Modernize and develop the mechanisms of commercial product sales units and develop specialized sales teams.
2. Developing commercial sales systems according to the company's directions in terms of automation and customer experience development.
3. Developing a unit specialized in direct marketing according to advanced digital mechanisms with regard to individual products and renewal units.
4. Develop e-sales professionally to facilitate the customer experience, which contributes to the development of services and increase sales.
5. Adding and developing many different products that meet the needs of customers and contribute to increasing sales.
6. Continued development of mechanisms and programs through price comparison sites.
7. Continued intensification of training courses for sales staff at the Kingdom level on the terms and conditions of sale of insurance companies.
8. Work on marketing campaigns for some insurance products for individual segments, and be in compliance with all the terms and conditions of the Central Bank of Saudi Arabia.
9. Working to increase e-marketing campaigns in order to raise sales of non-mandatory products.



03 Financial results

The table below shows a summary of the financial statements for the financial year ended 31/12/2023 A.D., which are as follows:

1- Summary of the company's financial statements (figures in thousands of riyals)

Description	2023	2022	2021	2020	2019
Total of Current assets	929,554	762,789			
Total liabilities	675,211	573,842			
Total equity	254,343	188,947			
Total liabilities and equity	929,554	762,789			
Insurance Revenue	974,681	672,811			
Insurance services	81,869	-118			
Net profit (loss) on insurance results	47,073	(32,918)			
Net profit (loss) on investment results	38,245	10,815			
Net Insurance Financing Expenses	185	3,615			
Net profit (loss) after Zakat attributable to shareholders	63,406	(17,344)			
Total Comprehensive Income	65,396	(18,219)			
Assets of Insurance Operations			539,373	447,022	408,038
Shareholders' assets			85,131	160,388	154,792
Total assets			624,504	607,410	562,830
Total Insurance Operations Liabilities			540,910	447,022	408,869
shareholders' expenses			51,558	13,693	10,333
owner's equity			33,573	146,695	144,459
Total liabilities and equity			85,131	160,388	154,792
Gross Written Premiums			592,588	515,117	529,352
Written Premiums			514,057	449,460	470,867
Total Revenue			489,075	455,793	473,101
Total paid claims			430,130	382,842	399,682
Net Claims Incurred			411,850	339,932	361,308
General expenses			82,469	76,591	79,932
Investment and other income for insurance operations			1,539	2,150	4,605
Surplus (deficit) in insurance operations less return on investments of policyholders (operating results)			-105,549	2,420	668
Net profit / (loss) for the year			-114,584	3,546	7,115

The financial results were presented in accordance with the year 2023 and 2022 in accordance with Financial Reporting Standard No. 17. The financial results for the year 2021, 2020 and 2019 were also presented in accordance with Financial Reporting Standard No. 4 .

2- [Here are some indicators and financial ratios of the previous figures:](#)

Description	2023	2022	Value of changes	Percentage of changes
	Value (000)	Value (000)	Value (000)	
Total of Current assets	929,554	762,789	166,765	22%
Total liabilities	675,211	573,842	101,369	18%
Total equity	254,343	188,947	65,396	35%
Total liabilities and equity	929,554	762,789	166,765	22%

3- [Substantial differences in operational results:](#)

Description	2023	2022	Value of changes	Percentage of changes
	Value (000)	Value (000)	Value (000)	
Insurance Revenue	974,681	672,811	301,870	45%
Insurance services	81,869	(118)	81,987	-69481%
Net profit (loss) on insurance results	47,073	(32,918)	79,991	243
Net profit (loss) on investment results	38,245	10,815	27,430	254
Net Insurance Financing Expenses	185	3,615	(3,430)	-95%
Net profit (loss) after Zakat attributable to shareholders	63,406	(17,344)	80,750	-466
Total Comprehensive Income	65,396	(18,219)	83,615	-459

The reason for the increase in revenues during this year compared to the previous year is due to the increase in sales of vehicle documents.

The reason for the net profit during this year compared to the net loss in the previous year is due to the increase in insurance revenues and the net profit of the investment results.

The company sells all types of general and health insurance. The following is an analysis of the volume of business carried out by the company during the years 2019-2023:

Name	2023 VALUE (000)	2022 VALUE (000)	2021 VALUE (000)	2020 VALUE (000)	2019 VALUE (000)
fire insurance	24,078	19,886	19,141	20,843	14,520
Engineering Insurance	664	678	7,255	6,500	1,997
Marine Insurance	2,346	2,152	2,620	2,413	2,620
General insurance	50,593	25,752	20,592	19,316	15,902
Motorcar insurance	790,399	566,972	383,498	339,229	354,693
Health insurance	179,098	21,5208	159,483	126,710	139,036
Other types of insurance	225	46	-1	106	584
Total	1,047,403	830,694	592,588	515,117	529,352

4- [The following is the analysis of the business volume geographically:](#)

District Name	Value in SR 000 during 2023
Central Province	390,406
Western Region	357,714
Eastern Province	131,076
Northern Province	60,781
Southern Province	107,426
Total	1,047,403

04

Statutory Disclosures

1- What provisions of the Corporate Governance Regulations have been applied and what has not been applied and the reasons for that.

The Company shall, through the Internal Audit Department and the Compliance Department, follow up the issuance of all laws and regulations and ensure that they are applied in accordance with the requirements set by the regulatory authorities. The Compliance Department follows up with the supervisory authorities to verify full compliance. The company has complied with all the provisions of the Corporate Governance Regulations issued by the Capital Market Authority. Whereas, at the First Extraordinary General Assembly Meeting, held on the evening of Monday 21/7/1433AH, corresponding to 11/6/2012AD, the Assembly approved the addition of Article No. (37) to the Articles of Association of the Company, which is concerned with cumulative voting in the general meetings of shareholders. According to the articles and bylaws of the company, the shareholders have the right to:

- Receive a share of the profits to be distributed.
- obtaining a share of the company's assets upon liquidation;
- Attending general assemblies, participating in their deliberations and voting on their decisions.
- Disposals of shares
- Monitoring the work of the Board of Directors and filing a liability lawsuit against the members of the Board
- Inquire and request information in a manner that does not harm the interests of the company, and does not oppose the market system and executive regulations.

The Ordinary General Assembly met on Monday 07-04-1439 AH corresponding to 25-12-2017 AD and approved the amendments and additions to the Company's Governance Regulation. In line with the Governance Regulation issued by the Saudi Capital Market Authority, taking into account the Governance Regulation of Insurance Companies issued by the Central Bank of Saudi Arabia.

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

Article/Para. No.	Article/paragraph text	Reasons for non-application
Article (24) (para C)	The Board of Directors shall clearly define the terms of reference of the Chairman of the Board of Directors, his deputy and the Managing Director, if any, and their responsibilities if the company's articles of association do not include this.	There are terms of reference for the Chairman of the Board stipulated in the Articles of Association of the Company and work will be done to prepare a policy that includes the terms of reference of the Vice Chairman
Article 85:	The Company shall set out programs to develop and stimulate the participation and performance of the Company's employees; provided that such include in particular the following: (as provided in the Article). <ol style="list-style-type: none"> 1. Forming committees or holding specialized workshops to listen to the views of the company's employees and discuss them on the issues and topics that are the subject of important decisions. 2. Programs to grant employees shares in the company or a share of the profits it achieves and retirement programs, and the establishment of an independent fund to spend on those programs. 3. Establishing social institutions for employees of the company. 	Command variable
Article 87:	The Ordinary General Assembly, based on the Board of Directors' recommendation, shall establish a policy that guarantees a balance between its objectives and those of the community for purposes of developing the social and economic conditions of the community.	Command variable

Article 88:	<p>The Board of Directors shall develop programs and determine the means necessary to present the Company's initiatives in the field of social work.</p> <ol style="list-style-type: none"> 1) Establishing measurement indicators that link the company's performance with the initiatives it offers in social work, and comparing this with other companies with similar activity. 2) Disclosing the social responsibility goals adopted by the company to its employees and educating them about them. 3) Disclosure of plans to achieve social responsibility in periodic reports related to the activities of the company. <p>Develop awareness programs for the community to introduce the social responsibility of the company.</p>	Command variable
Article 95:	<p>In the event that the Board of Directors forms a committee concerned with corporate governance, it shall delegate to it the competences prescribed under Article Ninety-Four of these Regulations. This committee shall follow up any issues on governance applications and provide the Board of Directors, at least annually, with the reports and recommendations it reaches.</p>	Command variable

2. Dividend Policies:

The company works to implement the policies contained in the company's articles of association, which are related to the distribution of shareholders' profits in Article (46) and with reference to paragraph (45), which is related to zakat and reserve as follows:

Article No. (45): Zakat and Statutory Reserve

The manufacturer shall:

1. Put aside zakat and scheduled income tax.
2. Put aside (20%) of the net profit to form the statutory reserve and the Ordinary General Assembly may stop this put aside when the total statutory reserve reaches (100%) of the paid-up capital.
3. The Ordinary General Assembly may decide to form other reserves, to the extent that achieves the interest of the company or ensures the distribution of fixed profits as much as possible to the shareholders.
4. The Company's net annual profits shall be distributed after deducting all general expenses and other costs and forming the necessary reserves to meet the questionable debts, investment losses and contingent liabilities that the Board of Directors deems necessary in accordance with the provisions of the Cooperative Insurance Companies Control Law and the provisions issued by the Saudi Central Bank. The remaining profits after deducting the reserves established under the relevant regulations and zakat shall be allocated a percentage of not less than (5%) of the paid-up capital for distribution to shareholders as proposed by the Board of Directors and decided by the General Assembly. If the remaining percentage of the profits due to shareholders is not sufficient to pay this percentage, the shareholders may not claim to pay it in the following year or years. The General Assembly may not approve the distribution of a percentage of profits in excess of what the Board of Directors proposed.

Article No. (46): Dividend entitlement

The shareholder is entitled to his share of profits in accordance with the General Assembly's decision issued in this regard. The decision shall indicate the entitlement date and the date of distribution. Entitlement to dividends is to the shareholders registered in the shareholders' registers at the end of the day specified for entitlement. The company shall notify the Capital Market Authority without delay of any decisions to distribute profits or recommendations thereof, and shall pay the profits scheduled to be distributed to shareholders at the place and dates determined by the Board of Directors, in accordance with the instructions issued by the competent authority, taking into account the prior written approval of the Central Bank of Saudi Arabia.

3- Names of members of the Board of Directors, members of committees, executive management, their current and previous jobs, qualifications and experience

a- Board of Directors

#	Name	Current Positions	Previous Positions	Qualifications	Experiences
1	Mr. Yasser Mohammed Al Jarallah	<ul style="list-style-type: none"> - Co-founder and CEO - Tharwa Investment Company - UAE - 2005 - till now. - Co-founder and Board Member - VC Bank Bahrain - 2009 - Present. - Member of the Board of Directors of Inma Medical Services LLC. - Member of the Board of Directors of the Saudi Investment Bank 2019- Present. - Tharwa Gulf Holding Company - Saudi Arabia 2018 - till now. 	<ul style="list-style-type: none"> - Founder and Board Member listed in ADX - Meethaq Takaful Insurance - UAE 2006-2011. - Licensed by FSA , UK-Advanced Emerging Capital UK- 2005-2012. - Co-Founder Analyst - Pi Capital - America - 2003-2006. - Co-founder and CEO - Gulf Wealth General Trading Company - LLC UAE - 2006-2011. - Co-Founder and CEO - Al Jazeera General Trading Objective - UAE - 2006-2011. - Member of the Board of Directors licensed by the Central Bank of Bahrain - VC Bank Bahrain- 2012-2018. 	<p>Bachelor / Master - Economics - USC America - 2005.</p> <p>Qualified :</p> <ul style="list-style-type: none"> - Financial Options Workshop - UK, 2008 - Endowment Fund - Corporate Governance - Central Bank of Bahrain - 2014. - Endowment Fund - Corporate Governance - Central Bank of Bahrain 2016. 	Finance and investment.
2	Mr. Fayez Saleh Bin Mahfouz	General Manager - Tharwa Gulf Holding Company 01-06-2020 until now.	<ul style="list-style-type: none"> - Deputy General Manager - Saleh Bin Mahfouz Trading Establishment - 1999-2000AD. - Investment Department - Riyad Bank - 2000-2004. - Investment and Equity Department - Banque Saudi Fransi 2004-2006. - Investment Manager - Original Solutions - 2006-2018. 	<p>Bachelor of Business Administration - King Saud University - 1999.</p> <ul style="list-style-type: none"> - Administrative Consultant - Ministry of Commerce 1441 AH. 	Finance and investment.
3	Mr. Ali Yahya Al-Jaafari	<ul style="list-style-type: none"> - Vice Chairman of the Board of Directors of Alsharqia Development Company. - Managing Director of ALLIED COOPARTIVE INSURANCE GROUP - ACIG. - Deputy chairman United Dairy Farms Co. 	<ul style="list-style-type: none"> - Head of Accounts - Saudi Arabian Agricultural Bank - 1987-1993. - Financial and Administrative Director - National Tourism Company - 1993-1998. - Director of Financial Affairs and Investment - Al-Jarallah Group for Trading and Contracting 1998-2004. - Owner of Almoaasher Center for Financial Consultancy 2004-2020. 	<ul style="list-style-type: none"> - Bachelor of Accounting - Imam Mohammed Bin Saud University 1407. - Financial Advisor - Ministry of Commerce 1426AH. - Member of the Saudi Organization for Certified Public Accountants (SOCPA) 	Finance and Investment
4	Mr. Abdulrahman Hassan Al-Amoudi	Executive Director - Baniya Saudi Arabia	<ul style="list-style-type: none"> - Accountant - Robert Half International - Boston - Accountant - Al-Manwal Establishment for Industry and Trade - Deputy General Manager - Al-Manwal Establishment for Industry and Commerce - General Manager - Al Manwal Establishment for Industry and Commerce 	Bachelor's degree in financial management	Experience in accounting, general administration and executive management
5	Mr. Khalid Majid Al-Rasheed	Lawyer - Al-Rasheed Office Lawyers and Consultants	<ul style="list-style-type: none"> - Faculty Member - Higher Institute of Magistracy 	Bachelor of Sharia Master - Jurisprudence Doctorate - Judicial Studies	Judiciary and Advocacy
6	Mr. Abdullah Abdulrahman Al-Sheikh	General Director of Financial Affairs at Al Rajhi Endowments	<ul style="list-style-type: none"> - General Manager of Financial Affairs at Saudi Medical Care Group. 	<p>Bachelor of Accounting - King Saud University</p> <ul style="list-style-type: none"> - Master of Management Accounting (University of Aberdeen.) - Financial certificate (Institute of Financial Advisors.) 	<ul style="list-style-type: none"> - Director General of Financial Affairs at the General Organization of King Faisal Specialist Hospital and Research Centre. - Director of Internal Audit at the Saudi Stock Exchange (Tadawul). - Member of the Board of Directors and Audit Committees in several companies.

7	Abdullah Mohammed Al-Qahtani	Owner and Chairman of the Board of Directors of each of Samik Alplastic Factory Company Ratl Logistics Services Company	<ul style="list-style-type: none"> - Sole Consultation - Business Evaluation Foz Plastic Products Factory - Founder & CEO. - Orange Business Services - Project Management Consultant, for Smart Cities Industry - Saudi Electricity Company - IT Consultant - Al Raha Technical Services Group - IT Consultant 	<ul style="list-style-type: none"> - Master of Business Administration, University of Portsmouth, United Kingdom. - Bachelor of Computer Engineering, King Fahd University of Petroleum and Minerals. 	Experience in IT and Networking
8	Mr. Ahmed Abdullah Al-Hammadi	Free	<ul style="list-style-type: none"> - Director of Administrative and Financial Affairs, Cultural Attaché of Canada. - Director General of Administrative Affairs, King Saud University. - Director General of Strategic Planning, King Saud University. - Director of Statistics Department, King Saud University. - Director of Credit Department, King Saud University. 	<ul style="list-style-type: none"> - Master of Agricultural Economics - King Saud University. - One-year training program - Davis University California. - Bachelor's degree - Agricultural Economics - King Saud University. 	Experience in administrative, planning, strategic, and credit affairs.
9	Mr. Mohammed Jihad Al-Rasheed	Sales Manager, TÜV Austria Group	<ul style="list-style-type: none"> - Head of Strategy at MEDGULF Saudi Arabia - Head of Sales and Marketing at Arabian Shield Company - Head of Business Development at Al Rajhi Takaful - Corporate Sales Manager, Arabian Shield Company - Deutsche Gulf Investor Relations & Quality Assurance Manager - Head of Department - Statistics and Information Unit at Riyad Bank 	Bachelor of Information Systems - King Saud University	Experience in Banking, Finance and Insurance services.
10	Mr. Mohammed Ibrahim Al-Rasheed	CEO of Plar Saudi Arabia	<ul style="list-style-type: none"> - General Manager of Mohammed Abdullah Al Arid Company Limited - Operations Manager, Mohammed Abdullah Al Arid Co. Ltd. - CEO of Alswaim Group 	<ul style="list-style-type: none"> - MBA - Finance - Prince Sultan University - Bachelor of Science , Business Administration - Project Management and Sustainability. California State College, chiko. 	Experience in several areas

B- Members of Committees

Audit committee

#	Name	Current Positions	Previous Positiions	Qualifications	Experiences
1	Abdullah Abdulrahman Al Sheikh	General Director of Financial Affairs at Al Rajhi Endowments	General Manager of Financial Affairs at Saudi Medical Care Group.	<ul style="list-style-type: none"> - Bachelor of Accounting - King Saud University - Master of Accounting and Management (University of Aberdeen.) - Financial certificate (Institute of Financial Advisors.) 	<ul style="list-style-type: none"> - Director General of Financial Affairs at the General Organization of King Faisal Specialist Hospital and Research Centre. - Director of Internal Audit at the Saudi Stock Exchange (Tadawul). - Member of the Board of Directors and Audit Committees in several companies.
2	Bassam Mohammed Albaqawi	Managing Partner of Bassam Bin Mohammed Al-Baqawi & Partners for Professional Consultancy (BMP&Company)	CEO of Investment House Company	<ul style="list-style-type: none"> - Bachelor of Accounting /Qassim University. - MA Accounting / University of Arkansas - American Chartered Accountants Fellowship/ CPA . - Fellowship of Chartered Accountants Saudi Organization for Auditors and Accountants Socpa - Zakat and Tax Consultancy/ Saudi Organization for Auditors and Accountants - Bachelor of Law /Arab East Colleges 	<ul style="list-style-type: none"> - Deputy General Manager and Secretary of the Board of Directors of the company Aseer. - Investment Manager at Gulf International Bank. - Auditor in Al-Fawzan and Banqa Chartered Accountants. - Senior Auditor Assistant at PwC. - Member of the teaching staff of the Institute of Public Administration.

3	Ibrahim Ahmed Al-Azaq	The executive partner of Ibrahim Ahmed Al-Azaq and Huda Al-Zailai are chartered accountants and auditors company.	<ul style="list-style-type: none"> - Financial Controller at the General Audit Bureau - Director of Revenue Department at Etihad Etisalat Mobily - Financial Manager, Industrial Cities and Technology Zones Authority 	<ul style="list-style-type: none"> - Licensed Chartered Accountant SOCPA - Certified Bankruptcy Trustee - Certified bankruptcy expert - Licensor approved by the off-plan sales committee - Master in Accounting from King Saud University 	<ul style="list-style-type: none"> - Participating in the final accounts committees of a number of ministries and bodies. - Reviewing the number of accounts of ministries and government departments. - Participating in committees of the Bureau of Experts in the Council of Ministers. - Evaluating the performance of a number of public institutions and bodies. - Advisor to a number of companies and government agencies. - Reviewing and auditing the accounts of companies for the purpose of issuing the certificate of the Local Content Authority. - Liquidation of a number of companies and legacies - Expert in all courts and provide judicial expert reports.
4	Al-Hanouf Abdul-Jabbar Al-Abd Al-Jabbar	Director of the Council's Coordination Department	Director of the Internal Audit Department	<ul style="list-style-type: none"> - Bachelor of Computer Sciences (Princess Nourah University) - Highly audited and internal control diploma (Faculty of Continuing Education, Al-Yamamah University) - Master of Business Administration (King Saud University) 	11 years

Nomination and Remuneration Committee

#	Name	Current Positions	Previous Posiotions	Qualifications	Experiences
1	Abdulrahman Hassan Al-Amoudi	Executive Director - Baniya Saudi Arabia	<ul style="list-style-type: none"> - Accountant - Robert Half International - Boston - Accountant - Al-Manwal Establishment for Industry and Trade - Deputy General Manager - Al-Manwal Establishment for Industry and Commerce - General Manager - Al Manwal Establishment for Industry and Commerce 	Bachelor's degree in financial management	Experience in accounting, general administration and executive management
2	Mohammed Jihad Al-Rasheed	CEO of Sales - TUV Austria Shanghai Branch Co., Ltd.	<ul style="list-style-type: none"> - Head of Strategic Planning - Dr.Keef Saudi Arabia Company - Corporate Sales Manager - Arabian Shield Cooperative Insurance Company - Head of Business Development - Al Rajhi Cooperative Insurance Company - Head of Sales and Marketing - Arabian Shield Cooperative Insurance Company - General Director of Strategic Planning - Mediterranean and Gulf Insurance and Reinsurance Company 	Bachelor's degree - Computer - Information Systems	Strategic planning, business development and sales
3	Khalid Majid Abdulrahman Al-Rasheed	Lawyer - Al-Rasheed Office Lawyers and Consultants	<ul style="list-style-type: none"> - Faculty Member - Higher Institute of Magistracy 	Bachelor of Sharia Master - Jurisprudence Doctorate - Judicial Studies	Judiciary and Advocacy

Risks Management

#	Name	Current Positions	Previous Posiotions	Qualifications	Experiences
1	Mr. Mohammed Jihad Al-Rasheed	Sales Manager, TÜV Austria Group	<ul style="list-style-type: none"> - Head of Strategy at MEDGULF Saudi Arabia - Head of Sales and Marketing at Arabian Shield Company - Head of Business Development at Al Rajhi Takaful - Corporate Sales at Arabian Shield Company - Deutsche Gulf Investor Relations & Quality Assurance Manager - Head of Department - Statistics and Information Unit at Riyad Bank 	Bachelor of Information Systems - King Saud University	Experience in Banking, Finance and Insurance
2	Mr. Mohammed Ibrahim Al-Rasheed	CEO of Plar Saudi Arabia	<ul style="list-style-type: none"> - General Manager of Mohammed Abdullah Al Arid Company Limited - Operations Manager, Mohammed Abdullah Al Arid Co. Ltd. - CEO of Alswaim Group 	<ul style="list-style-type: none"> - MBA - Finance - Prince Sultan University - Bachelor of Science, Business Administration - Project Management and Sustainability. California State College, chiko. 	Experience in several areas
3	Abdullah Mohammed Al-Qahtani	Owner and Chairman of the Board of Directors of each of Samik Alplastic Factory Company Ratl Logistics Services Company	<ul style="list-style-type: none"> - Sole Consultation - Business Evaluation - Foz Plastic Products Factory - Founder & CEO. - Orange Business Services - Project Management Consultant, for Smart Cities Industry - Saudi Electricity Company - IT Consultant - Al Raha Technical Services Group - IT Consultant 	<ul style="list-style-type: none"> - Master of Business Administration, University of Portsmouth, United Kingdom. - Bachelor of Computer Engineering, King Fahd University of Petroleum and Minerals. 	Experience in IT and Networking

Investment Committee

#	Name	Current Positions	Previous Posiotions	Qualifications	Experiences
1	Mr. Ali Yahya Al-Jaafari	<ul style="list-style-type: none"> - Vice Chairman of the Board of Directors of Alsharqia Development Company. - Managing Director of ALLIED COOPARTIVE INSURANCE GROUP - ACIG. - Deputy chairman United Dairy Farms Co. 	<ul style="list-style-type: none"> - Head of Accounts - Saudi Arabian Agricultural Bank - 1987-1993. - Financial and Administrative Director - National Tourism Company - 1993-1998. - Director of Financial Affairs and Investment - Al-Jarallah Group for Trading and Contracting 1998-2004. - Owner of Almoaasher Center for Financial Consultancy 2004-2020. 	<ul style="list-style-type: none"> - Bachelor of Accounting - Imam Mohammed Bin Saud University 1407. - Financial Advisor - Ministry of Commerce 1426AH. - Member of the Saudi Organization for Certified Public Accountants (SOCPA) 	Finance and Investment
2	Mr. Fayez Saleh Bin Mahfouz	General Manager - Tharwa Gulf Holding Company 01-06-2020 untill now.	<ul style="list-style-type: none"> - Deputy General Manager - Saleh Bin Mahfouz Trading Establishment - 1999-2000AD. - Investment Department - Riyad Bank - 2000-2004. - Investment and Equity Department - Banque Saudi Fransi 2004-2006. - Investment Manager - Original Solutions - 2006-2018. 	<ul style="list-style-type: none"> - Bachelor of Business Administration - King Saud University - 1999. - Administrative Consultant - Ministry of Commerce 1441 AH. 	Finance and investment.
3	Mr. Abdulrahman Hassan Al-Amoudi	Executive Director - Baniya Saudi Arabia	<ul style="list-style-type: none"> - Accountant - Robert Half International - Boston - Accountant - Al-Manwal Establishment for Industry and Trade - Deputy General Manager - Al-Manwal Establishment for Industry and Commerce - General Manager - Al Manwal Establishment for Industry and Commerce 	Bachelor's degree in financial management	Experience in accounting, general administration and executive management

Executive Committee

#	Name	Current Positions	Previous Positions	Qualifications	Experiences
1	Mr. Fayez Saleh Bin Mahfouz	General Manager - Tharwa Gulf Holding Company 01-06-2020 until now.	<ul style="list-style-type: none"> - Deputy General Manager - Saleh Bin Mahfouz Trading Establishment - 1999-2000AD. - Investment Department - Riyadh Bank - 2000-2004. - Investment and Equity Department - Banque Saudi Fransi 2004-2006. - Investment Manager - Original Solutions - 2006-2018. 	<ul style="list-style-type: none"> - Bachelor of Business Administration - King Saud University - 1999. - Administrative Consultant - Ministry of Commerce 1441 AH. 	Finance and investment.
2	Mr. Ali Yahya Al-Jaafari	<ul style="list-style-type: none"> - Vice Chairman of the Board of Directors of Alsharqia Development Company. - Managing Director of ALLIED COOPARTIVE INSURANCE GROUP - ACIG. - Deputy chairman United Dairy Farms Co. 	<ul style="list-style-type: none"> - Head of Accounts - Saudi Arabian Agricultural Bank - 1987-1993. - Financial and Administrative Director - National Tourism Company - 1993-1998. - Director of Financial Affairs and Investment - Al-Jarallah Group for Trading and Contracting 1998-2004. - Owner of Almoasher Center for Financial Consultancy 2004-2020. 	<ul style="list-style-type: none"> - Bachelor of Accounting - Imam Mohammed Bin Saud University 1407. - Financial Advisor - Ministry of Commerce 1426AH. - Member of the Saudi Organization for Certified Public Accountants (SOCPA) 	Finance and Investment
3	Mr. Ahmed Abdullah Al-Hammadi	Free	<ul style="list-style-type: none"> - Director of Administrative and Financial Affairs, Cultural Attaché of Canada. - Director General of Administrative Affairs, King Saud University. - Director General of Strategic Planning, King Saud University. - Director of Statistics Department, King Saud University. - Director of Credit Department, King Saud University. 	<ul style="list-style-type: none"> - Master of Agricultural Economics - King Saud University. - One-year training program - Davis University California. - Bachelor's degree - Agricultural Economics - King Saud University. 	Experience in administrative, planning, strategic, and credit affairs.

C-Executive Management

#	Name	Current Positions	Previous Positions	Qualifications	Experiences
1	Mohammed Abdullah Al-Qadi	Chief Executive Officer ALLIED COOPARTIVE INSURANCE GROUP - ACIG	<ul style="list-style-type: none"> - Regional Director for the Central Zone - Tawuniya Marketing Channel Manager - Tawuniya - Regional Underwriting Manager for Central Region - Tawuniya - IPO Manager - Cooperative - Director of Underwriting Commercial Insurance - Cooperative. - Senior Underwriting and Customer Relationship Officer- Cooperative. - Customer Relation Officer- Tawuniya 	<ul style="list-style-type: none"> * Bachelor of Marketing (1992) * Diploma in Customer Satisfaction & it's contribution to Profit (1995) * COP-London (1996) * PIC-London (2004) * Many Advanced International Courses in Underwriting and Strategic Management (2004 -2011)) * Certified Trainer Certificates (2014) 	<ul style="list-style-type: none"> Insurance product design. *Insurance market study and forecasts. *Spread and conquer markets. *Preparing budgets and strategic plans. *Managing the technical department of underwriting and claims. *Sales and marketing management. *Monitoring all company operations and creating the necessary improvement solutions. *Continuous development of all systems, automation, and creation of applications to facilitate operations. *Preparing reinsurance programs and controlling risk distribution. *Training and designing curricula for some institutes and training centers. Participant and speaker in some insurance conferences internally and externally. A collaborative trainer certified by the Financial Academy
2	Tawfiq Alkali	Executive Vice President of Finance and Investment	More than 16 years of experience in financial management and investment between the auditing and auditing sectors, banking, banks, industrial and educational sector and insurance currently	<ul style="list-style-type: none"> MSc Finance and Accounting , Bangor University, UK Academic English Certificate - Oxford Brookes University, Oxford, UK Bachelor of Accounting , Umm Al-Qura University, Makkah, Saudi Arabia Various specialized courses approved in the financial and administrative field 	<ul style="list-style-type: none"> Audit , Ernst & Young (E&Y) Riyadh Bank, Banking Services Samba Bank, Banking Services & Compliance Salem York Johnson Controls ,Financial Department Umm Al-Qura University, Lecturer , Accounting Department University of Jeddah , Supervisor of Financial Management Director of Investment, Accounting and Self-Resources ALLIED COOPARTIVE INSURANCE GROUP- ACIG, Chief Financial Officer, Executive Vice President of Finance and Investment in charge

3	Hassan Awad Hassan Al Hazmi	Executive Vice President of Marketing and Sales	<ul style="list-style-type: none"> - Information Technology at Irfan Group 2000-2002 - Deputy General Manager of Tawuniya Insurance Agent 2002-2006 - CEO of Hulool Insurance Brokerage Company 2006-2009 - Individual Insurance Manager - ACIG 2009 - 2013 - Executive Vice President of Marketing and Sales 2013- present 	Bachelor of Electrical Engineering - Computer Department	IT , Marketing & E-Sales, Insurance Sales
4	Moataz Al-Jadid	Director of Legal Affairs Dept.	<ul style="list-style-type: none"> - Al-Ahlia Cooperative Insurance Company 2006-2009. - Attorney at Tawuniya Insurance Company 2011-2014 - Director of Legal Affairs Department - ALLIED COOPARTIVE INSURANCE GROUP- ACIG 	Bachelor of Systems - King Saud University Many legal and insurance courses.	Providing legal advice - Reviewing and drafting contracts - Drafting legal regulations and memoranda - Preparing and drafting the policies of the company - Representing the company before the judicial authorities of all degrees - Member of the Legal and Money Laundering Committee - Secretary of the Board of Directors.
5	Talal Alzahrani	Head of Customer Experience	<ul style="list-style-type: none"> - Technical Support Engineer at Gulf Computer Services Company SPSNET 2004-2009 - Information Systems Management Specialist at ALLIED COOPARTIVE INSURANCE GROUP- ACIG 2009 - 2011 - Customer Relationship Management Specialist at Al Rajhi Cooperative Insurance Company (Al Rajhi Takaful) 2011-2013 - Customer Service Manager at ALLIED COOPARTIVE INSURANCE GROUP- ACIG 2013-2017 - Customer Care Manager at ALLIED COOPARTIVE INSURANCE GROUP- ACIG 2017 - 2021 - Head of Customer Experience at ALLIED COOPARTIVE INSURANCE GROUP- ACIG 2021- Present 	Advanced Diploma in Systems Programming and Analysis Certified Lean Six Sigma Black belt Mistake Proofing Error Proofing Business processes Certification in Personal Skills development Measuring and Managing Customer Satisfaction ISO 9001:2015	Caring for customers and improving their experience, digital transformation of pre, during and after-sales services, information technology, data analysis
6	Abdullah Mashhor	Head of Information Technology	More than 21 years of experience in information technology in the Royal Saudi Naval Forces	Bachelor of Computer Engineering - Faculty of Computer and Information Sciences - King Saud University Courses in the field of information technology Courses in the field of project management An English language course at the Maritime Education Center	*Participant with the Navy Network Design Task Force * Marine Network Administration *Chairman of a number of committees * Member of the Manpower Development Team in the Administration * Member of the Naval Forces Initiative Development Team *Holding administrative positions in a number of centers and departments in the Information Technology Department

7	Hanan Al Ahmari	Director of the Human Resources and Administrative Affairs Department	<ul style="list-style-type: none"> - Social Worker at King Abdulaziz Hospital - Administrative Assistant Medical Claims Coordinator. - Contact Center Officer. - HR Specialist (2009) - Director of Human Resources and Administrative Affairs Department. 	<ul style="list-style-type: none"> - Bachelor of Sociology from King Abdulaziz University. - Course to pass the Sharm Certified Human Resources Certification Exam - Authorized Manager. - Human Resources Specialist Course. - Administrative reporting skills course - Computer Diploma. - Underwriting insurance course. 	<ul style="list-style-type: none"> - 2004-2005 Social Worker at King Abdulaziz Hospital. - 2005-2006 Administrative Assistant at the ALLIED COOPARTIVE INSURANCE GROUP-ACIG in the Women's Department. - 2006-2007 Medical Claims Coordinator at ALLIED COOPARTIVE INSURANCE GROUP-ACIG in Medical Insurance Department. - 2007-2008 ALLIED COOPARTIVE INSURANCE GROUP-ACIG Contact Center Officer in Customer Service Department. - 2008-2021 Human Resources Specialist at ALLIED COOPARTIVE INSURANCE GROUP-ACIG in Human Resources Management. - 2021- Until Now Director of Human Resources and Administration Department at ALLIED COOPARTIVE INSURANCE GROUP-ACIG in Human Resources Department.
8	Mohammed Mohsen Balharith	Director hazards department	<ul style="list-style-type: none"> - Risk Manager Finzi Finance Company, Credit Operations Manager, Tamweel Al Oula Co. - Risk Manager, Tamweel Al Oula Co. - Operational Risk Management Audit Supervisor, Riyadh Bank - Banking Operations Officer, Riyadh Bank 	<ul style="list-style-type: none"> - Bachelor of Business Administration, obtained from King Abdulaziz University. 	<ul style="list-style-type: none"> - Banking & Finance
8	Abdullaziz Khaled Alatni	Technical Head of Medical Insurance Sector	<ul style="list-style-type: none"> - Underwriting Director for Life and Health Insurance at AXA Cooperative Insurance Company - Specialist of the Project Management Office at the Central Bank of Saudi Arabia 	<ul style="list-style-type: none"> - Bachelor of Business Administration from Cape Breton University, Canada. - Medical Insurance Certificate from the American Medical Insurance Association (HIA) - Certificate of Insurance from the British Chartered Insurance Institute (Cert CII) - Life Insurance Certificate from the Institute of the American Life Insurance Association (Loma) 	<ul style="list-style-type: none"> - More than 10 years of experience in medical insurance, life insurance, project management, compliance and strategy.
9	Abdullatif Alkhuthlan	Head of Compliance and Anti-Money Laundering	<ul style="list-style-type: none"> - Member of the Public Relations Board of Honorary Members • Union Club – 2016 - Operations Officer Icon Integrated International Trading Company • Company – 2019 - Complaint Handler ALLIED COOPARTIVE INSURANCE GROUP-ACIG - 2020-2022 - Senior Compliance & Anti-Money Laundering Specialist ALLIED COOPARTIVE INSURANCE GROUP - ACIG - 1/9/2022 - Present 	<ul style="list-style-type: none"> - Bachelor's degree in Business Administration • King Abdulaziz University - University of Edinburgh - Crisis Management Course. - Anti-Money Laundering and Counter-Terrorism Financing Course. - IFCE Certificate - Insurance Principles and Fundamentals. - Professional Examination for Compliance in the Insurance Sector. 	<ul style="list-style-type: none"> - Insurance, Compliance, Governance, Customer Experience, Control, Inspection, Reporting and Regulations
10	Hashem Al-Awad	Senior Strategy and Business Development Specialist	<ul style="list-style-type: none"> - Business Development, Planning and Control Specialist at Takaful Al Rajhi Company - Project Manager, NESK Group Of Trading Projects 	<ul style="list-style-type: none"> - Diploma in Business Administration from the College of Technology in Riyadh - Bachelor's degree in Business Administration and Informatics Systems from Middle Tennessee State University, Murfreesboro, TN USA - IFCE Certificate - Insurance Principles and Fundamentals. - Certificate of Volunteering in the Health Sector (COVID-19) - Programming Certificate from Prince Mohammed Bin Salman Bin Abdulaziz Foundation (Misk) 	<ul style="list-style-type: none"> - 6 years of experience in business development, strategic planning and control - Business Analysis and Insurance Market Study - Experience in programming Python, Java and SQL

4-Board of Directors:

The Board of Directors of the Company shall be responsible for supervising the management of the Company whose operational and financial affairs are conducted, and for making all essential decisions related to its policies. The primary responsibility of the Board is to ensure effective governance of the Company's affairs, in the interests of shareholders and policyholders. It is also his responsibility to balance the diverse interests of the beneficiaries, including the company's customers and the institutions associated with it with commercial relations. The members of the Board of Directors of the Company shall, through all procedures decided by the Board, take appropriate measures to serve the interest of the Company in the best possible manner. The Board and its committees follow up the executive management of the company in the implementation of the decisions and strategies adopted by the Board of Directors and its committees, and ensure that they are implemented as required.

This is the sixth session of the Board of Directors, which was formed at the Ordinary General Assembly Meeting on 05/06/2022. This session starts from 05/06/2022 and ends on 17/05/2025 (for a period of three years).The members were elected on the method of cumulative voting

The number of members of the current Board of Directors is 10 members and the classification of members is as follows:

- Composition of the Board of Directors and classification of its members

Name	Membership Classification (Executive / Non-executive - Independent)
Mr. Yasser Mohammed Al Jarallah	Non-executive
Mr. Fayez Saleh Bin Mahfouz	Non-executive
Mr. Ali Yahya Al-Jaafari	Executive
Mr. Abdulrahman Hassan Al-Amoudi	Independent.
Mr. Khalid Majid Al-Rasheed	Independent.
Mr. Abdullah Abdulrahman Al-Sheikh	Independent.
Mr. Abdullah Mohammed Al-Qahtani	Independent.
Mr. Ahmed Abdullah Al-Hammadi	Independent.
Mr. Mohammed Jihad Al-Rasheed	Independent.
Mr. Mohammed Ibrahim Al-Rasheed	Independent.

The Board of Directors approved the resignation of Mr. Mohammed Mohsen Balharith from the membership of the Board of Directors on 04-10-2023 AD. The Board also approved the appointment of Mr. Ahmed Abdullah Al Hammadi as a member of the Board of Directors on the same date.

Number of shares owned by members of the Board of Directors

Name	Shares Owned in the Company
Mr. Yasser Mohammed Al Jarallah	425967
Mr. Fayez Saleh Bin Mahfouz	-
Mr. Ali Yahya Al-Jaafari	-
Mr. Abdulrahman Hassan Al-Amoudi	-
Mr. Khalid Majid Al-Rasheed	-
Mr. Abdullah Abdulrahman Al-Sheikh	-
Abdullah Mohammed Al-Qahtani	-
Mr. Ahmed Abdullah Al Hammadi	-
Mr. Mohammed Jihad Al-Rasheed	-
Mr. Mohammed Ibrahim Al-Rasheed	-

5- Companies inside or outside the Kingdom for which a member of the company's board of directors is a member of its current and previous boards of directors or one of its managers

#	Member of the Board of Directors	Names of companies in which the member of the Board of Directors is a member of their current boards of directors or of their directors	In-Kingdom/ Out-Kingdom	Legal Entity (Listed Contribution/ Unlisted Contribution/ Limited Liability...)	Names of companies in which the member of the Board of Directors is a member of their previous boards of directors or of their directors	In-Kingdom/ Out-Kingdom	Legal Entity (Listed Contribution/ Unlisted Contribution/ Limited Liability...)
1	Yasser Mohammed Jarallah	Alinma Medical Services Tharwa Al Khaleej Holding, The Saudi Investment Bank - ALLIED COOPARTIVE INSURANCE GROUP-ACIG Al-Sharqiya Development Company (Sharqiya Development) Tharwa Investment Company - Dubai	In KSA Outside the kingdom	Limited Liability Limited Liability Listed contribution Listed contribution Listed contribution Limited Liability	Bin Jarallah Trading & Contracting Co.	In KSA	Closed Joint Stock
2	Fayez Saleh Bin Mahfouz	Tharwa Al Khaleej Holding Eastern Development Company	In KSA In KSA	Limited Liability Company Listed contribution	N/A		
3	Ali Yahya Al-Jaafari	Al-Sharqiya Development Company United Dairy Farms Co.	In KSA In KSA	Listed Contribution Unlisted Contribution	- Owner of Almoasher Center for Financial Consultancy 2004-2020	In KSA	Limited liability.
4	Khalid Majid Al-Rasheed	Al-Sharqiya Development Company	In KSA	Listed Contribution	N/A		
5	Abdulrahman Hassan Al-Amoudi	Saudi Baniya Company ABV Rock Group	In KSA	A Limited Liability Company	General Manager at Al-Manwal Est. for Industry and Trading 2013-2015.	In KSA	A Limited Liability Company
6	Ahmed Abdullah Al Hammadi	----	----	-----	-----	----	-----
7	Mohammed Jihad Al-Rasheed	N/A			N/A		
8	Abdullah Mohammed Al-Qahtani	Founder and Director of Smek Plastic Factory Company for Industry 2016-2022.	In KSA	A Limited Liability Company	Founder and Director of Foz Plastic Products Factory 2013-2016	In KSA	A Limited Liability Company
9	Abdullah Abdulrahman Al Sheikh	Member of the Board of Directors - Inmaa Al Rawabi Company Member of the Board of Directors of Al-Kathiri Holding	In KSA In KSA	Listed Contribution Listed Contribution	Vice Chairman of the Board of Directors at Al Salam Medical Group 2019-2021. Member of the Board of Directors of Takhassusi Holding 2009-2019.	In KSA	Closed shareholding with limited liability
10	Mohammed Ibrahim Al-Rasheed	CEO of Mohammed Al-Ali Al-Suwailem Company from 2021to date.	In KSA	A Limited Liability Company	General Manager - Mohammed Abdullah Al-Arid Company 2017-2021.	In KSA	A Limited Liability Company

6-The measures taken by the Board of Directors to inform its members – especially non-executives – of the shareholders' proposals and observations about the company and its performance

The Board has carried out this procedure to brief its members, especially non-executives, pursuant to the proposals of the shareholders and their observations about the company and its performance by opening the door for discussion and inquiries and making observations by the shareholders through the general assemblies of the company and to be responded to by the chairman of the meeting during its convening. In the event of any proposal that complies with the company's policies, it shall be recorded in the minutes of the meeting and submitted to the first meeting of the Board of Directors for discussion.

7. Disclosure of remuneration and allowances of members of the Board of Directors, committees and senior executives:

A- The remuneration policy of the members of the Board of Directors and the committees in accordance with Article (19) of the Company's Articles of Association

"The minimum annual remuneration for the Chairman of the Board of Directors for the services he performs shall be in the amount of one hundred and eighty (180,000) Saudi riyals annually, and the minimum annual remuneration for each member of the Board of Directors in exchange for the services he renders shall be in the amount of one hundred and twenty thousand (120,000) Saudi riyals annually, provided that the maximum limit is five hundred thousand (500,000) Saudi riyals annually, and this comes in exchange for their membership in the Board of Directors and their participation in its work, including additional rewards in the event that the member participates in any of the committees emanating from the Board of Directors.

If the company achieves profits, a percentage equivalent to (10%) of the remaining net profit may be distributed after deducting the reserves decided by the General Assembly in application of the provisions of the cooperative insurance companies control system and after distributing a profit to shareholders of no less than (5%) of the company's capital, paid, provided that the entitlement to this reward is proportional to the number of sessions attended by the member, and any estimate contrary to this will be invalid.

In all cases, the total amount received by a member of the Board of Directors in terms of financial or in-kind rewards and benefits does not exceed the amount of (500,000 riyals) five hundred thousand riyals annually.

The maximum allowance for attending council and committee sessions is (5,000 riyals) five thousand riyals for each session, not including travel and accommodation expenses.

Each member of the Council, including the Chairman of the Council, is paid; The value of the actual expenses they incur in order to attend meetings of the Board or committees emanating from the Board of Directors, including travel, accommodation and subsistence expenses.

The Board of Directors' report to the Ordinary General Assembly must include a comprehensive statement of all bonuses, expense allowances, and other benefits received by members of the Board of Directors during the fiscal year. It should also include a statement of what council members received in their capacity as workers or administrators, or what they received in exchange for technical or administrative work or consultations. It should also include a statement of the number of Council sessions and the number of sessions attended by each member from the date of the last meeting of the General Assembly."

Remuneration Policy for Board Members, Board Committees and Senior Executives approved by the Ordinary General Assembly on 12 June 2023

I:Introduction

The remuneration policy of the members of the Board of Directors and the committees emanating from the Board and senior executives has been prepared in order to comply with paragraph (1) of Article (58) of the Corporate Governance Regulations issued by the Capital Market Authority, which stipulates that the Remuneration and Nomination Committee shall " prepare a clear policy for the remuneration of the members of the Board of Directors and the committees emanating from the Board and senior executives, and submit it to the Board of Directors for consideration in preparation for approval by the General Assembly.... "

II. The Goal

This policy aims to define clear criteria for remuneration of members of the Board of Directors, sub-committees and senior executives in light of the requirements of the Companies Law and the Capital Market Authority's laws and regulations. The policy also aims to attract individuals with a degree of competence, ability and talent to serve on the Board of Directors, sub-committees of the Board and senior executives by adopting incentive plans and programs for remuneration and performance-related, which contributes to improving the company's performance and achieving the interests of its shareholders.

Third. General criteria for rewards

The Remuneration and Nomination Committee shall recommend to the Board the remuneration of the members of the Board, members of the committees and senior executives of the Company, in accordance with the approved standards, as follows:

The remuneration should be commensurate with the company's activity and the skill required to manage it.

The company takes into account the consistency of rewards with the company's strategy and objectives and with the size, nature and degree of risk it has.

The company takes into account the practices of other companies and what is prevalent in the labor market in determining bonuses.

The remuneration should be determined based on the level of the job, the tasks and responsibilities assigned to the incumbent, academic qualifications, practical experience, skills and level of performance.

The remuneration shall be fair and proportionate to the member's competencies, the business and the responsibilities carried out by the members of the Board of Directors, in addition to the objectives set by the Board of Directors to be achieved during the fiscal year.

The payment of the remuneration shall be suspended or recovered if it is found that it was decided on the basis of inaccurate information provided by a member of the Board of Directors, members of committees or executive management, in order to prevent the exploitation of the employment status to obtain undue remuneration.

Fourth: Members of the Board of Directors Remuneration

The directors shall be entitled to a fixed amount for attendance at meetings and an additional allowance in case of travel . Remuneration for the Chairman and members of the Board for the service they perform annually as described in this policy in accordance with the schedule included therein.

The remuneration of the members of the Board of Directors may also be a percentage of the profits, taking into account the provisions of Article 19of the Company's Articles of Association, provided that the total remuneration and financial and in-kind benefits received by one member of the Board of Directors in all cases do not exceed (500,000) five hundred thousand Saudi riyals annually.

The annual report of the board of directors to the general assembly of shareholders must include a comprehensive statement of all that the board members received during the fiscal year in terms of remuneration, expense allowances and other benefits, as well as a statement of what the board members received in their capacity as workers, administrators or in return for technical work. Or administrative or consulting, if any.

Fifth: Remuneration of committee members:

The remuneration for membership of the committees emanating from the Board of Directors consists of meeting attendance allowances and an additional allowance in case of travel .

Each member of the Audit Committee, whether a member of the Board or from outside the Board of Directors, shall be entitled to an annual remuneration as described in this policy in accordance with the schedule included therein.

Each member of the other committees who is a member of the board of directors or management of the company shall be entitled to an annual remuneration as described in this policy in accordance with the schedule included therein.

Each member of the other committees who is not a director shall be entitled to an annual remuneration as described in this policy in accordance with the schedule included therein.

Sixth: Shariah Committee

The remuneration of the members of the Shari 'a Supervisory Board consists of meeting attendance allowances and an additional travel allowance

Remuneration to the Chairman of the Shari 'a Supervisory Board for the service performed annually as described in this policy in accordance with the schedule included therein.

Each member of the Shari 'a Supervisory Board shall be entitled to an annual remuneration as described in this policy in accordance with the schedule included therein.

Seventh: Remuneration of the Executive Management:

The Remuneration and Nomination Committee reviews the performance of senior executives, develops incentive policies and plans, and makes recommendations to the Board of Directors.

The annual bonus system (based on the monthly basic wage) will be based on the link between the company's performance and the employee's performance level, for example (good , very good, excellent).

Eighth: Statement of the details of the remuneration of the members of the Board of Directors and its committees:**1- Members of the Board of Directors:**

A- Allowance for attending one session	3,000 SAR
B- Additional allowance (travel) for those outside the city of the meeting venue	2,500 SAR
C- Annual remuneration for the Chairman of the Board of Directors	180,000 SAR minimum Charge
D- Annual remuneration for each member of the Board of Directors	120,000 SAR Minimum Charge
E- The Secretary of the Board of Directors shall be entitled to a remuneration for each session	3,000 SAR
(f) A remuneration linked to profits, a certain percentage of net profits, determined by a recommendation of the Remuneration and Nomination Committee in the event that the company achieves profits after meeting the statutory conditions and requirements	

2- Board Committees

A- Allowance for attending one session	2,000 SAR
B- Additional allowance (travel) for those outside the city of the meeting venue	2,500 SAR
C- Each member of the Audit Committee, whether a member of the Board or from outside the Board of Directors, shall be entitled to an annual remuneration	50,000 SAR
(d) Each member of the other committees who is a member of the board of directors or the management of the company shall be entitled to an annual remuneration	15,000 SAR
Y- Each member of the other committees who is not a member of the Board shall be entitled to an annual remuneration	30,000 SAR
(f) The secretary of each committee shall be entitled to an allowance for attending one session	2,000 SAR

3- Members of the Sharia Committee:

A- Allowance for attending one session	2,000 SAR
B- Additional allowance (travel) for those outside the city of the meeting venue	2,500 SAR
C- Annual remuneration for the Chairman of the Shari 'a Supervisory Board	150,000 SAR
(d) Each member of the Sharia Board shall be entitled to an annual remuneration	75,000 SAR
E- The secretary of each committee is entitled to an allowance for attending one session	2,000 SAR

B- Executive Management Remuneration Policy

The Remuneration and Nomination Committee reviews the performance of senior executives, develops incentive policies and plans, and submits its recommendations to the Board of Directors. The annual remuneration system (based on the monthly basic wage) is based on the link between the company's performance and the level of performance of the employee, for example (good , very good, excellent). The company's performance is determined by the level of net income output and is linked to the employee's level of performance.

Remuneration and compensation paid to members of the Board of Directors during 3,202m (in Saudi riyals)

	Member Name	Specific amount	Fixed Rewards				Total	Variable Rewards							Grand Total	Expenses allowance
			Allowance for attending Board's sessions	Total attendance allowance for committee meetings	In-kind benefits	Remuneration of the Chairman of the Board or the Managing Director, if he is a member		Percentage of profits	Periodic Bonus	Short-term incentive plans	Long-Term Incentive Plans	Shares vested (value to be entered)	Total	End of Service Gratuity		
First : Independent Members																
1	Mr. Abdulrahman Hassan Al-Amoudi		39,000.00	54,500		85,479.00	178,979							-		178,979
2	Mr. Khalid Majid Al-Rasheed		39,000.00	21,500		85,479.00	145,979							-		145,979
3	Mr. Abdullah Abdulrahman Al-Sheikh		30,000.00	12,000		68,712.00	110,712							-		110,712
4	Mr. Abdullah Mohammed Al-Qahtani		30,000.00	7,000		68,712.00	105,712							-		105,712
5	Mr. Mohammed Mohsen Balharith		27,000.00	11,000		68,712.00	106,712							-		106,712
6	Mr. Mohammed Ijjad Al-Rasheed		30,000.00	24,000		68,712.00	122,712							-		122,712
7	Mr. Mohammed Ibrahim Al-Rasheed		30,000.00	7,000		68,712.00	105,712							-		105,712
8	Mr. Fawaz Mohammed Al-Sharabi		6,000.00			67,068.00	73,068							-		73,068
9	Mr. Abdullah Abdulrahman Al-Rabdi		9,000.00			44,712.00	53,712							-		53,712
	Total		240,000	137,000		626,298	1,003,298							-		1,003,298
Second : Non-executive members																
1	Mr. Yasser Mohammed Al Jarallah		39,000.00			119,507.00	158,507							-		158,507
2	Mr. Fayez Saleh bin Mahfouz		39,000.00	67,500		85,479.00	191,979							-		191,979
3	Dr. Abdullahif Mohammed Al-Sheikh		9,000.00			44,712.00	53,712							-		53,712
	Total		87,000	67,500		249,698	404,198							-		404,198
III. Executive Members																
1	Mr. Ali Yahya Al-Jaafari	2,105,250	39,000.00	67,500			2,211,750		1,250,000					1,250,000		3,461,750
	Total	2,105,250	39,000	67,500			2,211,750		1,250,000					1,250,000		3,461,750
	Total	2,105,250	366,000	272,000		875,996	3,619,246		1,250,000					1,250,000		4,869,246

There is no material deviation between the awarded bonuses and the applicable bonus policy as all members have received the minimum bonus.

The periodic remuneration paid to the Chairman and members of the Board of Directors in the above table is the remuneration for membership of the Board of Directors. The remuneration of the committees will be disclosed separately.

(c) Benefits and bonuses paid to five senior executives who received the highest bonuses and compensation, in addition to the CEO and the CFO:

Description	Value in Saudi Riyals
Salaries and Compensation	2,426,000
Allowances	1,174,430
Periodic and annual bonus	
Incentive Plans	-
Any compensation or other in-kind benefits paid on a monthly or annual basis	-
Total	3,600,430

(d) Remuneration of committee members:

	Fixed remuneration (except for attendance of committees)	Allowance for attending sessions	Total
The members of the Audit committee			
ABDULLAH AL-HARBI	18,630.00		18,630
Nabil Nasif	18,630.00		18,630
Dr. Masum Billah	11,178.00		11,178
Abdullah Al-Shibili	18,630.00		18,630
Abdullah Abdulrahman Al Sheikh	21,781.00	12,000.00	33,781
Basam Mohammed Albaqawi	21,781.00	10,500.00	32,281
Ibrahim Ahmed Al-Azaq	21,781.00	10,500.00	32,281
Al-Hanouf Abdul-Jabbar Al-Abd Al-Jabbar	21,781.00	12,000.00	33,781
Total	154,192	45,000	199,192
Members of the Nomination and Remuneration Committee			
Meshal Al-Otaibi	11,178.00		11,178
Fawaz Al-Sharabi	5,589.00		5,589
Abdullatif Mohammed Al-Sheikh	5,589.00		5,589
Naif A1 Tamimi	-		-
Mr. Abdulrahman Hassan Al-Amoudi	8,548.00	15,500.00	24,048
Mr. Khalid Majid Al-Rasheed	8,548.00	15,500.00	24,048
Mr. Mohammed Jihad Al-Rasheed	8,548.00	15,500.00	24,048
Total	48,000	46,500	94,500
Members of the Investment Committee:			
Meshal Al-Otaibi	11,178.00	-	11,178
Abdulla Abdulrahman Al Rabdi	5,589.00	-	5,589
Ali Yahya Al-Jaafari	8,548.00	51,000.00	59,548
Fayez Saleh Bin Mahfouz	8,548.00	51,000.00	59,548
Abdulrahman Hassan Al-Amoudi	8,548.00	39,000.00	47,548
Total	42,411	141,000	183,411
Risk Management Committee Members			
Dr. Yousef Basudan	11,178.00		11,178
Abdulla Abdulrahman Al Rabdi	5,589.00		5,589
Mohammed Mohsen Balharith	8,548.00	3,500.00	12,048
Mr. Khalid Majid Al-Rasheed	8,548.00		8,548
Mr. Mohammed Jihad Al-Rasheed	3,575.00	8,500.00	12,075
Abdullah Mohammed Al-Qantani	4,973.00	7,000.00	11,973
Mohammed Ibrahim Al-Rasheed	4,973.00	7,000.00	11,973
Total	47,384	26,000	73,384
Executive Committee Members			
Fawaz Mohammed Al-Sharabi	5,589.00		5,589
Abdullatif Mohammed Al-Sheikh	5,589.00		5,589
Fayez Saleh Bin Mahfouz	8,548.00	16,500.00	25,048
Ali Yahya Al-Jaafari	8,548.00	16,500.00	25,048
Mohammed Mohsen Balharith	8,548.00	7,500.00	16,048
Total	36,822	40,500	77,322
Sharaia committee members			
Sheikh Dr. Yousef Abdullah Al-Shubaili	55,890.41	6,000.00	61,890
Sheikh Dr. Ibrahim Abdullah Al-Brahim	27,945.21	6,000.00	33,945
Sheikh Dr. Mohammed Abdullah Al-Amer	27,945.21	6,000.00	33,945
Lawyer Dr. Khalid Majid Al-Rasheed	27,945.21	6,000.00	33,945
Total	139,726	24,000	163,726

8-Meetings of the Board of Directors:

The number of board meetings reached 7 meetings during 2023, and the number of attendees was as follows:

NO.	Member Name	First meeting	second meeting	third meeting	fourth meeting	Fifth meeting	sixth meeting	Seventh meeting	Attendance at meetings
		5/3/2023	15/03/2023	18/5/2023	18/06/2023	6/8/2023	19/10/2023	28/12/2023	
1	Yasser Mohammed Al Jarallah	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
2	Fayez Saleh Bin Mahfouz	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
3	Ali Yahya Al-Jaafari	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
4	Khalid Majid Al-Rasheed	Attended	Attended	Attended	Attended	Attended	Attended	failing	6
5	Abdulrahman Hassan Al-Amoudi	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
6	Mohammed Mohsen Balharith	Attended	Attended	Attended	failing	Attended	Resignation	***	4
7	Mohammed Jihad Al-Rasheed	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
8	Abdullah Mohammed Al-Qahtani	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
9	Abdullah Abdulrahman Al Sheikh	Attended	Attended	Attended	Attended	Attended	Attended	failing	6
10	Mohammed Ibrahim Al-Rasheed	Attended	Attended	Attended	Attended	Attended	Attended	Attended	7
11	Ahmed Abdullah Al-Hammadi	***	***	***	***	***	Attended	Attended	2

One meeting of the Ordinary General Assembly was held on 12 June 2023 .

The Board of Directors has also taken several decisions by passing, represented by eight resolutions, as follows :

Board of Directors Decisions

- 1- Passing Resolution No. 1/2023 dated 01-01-2023 AD
- 2- Passing Resolution No. 2/2023 dated 01-06-2023 AD
- 3- Passing Resolution No. 03/2023dated 04-10-2023AD
- 4- Passing Resolution No. 04/2023dated 10/10/2023AD
- 5- Passing Resolution No. 05/2023 dated 31-10-2023 AD
- 6- Passing Resolution No. 06/2023 dated 26-11-2023 AD
- 7- Passing Resolution No. 07/2023 dated 06-12-2023 AD
- 8- Passing Resolution No. 08/2023 dated 20-12-2023 AD

9-A penalty, penalty, precautionary measure or precautionary restriction imposed on the company

2023			2022			Subject of violation
Ways to treat it and avoid its occurrence in the future	Total amount of fines in SAR	Number Of Executive Decisions	Ways to treat it and avoid its occurrence in the future	Total amount of fines in SAR	Number Of Executive Decisions	
The company has developed a corrective plan to address and apply all requirements and to ensure that they do not occur in the future	220,000 SAR per year	An executive decision (1) was issued by the Insurance Authority due to the company's violation of the statutory periods specified for the settlement of vehicle claims	The company has developed a corrective plan to address and apply all requirements and to ensure that they do not occur in the future		A 7-point letter was issued that was just an eye-opener	Violation of the instructions of the supervisory and supervisory institution
The company has developed a corrective plan to address and apply all requirements and to ensure that they do not occur in the future	A letter was issued containing 5 points that were just a point of attention	1				Violation of the institution's instructions for protecting customers
0	0	0	0	0	0	Violation of the institution's instructions for due diligence in the fight against money laundering and the financing of terrorism
			The Central Bank is provided with a monthly report showing the extent of progress to reach the level of maturity required by the system		A letter was issued for non-compliance with the controls included in the organizational guide for information security	Violation of the Central Bank's instructions related to cybersecurity risks

Board of Directors' Committees

- Executive Committee:**

The Executive Committee consists of three members of the Board of Directors, Mr. Fayez Saleh Bin Mahfouz, Chairman of the Committee, Mr. Ali Yahya Al-Jaafari and Mr. Ahmed Abdullah Al-Hammadi. The Executive Committee held ten meetings during the year 2023. The Executive Committee studies the issues presented to the Board of Directors before discussing them in the Board, and issues its recommendations, which makes it easier for the Board to discuss them. In addition, the Committee makes decisions on matters assigned to it by the Board from time to time, delegating some powers to it according to the need to work in the company.

NO.	Member Name	First meeting	second meeting	third meeting	Fourth Meeting	Fifth Meeting	Sixth Meeting	Seventh Meeting	Eighth meeting	Ninth Meeting	Tenth Meeting
		10/1 2023	7/2 2023	1/3 2023	21/06 2023	11/7 2023	6/8 2023	21/09 2023	15/10 2023	5/12 2023	19\12 2023
1	Ali Yahya Al-Jaafari	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
2	Fayez Saleh Bin Mahfouz	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
3	Mohammed Mohsen Balharith	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Resignation	***	***
4	Ahmed Abdullah Al-Hammadi	***	***	***	***	***	***	***	Attended	Attended	Attended

The Executive Committee of the current session was formed based on the decision of the Board of Directors on June 6, 2022

On 4-10-2023 AD, the Board of Directors approved the acceptance of the resignation of Mr. Mohammed Balharith from the Executive Committee. On 9-10-2023 AD, the Board of Directors approved the appointment of Mr. Ahmed Abdullah Al-Hammadi to the membership of the Executive Committee.

- **Audit Committee:**

The Review Committee consists of four independent members:

1. Mr. Abdullah Abdulrahman Al Sheikh	Chairman of the Committee
2. Mr. Bassam Mohammed Al-Baqawi	member of the committee
3. Mr. Ibrahim Ahmed Al-Azaq	member of the committee
4. Mrs. Al-Hanouf Abdul-Jabbar Al-Abd Al-Jabbar	member of the committee

The Ordinary General Assembly approved on 25/7/2022 the formation of the committee with the same names as described above, which begins on 25/07/2022 to 17/05/2025 .

The Audit Committee held 8 meetings during the year 2023 and performed the following tasks:

- Review the Company's financial statements and ensure their integrity and the integrity of the Company's financial reporting procedures, internal accounting systems and financial control controls.
- Independent annual review of the Company's financial statements, use of external auditors and evaluation of external auditors' qualifications, performance and independence.
- Recommend the appointment of the internal auditor and the regular auditor, and periodically review their tasks and responsibilities.
- The company's compliance with legal and regulatory requirements, including the controls and procedures of the company's disclosure policy.
- The company's commitment to the controls of the policies and procedures established in the company.
- The Committee shall be responsible for reviewing and ensuring the following:
 - Does the company follow appropriate accounting policies and make appropriate judgments and estimates, taking into account the opinions of the Office of External Audit.
 - Options for processing financial information according to accepted accounting principles.
 - The robustness of the accounting policies followed and any changes applied, each year in all departments of the company.
 - Any significant adjustments that appear to be necessary based on the results of the audit. Ensure the effectiveness and efficiency of the study of the internal control system.
- Studying the internal audit reports and following up on the implementation of corrective measures for the observations contained therein
- Studying the annual financial statements before presenting them to the Board of Directors and expressing an opinion and recommendation regarding them
- Examine the accounting policies followed by the Company and provide its opinion and recommendations to the Board thereon.
- Appointment and dismissal of the Compliance Department Manager or Compliance Officer after obtaining the non-objection of the institution in writing.
- Appointment and dismissal of the Director of the Internal Audit Department or the Internal Auditor after obtaining the non-objection of the institution in writing .
- Studying the compliance plan, approving it and following up its implementation .
- Determine the monthly salary, incentive and other remuneration of the internal audit department or the internal auditor in line with the internal regulations of the company approved by the Board.
- Determine the value of the monthly salary, incentive bonus and other rewards for the Compliance Department or Compliance Officer in line with the Company's internal regulations approved by the Board.
- Ensuring the availability of a written list of professional codes of conduct after being approved by the company's board of directors to ensure that the company's activities are carried out in a fair and ethical manner.
- Follow up important lawsuits filed by the company or filed against it with the Compliance Manager or Compliance Officer, and submit periodic reports thereon to the Board of Directors.

21. Attendance data of members and dates of meetings as shown in the table below:

The number of meetings of the Review Committee reached (8) meetings during 2023 and the number of attendees was as follows:									
No.	Name	First Meeting	Second Meeting	Third Meeting	Fourth Meeting	Fifth Meeting	Sixth Meeting	Seventh Meeting	Eight Meetings
		107	108	109	110	111	112	113	114
		02/01 2023	15/03 2023	16/05 2023	13/06 2023	18/06 2023	06/08 2023	27/09 2023	31/10 2023
1	Mr. Abdullah Abdulrahman Al-Sheikh	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
2	Mr. Bassam Mohammed Al-Baqawi	Attended	Attended	Attended	Attended	Attended	Not attended	Attended	Attended
3	Mr. Ibrahim Ahmed Al-Azaq	Attended	Attended	Attended	Attended	Not attended	Attended	Attended	Attended
4	Mr. Al-Hanouf Abdul-Jabbar Al-Abd Al-Jabbar	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended

- Remuneration Nominations Committee:**

The Nomination and Remuneration Committee consists of 3 members of the Board of Directors:

- | | |
|--|---------------------------|
| 1. Mr. Abdulrahman Hassan Al-Amoudi, | Chairman of the Committee |
| 2. Mr. Mohammed Jihad Al-Rasheed | Member of the Committee |
| 3. Mr. Khalid Majid Abdulrahman Al-Rashid, | Member of the Committee |

The committee held 7 meetings during 2023, and the committee carries out the following tasks and responsibilities:

- Submitting special recommendations on candidates for membership of the Board of Directors for submission to the General Assembly, and candidates for senior executive management positions, such as the CEO and his deputies.
- Prepare clear procedures and policies to develop the remuneration policy for the Board of Directors.
- Informing the Board of Directors regarding the annual review of the performance of the Board, and submitting its recommendations to the Board regarding candidates for membership of the Board's committees for appointment.
- Recommending to the Board of Directors to approve the policy and plans of annual compensation and bonuses, and incentive plans to attract, retain and motivate outstanding employees.
- Evaluate the skills and experience of the members of the Board of Directors and the senior executive management, and make recommendations on the necessary training programs in the light of the evaluation results.
- Develop social responsibility programs and follow up their implementation in cooperation with the executive management.
- Ensure that the company is in constant compliance with the requirements of governance, and submit this to the Board of Directors.

- Attendance data of members and dates of meetings as shown in the table below:**

Attendance data of members of the Nomination Committee and dates of meetings							
Name	First Meeting	Second Meeting	Third Meeting	Fourth Meeting	Fifth Meeting	Sixth Meeting	Seventh Meeting
	02/03/2023	12/3/2023	06/08/2023	04/10/2023	09/10/2023	18/10/2023	26/12/2023
Abdulrahman Hassan Al-Amoudi	Attended	Attended	Attended	Attended	Attended	Attended	Attended
Khalid Majid Al-Rasheed	Attended	Attended	Attended	Attended	Attended	Attended	Attended
Mohammed Jihad Al-Rasheed	Attended	Attended	Attended	Attended	Attended	Attended	Attended

- On June 6, 2022, the Board of Directors issued its decision to form the Nomination and Remuneration Committee for the current session

•Investment Committee

The Investment Committee consists of three members: Mr. Ali Yahya Al-Jaafari, Chairman of the Committee, Mr. Fayeze Saleh Bin Mahfouz, and Mr. Abdulrahman Hassan Al-Amoudi. The committee is responsible for managing the entire investment file of the company. The committee has all powers in this regard, and the committee has the right to appoint expert houses with regard to the investment file. The committee held 26 meetings during 2023, as follows:

The number of meetings of the Investment Committee reached 26 during 2023														
#	Member Name	First Meeting	Second Meeting	Third Meeting	Fourth Meeting	Fifth Meeting	Sixth Meeting	Seventh Meeting	Eighth Meeting	Ninth Meeting	Tenth Meeting	Eleventh Meeting	Twelfth Meeting	Thirteenth Meeting
		10/01 2023	19/01 2023	01/02 2023	08/02 2023	02/03 2023	21/03 2023	23/03 2023	29/03 2023	03/04 2023	09/04 2023	16/04 2023	30/04 2023	05/06 2023
1	Fayeze Saleh Bin Mahfouz	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
2	Abdulrahman Hassan Al-Amoudi	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
3	Ali Yahya Al-Jaafari	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
#	Member Name	Fourteenth Meeting	Fifteenth Meeting	Sixteenth Meeting	Seventeenth Meeting	Eighteenth Meeting	Nineteenth Meeting	Twentieth Meeting	Twenty-First Meeting	Twenty-Second Meeting	Twenty-Third Meeting	Twenty-Fourth Meeting	Twenty-Fifth Meeting	Twenty-Sixth Meeting
		20/06 2023	05/07 2023	01/08 2023	28/08 2023	10/09 2023	20/09 2023	27/09 2023	10/02 2023	10/03 2023	10/08 2023	10/10 2023	26/12 2023	24/12 2023
1	Fayeze Saleh Bin Mahfouz	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
2	Abdulrahman Hassan Al-Amoudi	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended
3	Ali Yahya Al-Jaafari	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended	Attended

- On June 6, 2022, the Board of Directors issued its decision to form the Investment Committee for the current session

•Risk Management Committee:

The Risk Management Committee consists of three members, namely Mr. Mohammed Jihad Al-Rasheed, **Chairman of the Committee**, Mr. Abdullah Mohammed Al-Qahtani and Mr. Mohammed Ibrahim Al-Rasheed. The Committee is concerned with risk management in the company, and the adoption of a comprehensive risk management strategy following market conditions and the available expertise in addressing the associated risks to which the company may be exposed, as well as conducting periodic reviews and updates on the risk management strategy by taking into account the internal and external variables of the company. The committee held 4 meetings during 2023 AD.

- The attendance data of the members and the dates of the meetings are as shown in the table below:

#	Name	First Meeting 02/03/2023	Second Meeting 27/08/2023	Third Meeting 09/10/2023	Fourth Meeting 31/12/2023
1	Mr. Mohammed Mohsen Balharith	Attended	Attended	-----	-----
2	Mr. Mohammed Jihad Al-Rasheed	Attended	Attended	Attended	Attended
3	Mr. Mohammed Ibrahim Al-Rasheed	Attended	Attended	Attended	Attended
4	Mr. Abdullah Mohammed Al-Qahtani	Attended	Attended	Attended	Attended

- On June 6, 2022, the Board of Directors issued its decision to form the Risk Management Committee for the current session.
- On 04-10-2023 AD, the Board of Directors approved the resignation of **Mr. Mohammed Mohsen Balharith** from the Committee and
- On 19-10-2023 AD, the Board of Directors approved the appointment of Mr. Mohammed Jihad Al-Rasheed as Chairman of the Risk Committee

- **Shari 'a Supervisory Board:**

On August 17, 2022, the Board of Directors issued its decision to form the Sharia Supervisory Board from **Sheikh Dr. Yousef Bin Abdullah Al-Shubaili, Chairman of the Committee, Sheikh Dr. Ibrahim Abdullah Al-Brahim, Sheikh Dr. Mohammed Bin Abdullah Al-Amer and Lawyer Dr. Khalid Bin Majid Al-Rashid. The Committee is concerned with the legitimacy of the company's transactions**

The Authority held two meetings during 2023 AD:

Number	Name	First Meeting 15/03/2023	Second Meeting 11/04/2023
1	Sheikh Dr. Yousef Bin Abdullah Al-Shubaili	Attended	Attended
2	Sheikh Dr. Ibrahim Abdullah Al-Brahim	Attended	Attended
3	Sheikh Dr. Mohammed Bin Abdullah Al-Amer	Attended	Attended
4	Lawyer Dr. Khalid Bin Majid Al-Rasheed	Attended	Attended

11-General Assembly:

During the year 2023, one meeting of the Ordinary General Assembly was held as follows:

The ordinary general assembly meeting of the company shall be held during the six months following the end of the fiscal year, in accordance with the articles of association of the company, and the general assembly held on 12/06/2023 AD has decided the following resolutions:

- 1-The report of the Board of Directors for the fiscal year ended 31/12/2022 has been reviewed and discussed.
- 2-The financial statements for the fiscal year ended 31/12/2022 have been reviewed and discussed.
- 3- Approving the report of the company's auditors for the fiscal year 31/12/2022 after discussing it .
- 4- Approving the appointment of the auditors of the company Al-Azm, Al-Sudairy, Al-Sheikh and their partners as accountants and legal auditors and Al-Kharashi & Partners Office as accountants and legal auditors in order to examine, review and audit the financial statements for the second, third, fourth and annual quarters of the fiscal year 2023, the first quarter of the fiscal year 2024 and determine their fees.
- 5- Approving the disbursement of an amount of (1,050,904) riyals, which represents the value of the remuneration of the members of the Board of Directors for the fiscal year ending on 31 December 2022 .
- 6- Approval to release the members of the Board of Directors from their liabilities for the fiscal year ending on 31/12/2022 AD.
- 7- Approval of the updated remuneration policy for members of the Board of Directors, the committees emanating from the Board, and senior executives.

12-Activities of shares, debt instruments, loans and any of its subsidiaries:

The authorized and issued capital of the Company is SAR 291 million as at 31/12/202, consisting of 29,100,000 shares, with a nominal value of SAR 10 per share. Tharwa Al Khaleej Holding Company shares accounted for 15%, and the public for 85%. During the fiscal year ended December 31, 2023 AD, there were no debt instruments issued by the company, there was no interest in the category of shares entitled to vote for any persons, and there was no interest, option rights and subscription rights belonging to the members of the Board of Directors and senior executives or members of their families in the shares of the company.

There are no debt instruments convertible into shares, or any option rights, subscription right notes or similar rights issued or granted by the Company during the financial year. There are no rights to convert or subscribe under debt instruments convertible into shares, option rights or similar rights certificates issued or granted by the Company during the year 2023, and there is no refund, purchase or cancellation by the Company of any debt instruments recoverable. Nor is there any arrangement or agreement under which any of the Shareholders has waived any rights to dividends. The Company has no financial obligations to third parties, loans, any debt instruments or equity-related activities. The Board of Directors acknowledges that there are no loans on the Company.

A description of any interest of the directors and their relatives in the shares or debt instruments of the company or its subsidiaries:

#	The name of those who have interest	Beginning of Year		late years		Net change	Percentage of change
		No. of shares	Debt instruments	No. of shares	Debt instruments		
1	Mr. Yasser Mohammed Al Jarallah	425967	-----	425967	-----	-----	-----
2	Mr. Fayez Saleh Bin Mahfouz	-----	-----	-----	-----	-----	-----
3	Mr. Ali Yahya Al-Jaafari	----	----	-----	-----	-----	-----
4	Mr. Abdulrahman Hassan Al-Amoudi	-----	-----	-----	-----	-----	-----
5	Mr. Khalid Majid Al-Rasheed	-----	-----	-----	-----	-----	-----
6	Mr. Abdullah Abdulrahman Al-Sheikh	-----	----	-----	-----	-----	-----
7	Abdullah Mohammed Al-Qahtani	-----	-----	-----	-----	-----	-----
8	Mr. Ahmed Abdullah Al Hammadi	-----	-----	-----	-----	-----	-----
9	Mr. Mohammed Jihad Al-Rasheed	-----	-----	-----	-----	-----	-----
10	Mr. Mohammed Ibrahim Al-Rasheed	-----	-----	-----	-----	-----	-----

- Senior executives, their spouses and minor children have no interest in the shares or debt instruments of the Company or any of its subsidiaries.

13- Zakat, regular payments and loans:

Statement	2023		Brief description	Statement of reasons
	Paid	Outstanding and unpaid as at the end of the annual fiscal period		
	VALUE SR 000			
Zakat	807	-		
Tax	-			
Value Added Tax	130.898	6,103	December 2023 dues	To be paid in January 2024
General Organization for Social Insurance	4,270	389	December 2023 dues	To be paid in January 2024
Costs of visas and passports	22			
Labour office fees	594			
Supervision fees for the Central Bank of Saudi Arabia	5,073	1,432	2023 Dues Remaining	To be paid in January 2024
Supervision fees for the Cooperative Health Insurance Council	1,672	388	Dues for the fourth quarter 2023	To be paid in January 2024
Trading Fees	350			
Fines	609			
Withholding Tax	2,494	38	December 2023 dues	To be paid in January 2024

14. Representations:**ALLIED COOPARTIVE INSURANCE GROUP – ACIG announces that:**

1. There is no affiliated company
2. There are no loans on it, whether repayable on demand or otherwise, and the company did not pay any amounts in repayment of loans during the fiscal year 2023AD.
3. There are no debt instruments convertible into shares, nor are there any option rights, subscription rights memorandums, or similar rights issued or granted by the company during the fiscal year 2023.
4. There are no rights to convert or subscribe under debt instruments convertible into shares, rights or option, certificates of rights, or similar rights, issued or granted by the Company during the fiscal year 2023.
5. The Company has not redeemed, purchased or cancelled on its part any redeemable debt instruments, or any value of the remaining securities.
6. There is no interest in the class of voting shares belonging to persons.
7. There are no option rights or subscription rights to which the issuer is a party belonging to members of the issuer's board of directors, senior executives, their spouses and minor children.
8. There is no arrangement or agreement made under which a shareholder of the Company has waived any rights of the dividend.
9. There are no investments or other reserves established for the benefit of the issuer's employees.
10. There are no waivers of salaries or compensation.
11. There is no business competing with the company or any branches of the activity practiced by any member of the Board of Directors

15: The number of the company's requests for the shareholders' register, the dates of those requests, and the reasons for them:

Company requests to record Shareholders	Application Date:	Reasons for the request
1	15-Jan-2023	Other
2	10-Jun-2023	Powers of the Ordinary General Assembly

16. External Auditors and IFRS :

The Ordinary General Assembly, which was held on June 12 , 2023 , approved the appointment of the auditors of the company Al-Azm, Al-Sudairy, Al-Sheikh and their partners as accountants and legal auditors and Al-Kharashi Office and its partners as accountants and legal auditors in order to examine, review and audit the financial statements for the second, third, fourth and annual quarters of the fiscal year 2023 and the first quarter of the fiscal year 2024 and determine their fees.

The auditors issued their report with an unamended opinion according to the following text:

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs") that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants ("SOCPA").

The Company acknowledges that: -

- a- The accounting records have been prepared correctly.
- b- The internal audit system was prepared on valid bases and was effectively implemented.
- c- That there is no significant doubt about the issuer's ability to continue its activity.

17. Effectiveness and efficiency of internal control procedures:

During its meetings in 2023, the Committee reviewed the periodic reports of the Internal Audit Department and the Compliance Department, as well as the reports issued by the supervisory and monitoring bodies. It also met with the external auditor and the actuary and reviewed the reports issued by them. The Committee periodically followed up on the efforts of the executive management to ensure that the observations that were discovered were addressed and controls were put in place. The guarantee that limits its impact on the regulatory system.

Based on the assurances that the committee obtained from the executive management, the committee believes that there is no fundamental weakness in the company's internal control system that affects the integrity and fairness of the financial statements, noting that any internal control system cannot provide absolute assurances, but rather provides reasonable assurances about the extent of its integrity and effectiveness. Internal control system.

18- Details of the company's social contributions

Social Responsibility Initiatives for 2023:

1. Awareness campaign under the slogan (#Be_careful) - January 2023
2. Founding Day National Campaign - February 2023
3. Saudi insurance campaign and awareness star entitled (#Eligibility_Discount) - February, March 2023
4. National Flag Day Campaign - March 2023
5. SAMA Campaign for Financial Sector Conference - March 2023
6. Awareness campaign about the Environment Week under the title (Your Environment Knows You) - March 2023
7. Awareness campaign during the holy month of Ramadan entitled (#_) - March 2023
8. Awareness campaign on Social Responsibility Day - March 2023
9. Saudi Space Commission Campaign (#TowardsSpace) - May 2023
10. SAMA awareness campaign under the slogan (# StayConscious) - May , June 2023
11. The campaign of the Council of Health Insurance under the slogan (#Warranty_guarantees you) - May 2023
12. Campaign during the Hajj season entitled (# Peace_Safe) - July 2023
13. Awareness campaign on Purple Saturday for people with disabilities - July 2023
14. Campaign on the launch of the Insurance Authority - August, November 2023
15. Back to School Week Campaign - August 2023
16. Saudi Insurance Campaign and Awareness Star entitled (#Security_Receipt) - August, September, October 2023
17. 93rd National Day Campaign under the slogan (# Dream_Achieve) - September 2023
18. Breast Cancer Awareness
19. World Diabetes Day Awareness Campaign - November 2023
20. The national campaign on the occasion of Riyadh winning to host Expo 2030 - November 2023

Table of university trainees for the year 2023

#	Job number	Trainee Name	University Name	Major	Start of training	End of training.	City
1	5001	Shouq Al-Qahtani	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
2	5002	Mona Dulaim Al Hajri	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
3	5003	Saja Hussein Al-Ahmad	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
4	5004	Rasha Hassan Al-Yami	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
5	5005	Lama Abdullah Al-Thubaiti	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
6	5006	Bushra Ibrahim Hakami	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
7	5007	Noura Nabil Al Nizhan	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
8	5008	Dana Bandar Al-Hawashi	Imam Abdulrahman Bin Faisal University	Financial Sciences - Insurance	12/03/2023	01-06-2023	Khobar
9	4051	Nada Alanzi	King Saud University	Business administration	12/03/2023	15/06/2023	Riyadh
10	4052	Fahad Al-Hamad	Imam Mohammed Ibn Saud University	Risk Management	12/03/2023	15/06/2023	Riyadh
11	4053	Wafaa Al-Oufi	King Saud University	Business administration	12/03/2023	15/06/2023	Riyadh
12	4054	Rahaf Al Swailem	Imam Mohammed Ibn Saud University	Risk Management	12/03/2023	15/06/2023	Riyadh
13	4057	Fatima Qerat	King Saud University	Business administration	12/03/2023	15/06/2023	Riyadh
14	4058	Turki Al-Otaibi	Imam Mohammed Ibn Saud University	Risk Management	12/03/2023	15/06/2023	Riyadh
15	4059	Ruaa Al Wagdani	Saudi Electronic University	Healthcare Management	12/03/2023	15/06/2023	Riyadh
16	4060	Kamela Mian	King Saud University	Business administration	12/03/2023	15/06/2023	Riyadh
17	4062	Nayfa Al-Harbi	Imam Mohammed Ibn Saud University	Finance and Investment	12/03/2023	15/06/2023	Riyadh
18	4063	Ghalia Al-Harbi	Imam Mohammed Ibn Saud University	Risk Management	12/03/2023	15/06/2023	Riyadh
19	4060	Awjad Ghazi Rafi Al-Harbi	Imam Mohammed Ibn Saud University	Risk Management	07/04/2023	28-09-2023	Riyadh
20	4061	Reem Abdullah Abdulkarim Al-Shiha	Imam Mohammed Ibn Saud University	Risk Management	07/04/2023	28-09-2023	Riyadh
21	4062	Abdullah Hamad Abdulaziz Al-Musaad	King Saud University	Insurance Business Administration	07-09-2023	17-08-2023	Riyadh
22	4063	Abdullah Ahmed Juwair Al-Hamad	King Saud University	Insurance Business Administration	07-09-2023	17-08-2023	Riyadh
23	4064	Amjad Ahmed Al Mawash	Saudi Electronic University	IT	07-09-2023	14-09-2023	Riyadh

#	Job number	Trainee Name	University Name	Major	Start of training	End of training.	City
24	4065	Sahar Ahmed Jassas	Tatweer Almutbadaa Alali	Accounting	20/08/2023	21/09/2023	Riyadh
25	4066	Haifa Abdulaziz Sattam Al-Mutairi	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
26	4067	Noha Abdullah Al-Husseini	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
27	4068	Fatima Saad Zeeb Al-Qahtani	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
28	4069	Rahaf Mansour Al-Dosari	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
29	4071	Nouf Al Bloshi	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
30	4,072	Manar Al Mutairi	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
31	4073	Futun Talal Al-Enazi	King Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
32	4074	Obaid Ghaleb Obaid Al Harbi	Imam Mohammed Ibn Saud University	Insurance Business Administration	27/08/2023	16/11/2023	Riyadh
33	4075	Shumukh Saadoun Al-Nafaie	King Saud University	Mathematics and Actuarial Science	20/08/2023	14/12/2023	Riyadh
34	4076	Abdullah Mohammed Al-Mutairi	King Saud University	Mathematics and Actuarial Science	20/08/2023	14/12/2023	Riyadh
35	4078	Rakan Saleh Mohammed Al-Subaie	Institute of Public Administration	Computer	03/09/2023	09/09/2023	Riyadh
37	4094	Rayan Khalid Abdullah Al-Zahrani	King AbdulAziz University	Insurance	04/07/2023	02/09/2023	Jeddah
38	4077	Rayan Suhail Al-Otaibi	King Saud University	Computer	28/08/2023	14/12/2023	Riyadh

19- Dates of the General Assemblies of Shareholders held during the last fiscal year and the names of the members of the Board of Directors present at these Assemblies

Name	Quorum of the Extraordinary General Assembly Meeting 12 June 2023
Mr. Yasser Mohammed Al Jarallah	Attended
Mr. Fayez Saleh Bin Mahfouz	Attended
Mr. Ali Yahya Al-Jaafari	Attended
Mr. Abdulrahman Hassan Al-Amoudi	Attended
Mr. Khalid Majed Al-Rasheed	Not attended
Mr. Abdullah Abdulrahman Al-Sheikh	Attended
Mr. Abdullah Mohammed Al-Qahtani	Not attended
Mr. Mohammed Mohsen Balharith	Attended
Mr. Mohammed Jihad Al-Rasheed	Attended
Mr. Mohammed Ibrahim Al-Rasheed	Attended

20. Future risks:

There is no doubt that there are future risks that may affect the performance of companies operating in the insurance sector, including the impact of global reinsurers on the influences of global markets, and then non-compliance with the terms of reinsurance agreements. Although the company contracts only with reinsurers with a high financial rating, the change in the general policies of reinsurers is one of the future risks that may affect the company's performance. As well as potential risks: the lack of qualified human resources in the Saudi insurance sector, which the company seeks to reduce through training and qualification programs. This is in addition to other risks such as technology risk, liquidity risk, legal and regulatory risk, and competitive risk.

The company has established a risk management department because of its great importance and effective role in maintaining the stability of the company, and reaching the most appropriate means to identify and study the risks facing the company and then work to control them.

Risks that the company may face:

Risk Management

RISK MANAGEMENT

The Company has developed and implemented a risk management structure that is designed to identify, assess, control and monitor the risks associated with its business. Adhering to this structure, the Company aims to meet its obligations to policyholders and other customers and creditors, to manage its capital efficiently, and to comply with applicable laws and regulations. The Company's Risk Committee has overall responsibility for the establishment and oversight of the Company's risk management framework. The Risk Committee is responsible for defining, installing and monitoring the risk management organisation in order to ensure that its control systems are effective. The Risk Committee approves all risk management policies, as well as the quantitative and qualitative elements of the Company's risk appetite and tolerance framework.

A) Insurance risk

The Company provides medical, motor, medical malpractice, property, marine, domestic labor and other general insurance contracts in Saudi Arabia. Accordingly, the main insurance risk within the Company is that there are no sufficient reserves available to cover the liabilities associated with the insurance contracts issued. Actual claims may differ from the estimated ultimate claims. The Company seeks to manage this as follows:

Estimate of present value of cash flows and risk adjustment for non-financial risk

- through close monitoring of the claims' trend and payments' pattern to ensure that sufficient reserves are available to cover claim liabilities. The Company also has an external actuary to perform quarterly independent reviews of the reserves adequacy. Estimate of present value of cash flows and risk adjustment for non-financial risk, which are key components of the Company's insurance contract liabilities are estimated amounts of the outstanding claims, incurred but not reported claims ("IBNR"), claims handling provisions and risk adjustment for non-financial risk. These reserves do not represent exact calculations but rather expectations based on historical claims' trend (frequency and severity), payments' pattern, medical inflation, members' behaviour, seasonality and other factors. The objective of the Company is to ensure that sufficient reserves are available to cover the liabilities associated with the insurance contracts that it issues.
- The Company has a large insurance portfolio resulting in stable claims development patterns which relatively reduces the risk of fluctuations in the estimated ultimate claims. The short-tailed nature of the business is associated with higher consistency of the reserve estimates.
- The Company continually reviews the adequacy of claims reserves by conducting back-testing analysis, assessing the sufficiency of data, monitoring claims backlogs and settlement patterns. In addition, the external actuary runs independent valuation models after due reconciliation with consolidated financial statements to validate reserve adequacy.

Reinsurance

- The Company has a reinsurance arrangement to reduce its exposure through transfer of risk. During the years ended 31 December 2023 and 2022, the Group had Treaty reinsurance arrangement for medical and treaty & facultative arrangements for other general lines such as property, engineering and excess of loss arrangement for motor lines of business to reduce its exposure through partial transfer of insurance risk. The reinsurance premium ceded represents a minimal margin of the overall gross premium written. Reinsurance premium ceded reached 9% of gross premium written (2022: 12%).
- The reinsurers selected met SAMA's minimum acceptable rating of BBB from a reputable credit agency.
- Reinsurance ceded business does not relieve the Company from its obligations to policyholders and as a result the Company remains liable for the portion of outstanding claims reinsured to the extent that the reinsurer fails to meet the obligations under the reinsurance agreements.

Pricing

- The pricing team follows the Company's underwriting guidelines (approved by the Board of Directors) in setting premiums taking into consideration credible claims experiences for both new business and renewals for all lines of business

Managing the concentration of insurance risk

- The insurance risk exposure related to policyholders is mainly concentrated in Saudi Arabia. However, through its underwriting strategy, the Company ensures that the portfolio is well diversified and not concentrated within few large clients. Its business is proportionally spread across all regions in the Saudi Arabia, and the Company targets both corporate and retail business. The insurance portfolio is not concentrated in a specific benefit level.

Process used to decide on assumptions

• Assumptions used in determining estimate of present value of cash flows are based on the best estimate. Ultimate claims are estimated using historical claim trends adjusted for inflation, seasonality, membership growth, driver age, driver history etc. and any other external or internal factors that may have impact on claim costs. Given the nature of the business, the Group may still be exposed to risk of insufficiency of claim reserves for which actual claim cost may turn out to be higher than the initial estimated ultimate claims.

• The estimation of present value of future cash flows related to incurred but not reported claims (IBNR) is generally subject to a greater degree of uncertainty than the estimation of the present value of future cash flows related to reported claims which are received but not yet settled with the providers. For the case of present value of future cash flows related to reported claims, the Company uses settled claims information to estimate present value of future cash flows related to IBNR. The Company seeks to avoid inadequate reserve levels by adopting established processes in determining claim reserve and using updated information regarding settled claims.

Sensitivity analysis

The Company believes that the claim liabilities under insurance contracts outstanding at year-end are adequate. However, these amounts are not certain and actual payments may differ from the claims liabilities provided in the financial statements. The insurance claim liabilities are sensitive to the various assumptions

	SAR'000	
	31 December 2023	December 2022 (restated)
Impact on equity and net income of change in claims ratio		
5% increase	(36,190)	(28,262)
5% decrease	36,190	28,262
Impact on equity and net income of change in direct expense ratio-loss component		
5% decrease	(1,093)	142
5% decrease	1,093	(142)
Impact on equity and net income of change in risk adjustment for non financial risk		
5% increase	(471)	286
5% decrease	471	(286)

(b) Operational risks

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the processes, technology and infrastructure supporting the Company's operations either internally within the Company or externally at the Company's service providers, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of investment management behavior. Operational risks arise from all the Company's activities.

The operations of the Company are subject to regulatory requirements in Kingdom of Saudi Arabia. Such regulations not only prescribe approval and monitoring of activities but also impose certain restrictive provisions e.g. capital adequacy to minimize the risk of default and insolvency on the part of the insurance companies and to enable them to meet unforeseen liabilities as these arise. In management's opinion, the Company has substantially complied with such regulatory requirements.

The Company's objective is to manage operational risk so as to balance limiting of financial losses and damage to its reputation with achieving its investment objective of generating returns for investors. The primary responsibility for the development and implementation of controls over operational risk rests with the Board of Directors.

This responsibility encompasses the controls in the following areas:

- Requirements for appropriate segregation of duties between various functions, roles and responsibilities;
- Requirements for the reconciliation and monitoring of transactions;
- Compliance with regulatory and other legal requirements;
- Documentation of controls and procedures;
- Requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified;
- Ethical and business standards; and
- Risk mitigation policies and procedures.

(C) Market risk

Market risk refers to the potential impact of various market dynamics on the fair value or the expected cash flows of financial instruments. The Company adopts asset allocation guidelines and diversification limits on asset classes, geographies, currencies and securities to ensure that market risk is contained and kept to minimal levels.

The Board of Directors sets the overall risk appetite to a prudent level that does not impact the Company's operating results. The management prepares monthly and quarterly reports, highlighting deployment activities and exposure limits to ensure that appropriate monitoring and compliance with the approved guidelines. Management performs continuous assessment of developments in relevant markets to ensure that market risk is monitored and mitigated at the asset class and securities levels

Market risk comprises three types: interest rate risk, price risk and currency risk.

i) Interest rate risk

Interest rate risk is the potential change in the fair value of financial instruments and expected cash flows as a result of changes in interest rates. Management constantly monitors developments in global and local interest rates and accordingly allocates the durations of its term deposits and sukuk investments. Investments in term deposits and sukuk instruments have various maturities in order to maximise investment returns while ensuring that liquidity requirements are continuously met. Details of maturities of interest-bearing securities using discounted cashflows as at 31 December are as follows:

	SAR'000				
	Less than 3 Months	3 Months to 1 Year	1 year to 3 Years	More than 3 Years	Total
Term deposits	-	565,328	-	-	565,328
Debt instruments at amortised cost.	-	-	-	-	-
31 December 2023	-	565,328	-	-	565,328
Term deposits	-	-	-	-	-
Debt instruments at amortised cost.	-	20,000	-	-	20,000
31 December 2022	-	20,000	-	-	20,000

ii) Price risk

Price risk is the potential change in the fair value of financial instruments as a result of instrument-specific developments or systemic factors affecting the overall market in which the instrument is being traded.

The total size of investments which are exposed to market price risk is SR 43.6 million (2022: SR 67 million). The Company manages this risk conducting thorough due diligence on each instrument prior to investing as well as maintaining exposure limits guidelines to minimise the potential impact of marking to market on the overall portfolio

The potential impact of a 10% increase or decrease in the market prices of investments carried at fair value through Other comprehensive income on Company 's profit would be as follows:

	Fair value change	on Company 's pr of it SR '000 Effect	
2023	+/-10%	+/-10%	+/- 4,360
2022	+/-10%	+/-10%	+/- 6,709

iii) Currency risk

Currency risk is the potential fluctuation of the value of a financial instrument due to changes in foreign exchange rates. All Group's transactions are in Saudi Arabian Riyals and US Dollar. Given the peg of Saudi Arabian Riyals and US Dollars, foreign exchange risk is minimal.

(C) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

The Company seeks to manage its credit risk with respect to customers by following the Company's credit control policy and monitoring outstanding receivables on an on-going basis in order to reduce the Company's exposure to bad debts. The management estimates specific impairment provisions on a case by case basis. In addition to specific provisions, the Company also makes an additional portfolio provision, estimated on a collective basis, based on the ageing profile of the future premiums cashflow. The Company seeks to limit its credit risk with respect to other counterparties by placing term deposits and investments with reputable financial institutions. The Company enters into reinsurance contracts with recognised, creditworthy third parties.

The following table shows the maximum exposure to credit risk by class of financial asset:

	SAR'000	
	2023	2022
Cash and cash equivalents	141,633	484,331
Term deposits	565,328	-
Investments measured at fair value through other comprehensive income	43,463	990,76
Debt instruments at amortised cost.	-	20,000
Reinsurance contract assets	57,814	62,506
Statutory deposit	43,650	43,650
Accrued commission on statutory deposit	1,778	2,342
	853,666	679,928

	31 Dec 2023			
	Investment grade	Non investment Grade		Total
		Non Impaired	Impaired	
SAR'000				
Cash and cash equivalents	141,633	-	-	141,633
Term deposits	565,328	-	-	565,328
Investments measured at fair value through other comprehensive income	43,463	-	-	43,463
Debt instruments at amortised cost.	-	-	-	-
Reinsurance contract assets	57,814	57,814	-	115,628
Statutory deposit	43,650	-	-	43,650
Accrued commission on statutory deposit	1,778	-	-	1,778
	853, 666	57, 814	-	911, 480

	31 Dec 2023			
	Investment grade	Non investment Grade		Total
		Non Impaired	Impaired	
SAR'000				
Cash and cash equivalents	484,331	-	-	484,331
Term deposits	-	-	-	-
Investments measured at fair value through other comprehensive income	67,099	-	-	67,099
Debt instruments at amortised cost.	20,000	-	-	20,000
Reinsurance contract assets	-	62,506	-	605,26
Statutory deposit	43,650	-	-	43,650
Accrued commission on statutory deposit	2,342	-	-	2,342
	617, 422	62, 506	-	679, 928

(e) Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its operational or financial obligations when they are due. Liquidity requirements are monitored on a monthly basis and management ensures that sufficient liquid funds through premiums received and excess cash are available to meet any commitments as

The table below summaries the maturity profile of the financial liabilities of the Group based on remaining expected undiscounted contractual obligations:

	2023		
	Upto one year	More than one year	Total
Insurance contract liabilities	610,958	–	610,958
Lease liabilities	348	–	348
Accruals and other payables	34,092	–	34,092
Accrued commission on statutory deposit payable to IA	1,778	–	1,778
	647,176	–	647,176

	2022		
	Upto one year	More than one year	Total
Insurance contract liabilities	546,825	–	546,825
Lease liabilities	2,122	–	2,122
Accruals and other payables	–	–	–
Accrued commission on statutory deposit payable to IA	2,342	–	2,342
	551,289	–	551,289

(f) Liquidity Profile

All assets excluding financial assets at amortised cost, financial assets at fair value, fixtures, furniture and equipment and right-of-use assets, intangible assets, statutory deposit and accrued income on statutory deposit, are expected to be recovered or settled before one year.

None of the financial liabilities on the statement of financial position are based on discounted cash flows, with exception of end-of-service benefits and lease liabilities and are all payable on a basis as set out above. There are no differences between contractual and expected maturity of the financial liabilities of the company.

21. Description of any transaction between the Company and a related party

None

Its value is in thousand Saudi Riyals	Its duration	Deal	Member of the Board of Directors	Related party

22- Information related to any business or contracts in which the company is a party or in which there is an interest of a member of the Board of Directors or senior executives

Member Name/ Senior Executives	Terms and conditions of works or contract	Term of works or contract	The amount of work or contract in thousand Saudi riyals	Nature of works or contract
Mr.Yasser Mohammed Al Jarallah	Insurance in accordance with the applicable regulations	One Year	11, 5	automobile insurance
Mr.Ali Yahya Al-Jaafari	Insurance in accordance with the applicable regulations	One Year	1,4	automobile insurance
Mr.Mohammed Jihad Al-Rasheed	Insurance in accordance with the applicable regulations	One Year	4,8	automobile insurance
Mr.Abdullah Mohammed Al-Qahtani	Insurance in accordance with the applicable regulations	One Year	0,7	automobile insurance
Mr.Mohammed Al-Qadi	Insurance in accordance with the applicable regulations	One Year	2.2	automobile insurance
Mr.Hassan Al-Hazmi	Insurance in accordance with the applicable regulations	One Year	6,7	automobile insurance
Mr.Talal Al-Zahrani	Insurance in accordance with the applicable regulations	One Year	2,9	automobile insurance
Mr.Moataz Al-Jadid	Insurance in accordance with the applicable regulations	One Year	1.8	automobile insurance
Mr.Hanan Al-Ahmari	Insurance in accordance with the applicable regulations	One Year	2.2	automobile insurance
Mr.Abdullatif Al-Khathlan	Insurance in accordance with the applicable regulations	One Year	2	automobile insurance
Mr.Tawfiq Alkali	Insurance in accordance with the applicable regulations	One Year	0.7	automobile insurance
Mr.Abdullah Bin Mashhour	Insurance in accordance with the applicable regulations	One Year	2.7	automobile insurance
Mr. Sufian Al-Hujailan	Insurance in accordance with the applicable regulations	One Year	1.5	automobile insurance
Mr. Bader Al-Shoushan	Insurance in accordance with the applicable regulations	One Year	1.6	automobile insurance
Mr. Mohammed Balharith	Insurance in accordance with the applicable regulations	One Year	0,9	automobile insurance

23. Investments:

The company invests its funds deposited in local banks in low-risk Murabaha programs and term deposits, and (ASIG Co.) also owns shares in Najm Insurance Services Company (a closed Saudi joint stock company), in which it owns 3.85% of the company's shares and the nominal investment value in the company's books is 39,703 SAR.

	2023 AD (one thousand Saudi riyals)	2022 AD (one thousand Saudi riyals)
TERM DEPOSITS	565,328	-

**Thus ends the report of the Board of Directors on the work of
the company for the year 2023 AD**

and we hope God Almighty success



المجموعة المتحدة للتأمين التعاوني
Allied Cooperative Insurance Group