



Libatic
Annual Report
Board report
2022

بِسْمِ اللَّهِ
الرَّحْمَنِ
الرَّحِيمِ



خادم الحرمين الشريفين

المَلِكُ عَبْدِ اللَّهِ بْنُ عَبْدِ الْعِزِّزِ آلِ سُجُوعٍ



ولي العهد رئيس مجلس الوزراء

الْمَلِكُ مُحَمَّدُ بْنُ سُلَيْمَانَ بْنِ عَبْدِ الْعِزِّزِ آلِ سُجُوعٍ

Report Content

1- Overview

BATIC in numbers	11
2022 Awards	13
About BATIC «Vision - Mission - Establishment - Values»	14
Subsidiaries and affiliates companies:	
Subsidiaries and affiliates companies	15

2- Strategic report

The strategy for the year 2022	23
Chairman's message	24
Managing Director's message	25

3-Governance

Board of Committees	28
Executive management	29
Board formation	29
The names of the Board of Committees and thier jobs	30
Names of companies inside or outside the Kingdom	34
Formation of the Board of Committees	37
Actions taken by the Board of Committees to inform its members	
Board meeting statement	
Board rewards	38
Board committees	39
Review Committee	
Executive and Investment Committee	41
Remuneration and Nomination Committee	43
Commission rewards	46

Executive management

Names of members of the executive management, their positions	47
Remuneration policy for members of the Board of Committees	48
Management bonuses	49
Preparing the shares of the executive management and their relatives	50
Company advertisements on Tadawul website	
A description of the company's dividend policy	51
A statement of the dates and the members attending the general assembly	
The provisions of the governance regulation	52

4- Financial Statements

Statement of remuneration for board of directors approved in 2022	
Breakdown of 5 Top Executives' Bonuses	
Details of directors members' emoluments	
Description of the main activity of the company	
The impact of this main activity of affiliates on the size of the company's business Information about the risks faced by the company and the policy of managing and controlling these risks.	58
Batic financial information and statements	60
Comparing the results of the company's business during the last 5 years	
Comapny Revenue	61
Geographical analysis of the total revenues of the company and its subsidiaries	
Clarification of any difference from the accounting standards approved by the Saudi Authority of Chartered Accountants	64
Batic Company Statements	67

Overview



Quick overview: (Batic in numbers)

427,495,117

Saudi Riyals

47,830,244

Saudi Riyals

18%

(10%)

(30,837,648)

Saudi Riyals

1,354,398,406

Saudi Riyals

Revenues

Earnings before interest, taxes, depreciation and amortization

EBITDA growth rate before interest, taxes, depreciation, and amortization

Revenue drop rate

net losses

Assets



The percentage of decline in the security guards sector	(30%)
The percentage of decline in the ATM feeding sector	(34%)
The percentage of decline in the money transfer sector	(23%)
Growth rate in the smart parking sector	208%
Growth rate in the land transport sector	33%
Growth rate in the maintenance and operation sector	81%

Uses of the proceeds of offering shares increase according to the prospectus	the amount	Completion percentage
Short-term loan repayment from Al Jazeera Bank for acquiring 35.8% of the capital of Smart Solutions Company	107,874,812	100%
Expenses of acquiring shares in Cities Solutions Company Smart Communications and Information Technology	1,310,188	100%
Financing the Smart Cities Solutions Company to pay off its debts to AMNCO	20,000,000	0%
Financing the Smart Cities Solutions Company to pay the remaining rent for the Eastern Province Municipality	24,440,000	100%
Pay off short term loans	40,000,000	100%
Financing smart parking projects for Smart Cities Solutions Company	46,200,000	39%
Working capital support for Al-Shifa Technology Company (currentlyAbeen)	5,000,000	100%
Acquisition of income-generating assets	50,000,000	99%
Offering costs	5,175,000	100%
Total	300,000,000	84%



Awards and Certificates

Great Place to Work CO
Certificate: Great Place to Work Certificate



Organization name: International Finance Awards
Best Transactional Finance Team
The prize:Logistics Saudi Arabia 2022



Organization name: International Finance Awards
Best CFO Award Logistics
Saudi Arabia 2022



The name of the organization:
The Saudi Association of Internal Auditors
Award: Certificate of external quality
assessment



About the company

Establishment

BATIC Company was established in 1984.

BATIC is considered one of the most important companies in the Capital Market Authority and seeks to invest in various sectors, through its interest in distinctive investment opportunities, the strategic growth of its objectives and the enhancement of its mental image to be effective and present in the large and competitive sectors and fields. BATIC is distinguished by its different investment sectors between the logistics sector, the real estate sector, the investment sector, and the smart city solutions and safety sector. It also seeks in its vision to expand during the coming years in order to achieve its goals. The current capital of the company is six hundred million (600,000,000) Saudi riyals divided into sixty million (60,000,000) ordinary shares that are fully paid up.



Values

BATIC seeks to keep pace with technology and innovations by investing in promising future sectors to provide services that help achieve sustainable growth to achieve the company's vision and mission in the short and long term. Which, in turn, seeks to achieve the objectives of the Kingdom of Saudi Arabia's Vision 2030 through an ambitious leadership of highly qualified and extensive experience.



Vision

BATIC is in line with the vision of the Kingdom of Saudi Arabia 2030 in keeping pace with technology and innovations by investing in promising sectors to provide services that help achieve sustainable growth and returns that exceed the expectations of shareholders and owners, reduce dependence on oil, and promote innovation and technology. By achieving the 2030 Vision, BATIC can contribute to achieving Saudi Arabia's Vision 2030 and position itself as a major player in the region's economy.



Mission

Achieving the maximum possible returns for investors while maintaining sustainable growth by investing in various sectors such as logistics, security, real estate, smart cities, and technology sectors.

Subsidiaries and affiliates companies:

Company Name	direct ownership interest	Indirect ownership interest
Saudi Transport and Investment Company - Mubarrad	100%	0%
BATIC Real Estate Company	100%	0%
Smart Cities Solutions Company for Communications and Information Technology	79.40%	5.31%
Arab Security and Safety Services Company - AMNCO	94.89%	0%
AMNCO Facilities Management Company	0%	66.42%
Abeen Medical Company (formerly Al-Shifa Technology)	100%	0%
Josoor Medical Cooperation Company	0%	75%
The Response for Communications and Information Technology Company	0%	90.14%
Trukkin Co.	11.40%	0%
United Dairy Farms Company	4.13%	0%





Saudi Transport and Investment Company “Mubarrad”

Mubarrad was established in 1984, and it is a leading company in the field of transportation and logistics services with a rich history of achievements over 40 years, Since the start of the road transport fleet to enter the trucking field.

The company has continued to grow in size to become the forefront of companies in the transport logistics sector, and continues its business while committing to achieving growth and integrating several modern technologies, such as Global Positioning System (GPS) and Enterprise Resource Planning (ERP) systems.

The company's capital is 90 million Saudi Riyals

The most important achievements of the company in 2022

- Modernization and increase of its current fleet by 52%.
- Updating Mubarrad's logo and identity in line with its services and aspirations for the future.
- The company's business growth reached 33% compared to 2021.
- Mubarrad has been awarded the Certificate for Promoting Sustainability in the Gulf Supply Chain.
- Obtained the certificate of the Gulf Petrochemicals and Chemicals Union.





Arab Security and Safety Services Company (AMNCO)

Arab Security and Safety Services Company (AMNCO) was established in 1984 in Riyadh, and has a long and successful career in the field of security solutions, Monetary and money transfer services.

The company provides its services many to a large number of companies operating in the public and private sectors in the Kingdom of Saudi Arabia in several areas, including security guards, money transfer, ATM feeding, counting and sorting of money, until it became one of the most important supporters of the security renaissance taking place in the country.

The company's capital is 100 million Saudi Riyals

The most important achievements of the company in 2022

- Create multiple cash centers
- Licenses renewal of licenses for security guards, and transfer of funds and valuables
- Diversifying sources of income by providing new services in the fields of security and technology





AMNCO Facilities Management

AMNCO Facilities Management Company was established in 2017. AMNCO works in the fields of cleaning, hospitality, buildings and maintenance of buildings and facilities for large and small projects, and its facilities.

The company is focused on its clients, for understanding the needs of each project, and offering customized packages that fit their unique needs, while adhering to budget and deadlines.

The integrated facilities management service provided by the company also allows customers the opportunity to focus on their main business, while the company takes care of the facilities, through an integrated set of support services that include maintenance, operation, cleaning, and more.

The company is keen to provide a high level of professionalism to overcome any operational challenges, to transfer real value to customers and add a competitive advantage to their business.

The company's capital is 6 million Saudi Riyals

The most important achievements of the company in 2022

- Revenue growth of up to 81% Compared to the year 2021.
- Issuance and renewal of ISO 9001: 2015 (the international standard for quality management system)
- Issuance and renewal of ISO 14001:2015 (the international standard for environmental management system)
- Issuance and renewal of ISO 41001:2018 (the international standard for facilities management system)
- Issuance and renewal of ISO 45001: 2018 (the global international standard for occupational health and safety)
- Issuing a classification for building cleaning services





Smart city solutions for communications and information technology

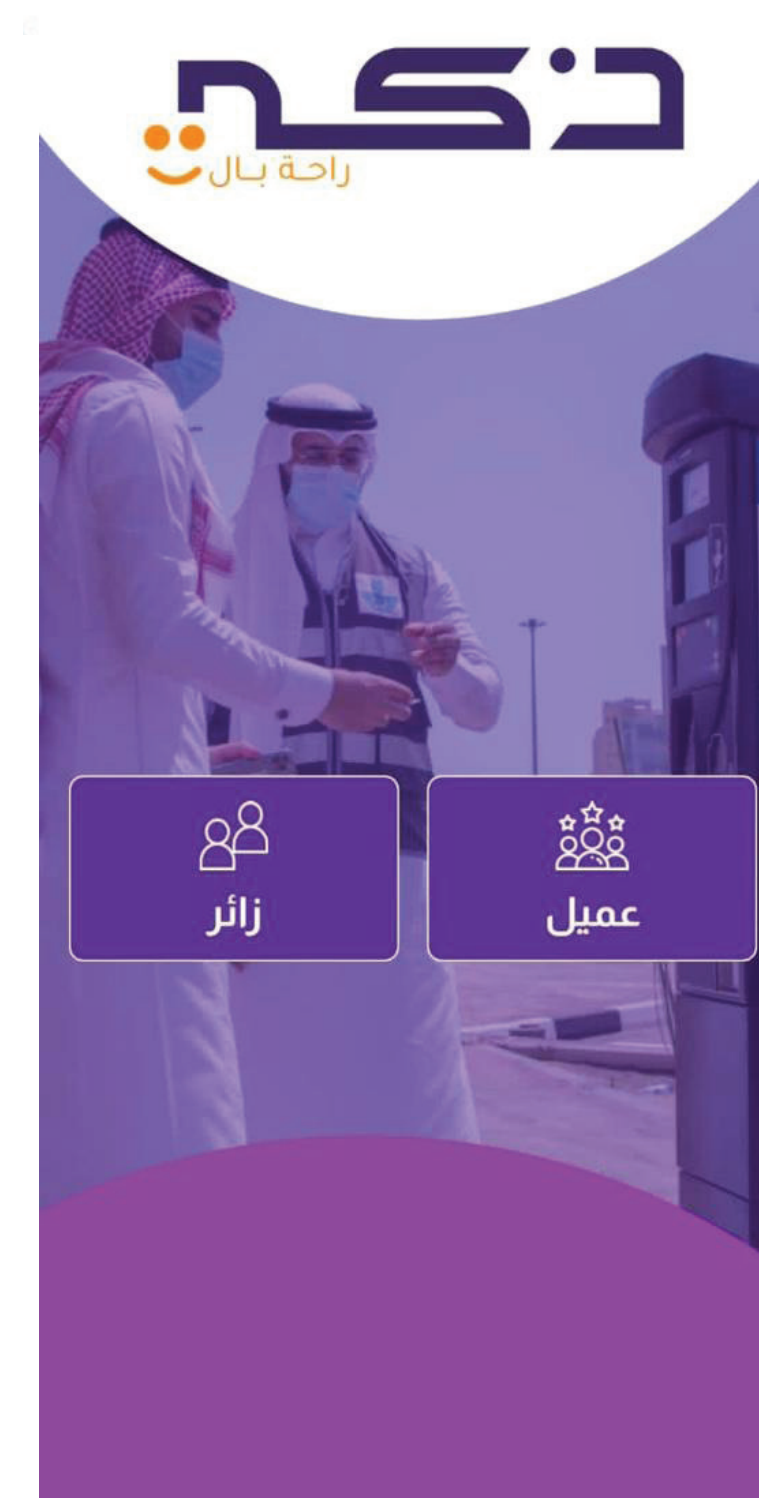
The company was established in 2017 as a limited liability company, The Smart Cities Solutions Company works to provide advanced services and solutions for cities to transform them into smart cities by establishing smart parking for cities, smart city technology services, building construction, establishing smart parking, integrated activities to support facilities, repair Communications equipment, administrative services and support services, based on the seven technologies ranked by the World Bank for smart cities.

The company seeks to raise the level of these cities to become among the top 100 smart cities around the world, within the framework of the objectives of the Kingdom's Vision 2030.

The company's capital is 1,187,030 Saudi Riyals.

The most important achievements of the company:

- Activate the Enforcement system
- Operating more than 9,000 parking spaces
- Installing and operating more than 400 payment devices for parking
- Data center launch
- Employing more than 90 field observers and supervisors
- Launching the application and the electronic payment service in the devices





BATIC Real Estate Company

BATIC Real Estate Company was established in 2017. It is the real estate investment arm of the group and operates in the real estate development and investment sector. It aims to build and develop new businesses to achieve sustainable growth through diversifying investments, increasing the return on real estate assets, and keeping pace with the real estate boom that the Kingdom is witnessing in line with Vision 2030.

The company currently owns an investment portfolio estimated at a quarter of a billion Saudi Riyals, and seeks to expand in the field of real estate development and real estate asset management, and achieve efficiency in operational activities. The company obtained a real estate developer qualification certificate from the Ministry of Municipal, Rural Affairs and Housing.

BATIC Real Estate Company's main business is divided into three categories:

1. Real Estate development
2. Real Estate Investment
3. Real estate services

The company's current capital is 76,780,180 Saudi Riyals.

The most important achievements of the company:

- Launching the new identity and logo
- Transfer of real estate ownership to BATIC Real Estate
- Selling lands that cannot be used directly,
- It also started developing the Al-Khuzama neighborhood project in Al-Madinah Al-Munawwarah, starting with purchasing the raw land, which has an area of approximately 230,000 square meters, and signing a partnership with Al-Maqar Company to start developing the Al-Khuzama district, and using the Consultancy Offices to draw the project, and have it approved by the Municipality of Al-Madinah Al-Munawwarah Region.

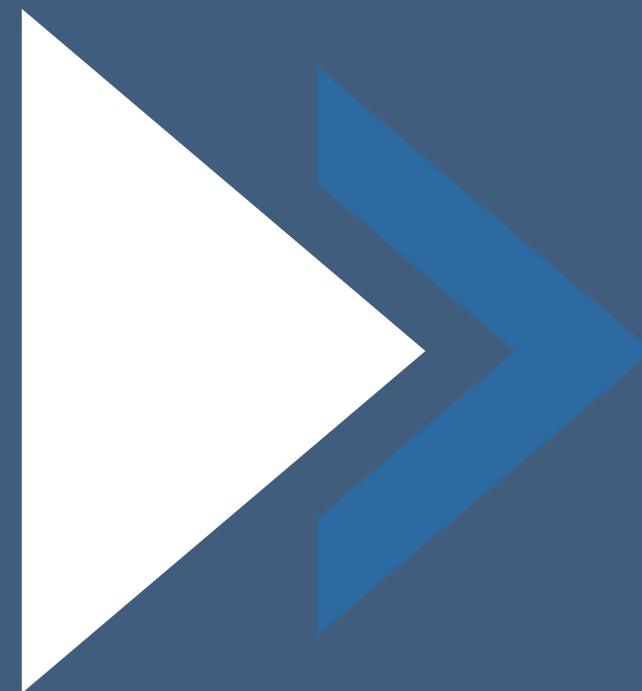


Other investments

Company Name	Company activity
Trukkin	Logistics application that connects land transportation logistics companies and customers
United Dairy Farms	The main activity includes research and development of exclusive drugs and treatment regimens, production and sale of veterinary original medicine for agricultural and animal animals based on of advanced achievements in pharmacology, biochemistry and biotechnology.
Jusoor Altaawun Medical Company	Its main activity is to provide home medical services and physiotherapy services
The Response for Communications and Information Technology Company	Its activity focuses on installing fire alarm systems, burglar alarms, electronic alarm systems, and other security services, in addition to facility support services and building protection and maintenance.



Strategic
report

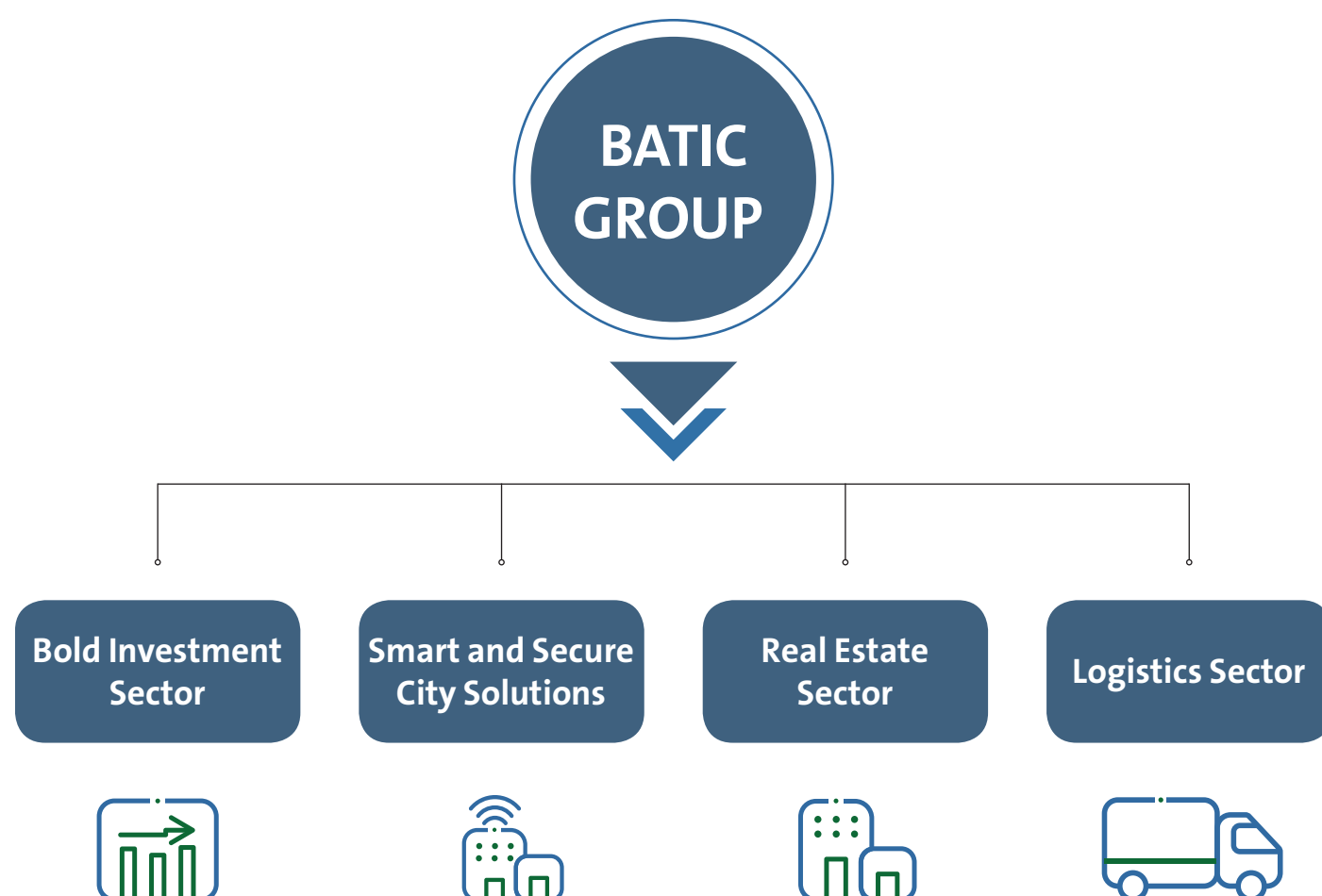


The strategy for the year 2022

BATIC has succeeded in becoming one of the main companies that contribute to advancing economic growth in the Kingdom of Saudi Arabia. Today, BATIC invests in a group of companies in various sectors, the logistics sector, the real estate sector, the smart and safe city solutions sector, and the bold investment sector.

In the year 2022 , BATIC Company underwent a huge transformation by building a new strategy to expand in various investments .

The company expects this accelerated transformation to contribute to a definite resilience of business deals and operations, with results beginning to emerge soon, both internally at the group level and externally at the sector level.



Achievements made during the start-up period of implementing the strategy and expanding in sectors

- Non-profit investments have been exited.
- Developing an investment expansion plan in the logistics sector by expanding the current Mubarrad 's operations and entry targeting into providing new logistics services such as warehouses 3 & 4 PL.
- Expanding the provision of smart parking services and signing with the Qassim Municipality to operate smart parking in the city of Buraidah.
- Opening unified cash centers in several cities to provide integrated cash solutions services to banks and financial companies in the Kingdom.
- Start applying the digital transformation of all subsidiaries with the best international and local standards.
- Expansion in the real estate sector through the acquisition of raw land in Medina for development

Chairman Messages



Mr. Ahmed bin Mohammed Al-Sanea

In a prosperous and ambitious era, the clouds outweighed a new world governed by science and knowledge. We live in Saudi Arabia with a vision of an educated and distinguished human force, in a vision that has become universal in the era of technological progress combined with unlimited challenges and innovations. In the process of this progress and growth, we strive for uniqueness and excellence in setting the future with our eyes and based on a set of pillars built on solid foundations with a focus on achieving sustainable growth. In this spirit, we harness all our possibilities to support, develop and invest in the most important sectors that match Saudi Arabia's Vision 2030.

Dear BATIC Shareholders,

May the peace, blessings, and mercy of God be upon you

I am pleased to express my gratitude to Batic shareholders, and I am also pleased to renew the meeting with you every year, thanking you for your continued support, which is the first catalyst for Batic to pursue progress. As we used to meet together through this annual report to evaluate last year's performance and highlight the most important achievements of the company in 2022, which would not have been without your precious trust, which constitutes the core of our tender and continuity and in our ongoing quest for success and excellence in the Business market, We are pursuing our efforts to develop our business in the Group in order to serve its interest and the interest of the shareholders. We look forward to the bright future at a steady pace in accordance with a thoughtful strategy adopted by the Board of Directors and the Company's officials who have the professional ability to capture investment opportunities with rewarding investment returns.

Batik Group seeks to intensify efforts to work in accordance with the objectives of the programs to achieve the vision of the Kingdom of Saudi Arabia 2030, to raise the quality of services provided by the private sector, facilitate the business environment, and promote economic sectors that were not exploited, And attract foreign investments. Batik, represented by its Board of Directors and all its energies, works to achieve the best future results. Under the leadership of His Highness, Crown Prince Mohammed bin Salman (may God protect him), Batik strives hard to contribute to advancing the accelerated growth in the Kingdom, consistent with the Kingdom's Vision 2030.

And because we are always looking forward to keeping pace with progress and seizing distinguished investment opportunities, in 2022 we made several changes that would achieve investment growth in the coming years, with expansion in the various sectors in which the group operates, in addition to that these changes clearly confirm our keenness to enhance the group's performance and work on a transformation plan Strategic that includes restructuring the group and re-prioritizing it, including all the companies in which we invest, so that we can continue to reap the results of the achievements and investment returns.

At Batic, we are at the forefront of investment in various sectors, through our interest in distinctive investment opportunities and strategic growth to target them and enhance our presence in competitive and large investment sectors between logistics, real estate and smart and safe city solutions.

Privatization is the ideal route for our country's economic development and increased investment in the process of transformation that revisits the role of the public sector and maximizes the private sector, In complementarity with the public sector, qualifying this sector to play a greater role in the course of economic development to achieve the Kingdom's Vision 2030, with a holistic strategy based on the central direction of resources and economic management that led to this great transformation that led to the doubling of economic performance and the emergence of new investment sectors.

In conclusion, I am pleased to extend sincere thanks and appreciation to Batik's shareholders for their exceptional confidence and to express my deep appreciation for the outstanding performance of our executive management team, partners and employees at all levels for their unwavering commitment consistent with our values, objectives and strategy.

Today, we look forward to continuing these efforts side by side to move towards a future that we are proud of each year's achievements.

Managing Director Message



Eng. Muhammad bin Saud Al-Zamil

Dear BATIC Shareholders

May the peace, blessings, and mercy of God be upon you

The year 2022 represented a significant turning point in the history of the BATIC Group, in which we took several measures that would improve business and accelerate growth in the coming years, while expanding in the various sectors in which the group operates, in addition to working on a strategic transformation plan that includes restructuring the group's business and rearranging their priorities, including all the companies in which we invest.

One of the most important events that we worked on in the year 2022 is the acquisition of an additional stake in the Smart Cities Solutions Company by BATIC Group, with the aim of creating higher value for the group's shareholders by achieving leadership in providing smart solutions at the national level, by providing smart parking lots and associated services as a value. Additive, focusing on raising the level of customer satisfaction in the first place by analyzing data on beneficiary behavior. The Smart Cities Solutions Company currently owns a «smart» application that operates more than 30,000 car parks in various cities of the Kingdom, and we seek to develop them in the coming years as part of our broader growth strategy. It is worth noting that Smart Cities Solutions Company has achieved positive results in its second year of operation, as the company entered the range of net profit, in addition to positive cash flows that enabled it to meet all its operational and capital requirements.

As for the transportation and logistics services sector, the Saudi Transport and Investment Company - Mubarrad, one of the investments of the BATIC Group, achieved exceptional growth for the year 2022,

amounting to approximately 28% in the volume of revenues from its previous year, and this reflects the volume of business growth in the logistics sector in the Kingdom of Saudi Arabia supported by Before the initiatives of the National Industry and Logistics Program, one of the 2030 Vision programs. During the year 2022, Mubarrad Company invested in a new fleet of trucks in addition to adopting its strategy to expand in logistics services and operations for dry and refrigerated storage, which would enhance the gross profit margin of the logistic activity in the BATIC Group

On the other hand, a subsidiary company of importance to the group and a long history in the sector in which it operates, and despite the challenges that pertained to the Arab Company for Security and Safety Services- AMNCO is in the sector of private civil security guards and money transfer services, but the company has worked to fulfill all the requirements and statutory requirements to conduct its activity, and despite the significant decrease in revenues, which is specific to this sector, the license issued is considered to be of the first category and operates 5 thousand civil security guards Special from the young men and women of the country whom we cherish and are proud of in the group. As we affirm our commitment to our customers by covering all administrative regions in the Kingdom of Saudi Arabia, and our commitment to preserving the rules, regulations and legislation issued by the Supreme Commission for Industrial Security through our administrative and operational processes. We expect a growth of at least 30%.

In the work of security guards, taking into account the size of the large sector and the regulatory incentives issued by the relevant authorities to organize the sector and enhance its economic feasibility. As for financial services and money transfer, the group has invested in multiple cash centers, in order to serve the banking sector in accordance with the strategic On the other hand, a subsidiary company of importance to the group and a long history in the sector in which it operates, and despite the challenges that pertained to the Arab Company for Security and Safety Services- AMNCO is in the sector of private civil security guards and money transfer services, but the company has worked to fulfill all the requirements and statutory requirements to conduct its activity, and despite the significant decrease in revenues, which is specific to this sector, the license issued is considered to be of the first category and operates 5 thousand civil security guards Special from the young men and women of the country whom we cherish and are proud of in the group. As we affirm our commitment to our customers by covering all administrative regions in the Kingdom of Saudi Arabia, and our commitment to preserving the rules, regulations and legislation issued by the Supreme Commission for Industrial Security through our administrative and operational processes. We expect a growth of at least 30%. In the work of security guards, taking into account the size of the large sector and the regulatory incentives issued by the relevant authorities to organize the sector and enhance its economic feasibility. As for financial services and money transfer, the group has invested in multiple cash centers, in order to serve the banking sector in accordance with the strategic directions of the Central Bank. Our new strategy relied on exploiting assets in this sector to transport and store precious metals and weapons.

With regard to the facilities management sector, we have achieved a growth of nearly 81% in our revenues, through our expansion in serving the entertainment sector through our presence in all regions of the Kingdom to serve cinema halls, and we expect a growth of the sector by 40%. During the next two years, due to the renaissance that the Kingdom is witnessing in qualitative real estate, entertainment, tourism and service projects, which would enhance the high demand in this sector that supports operational operations at the level of all sectors.

And with the entry of BATIC Real Estate - the real estate arm of the group - in this important sector while the Kingdom is going through this real estate renaissance, the company owns a value of half a billion Saudi riyals (after developing its most important existing projects) of real estate under its management, with expectations of the growth of this number during the coming years.

The group aims, through its future steps, to achieve the best possible return for investors who rely on BATIC to grow their investments. It is worth noting that the group is still in a growth phase, as it has succeeded in doubling its business volume almost tenfold over the past decade, through the growth of sales of its various investments.

Corporate Communication Department

BATIC Corporate Communications Department plays a major role in ensuring that its shareholders, employees and crews are provided with accurate and transparent information through internal and external communication channels.

The Corporate Communication Department also works to enhance the company's reputation and strengthen its position and general view of it, aiming to strengthen and consolidate with the aim of strengthening and consolidating its leadership position in investment. In addition to highlighting the company's identity and its role at the level of sectors in the group and its achievements at the internal and external levels.

BATIC is interested in activating communication with the concerned parties, as it is keen to provide modern and accurate information through all communication channels.

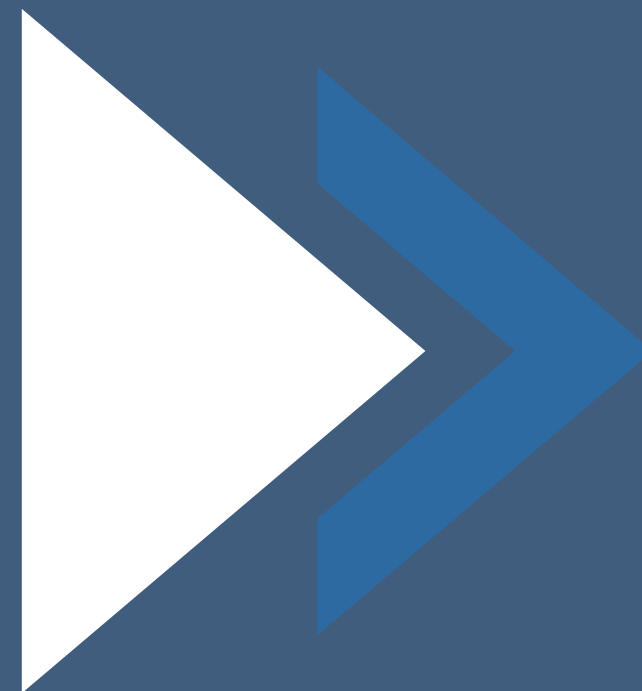
As is the case always and never in activating communication, we conducted it during the year 2022 on the internal communication system, internal questionnaires and internal events on international days and national and religious occasions, and we issued more than 60 internal messages on various topics related to our employees.

We also organized over more than 10 internal events to celebrate international and religious days and events.

Media relations also witnessed interactions during the year 2022, which increased the rates of press coverage of our activities, initiatives, and advertisements issued by the company, and improved the public image of the brand and the company's reputation. Between publications for social networking sites and announcements advertisements in the Saudi Stock Exchange (Tadawul).



Governance



Board of Directors



Chairman
Ahmed Mohamed Al-Sanea



Deputy Chairman
Fahad Mubarak Al-Qathami



Board Member
Managing Director
Muhammad Saud Al-Zamil



Board Member
Sultan Abdulaziz Al-Mubarak



Board Member
Firas Khaled Al Bawardi



Board Member
Taha Mohammed Azhari



Board Member
Musa Abdulaziz bin Akrish



Board Member
Fahad Mohammed Al-Obailan





Board of Committees

1. Board of Directors:

The Board of Directors of the company is the supreme body responsible in the company for setting comprehensive plans and strategies and its main objectives, and carrying out guidance and oversight on the performance of the executive management of the company and proposing appropriate decisions in matters and actions that are within the competence of the General Assembly of shareholders. The Board of Directors of BATIC consists of eight (8) members. They were elected by the General Assembly of Shareholders, held in April 2020, for three (3) years. He has carried out all the responsibilities and functions of the Board of Directors, including the distribution of competencies and tasks, and the separation of positions. He also supervised the executive management effectively and professionally.

2. Board formation

The Company shall be managed according to Article Fifteen (15) of its Articles of Association, by a Board of Directors consisting of eight (8) members elected by the Ordinary General Assembly of Shareholders for a period not exceeding three (3) years. On 08/14/2019 / AH (corresponding to 04/2020/02 / AD), the Ordinary General Assembly of Shareholders elected members of the Board of Directors for a new session starting from 08/14/2020 / AH (corresponding to 04/2020/03 / AD) for three years ending on 09/14/2023 / 11 / AH (corresponding to 02/2023/04 / AD). The majority of the Board members are non-executive members, except the Managing director, four (4) non-executive members have been appointed, and the number of independent members has reached three (3) members.



3. The names of the members of the Board of Committees, their current and previous positions, their experiences and qualifications, and a statement of their memberships in the companies' boards of directors or their current and previous managers inside and outside the Kingdom

Member name	Position	Current titles	Current titles	Qualifications	Experience
Ahmed Mohamed Al-Sanea	Chairman of the Board	<ul style="list-style-type: none"> Chairman of the Board of Trustees of the Muhammad Ali Al-Sane Charitable Foundation CEO of the family investment company 	<ul style="list-style-type: none"> CEO of the National Well Drilling Company Managing member of Bin Laden International Holding Group 	<ul style="list-style-type: none"> Bachelor of Business Administration, Northern Arizona University University of California MBA 	Experience in the field of investment ,corporate management ,acquisitions and mergers between companies for the purpose of forming giant entities and evaluating the companies' economic performance
Fahad Mubarak Al-gathami	Vice Chairman of the Board	<ul style="list-style-type: none"> Chief Executive Officer, American Express Co. - Saudi Arabia 	<ul style="list-style-type: none"> Consultant at the Ministry of Municipal, Rural Affairs and Housing Founding partner of Skillmine Saudi Arabia for Communications and Information Technology Acting CEO of BATIC Investment and Logistics Company CEO of the Arab Company for Security and Safety Services Chief Operating Officer of American Express Saudi Arabia 	<ul style="list-style-type: none"> Bachelor of Science in Management, University of Southern Mississippi INSEAD Transition to CEO Program Programs in Executive Management from London Business School and Harvard Business School 	Cumulative experience of more than 26 years in the field of corporate and business management
Mohammad Saud Al-Zamil	Managing Director	<ul style="list-style-type: none"> Managing member of BATIC Investment and Logistics Company 	<ul style="list-style-type: none"> CEO of Jazel Investment Company Senior Technical Consultant / Team Leader in the Saudi Industrial Development Fund (Industrial Finance and Project Management) General Manager of Al-Wafaa International Industries Co., Ltd 	<ul style="list-style-type: none"> Bachelor's degree - Chemical Engineering Master - Industrial Management Executive Course - Management Acceleration Program (MAP) Executive Course - Venture Capital Executive USA Program License - PMP Professional Certificate License - Certified Management Accountant (CMA) License - Strategic and Comparative Analysis (CSCA) 	Experience in the field of investment ,corporate management ,acquisitions and mergers between companies for the purpose of forming giant entities and evaluating the companies' economic performance

3. The names of the members of the Board of Committees, their current and previous positions, their experiences and qualifications, and a statement of their memberships in the companies' boards of directors or their current and previous managers inside and outside the Kingdom

Member name	Position	Current titles	Current titles	Qualifications	Experience
Sultan Abdulaziz Al-Mubarak	Member of the Board of Committees	<ul style="list-style-type: none"> Executive Director of Innovation and Knowledge Translation, National Institute for Health Research, National Transformation Program Chairman, Jazan Energy and Development Company (JAZADCO) Chairman of the Nominations and Remunerations Committee, BATIC Investment and Logistics Company Participant in the invitation, Riyadh Economic Forum 	<ul style="list-style-type: none"> Senior Clinical Research Scientist/ Consultant, Department of Biostatistics, Epidemiology and Scientific Computing, King Faisal Specialist Hospital and Research Center Member of the Advisory Board, State Technology Policy Network, The Hague, Netherlands Advisor, support and implementation of the National Plan for Science, Technology and Innovation, King Abdulaziz City for Science and Technology Vice-Chairman of the Scientific Research Support Committee of the Saudi National Plan for Science Technology and Innovation (Marefa), King Abdulaziz City for Science and Technology Jury member, Innovation Competition. King Abdulaziz and His Companions Foundation for Giftedness and Creativity (Mawhiba) CEO, Business Incubator for Biotechnology (Badir Program), King Abdulaziz City for Science and Technology. Other positions partially held: Participation and training in the fields of business incubation, virtual incubators, mentoring programs, patent evaluation, and capital 	<ul style="list-style-type: none"> Innovation Department, Stanford Research Institute, USA 2012 Technology Transfer Office, National Institute of Health, USA 2010 MD, University of Buffalo. New York, USA 2000 Bachelor of Dentistry, King Saud University, 1989. 	<p>Worked in a number of entities as a motivating and inspiring leader who can achieve positive results in various work environments. Possesses multiple skills in administrative and institutional communication .He is able to cooperate in managing various and complex issues related to operational aspects and improving the financial situation for the transformation of establishments with a pioneering innovative tendency .Dr .Al Mubarak has a comprehensive ,high-level communication network in the public and private sectors at the local and global levels. Various scientific research ,publications and books ,including a book on innovation in the health sector .He frequently participates as a guest speaker in international and local conferences on incubators ,innovation and technology transfer .In addition ,he is an international researcher and lecturer.</p>

3. The names of the members of the Board of Committees, their current and previous positions, their experiences and qualifications, and a statement of their memberships in the companies' boards of Directors or their current and previous managers inside and outside the Kingdom

Member name	Position	Current titles	Current titles	Qualifications	Experience
Musa Abdulaziz bin Akrish	Member of the Board of Committees	<ul style="list-style-type: none"> Business Development Manager - Abdulaziz Abdullah Bin Akresh Real Estate Company 	<ul style="list-style-type: none"> Economic analyst at Arabia Monitor, London. Researcher at the General Authority for Investment Adviser to His Excellency the Minister of Information at the Council of Economic and Development Affairs 	<ul style="list-style-type: none"> Bachelor of Business Administration (major in financial management) 2012 from Al-Yamamah University Bachelor's degree in International Business Administration 2012 from the University of Grenoble, France (Grenoble Ecole De Management) Master of Development Management 2013 from the London School of Economics and Political Science. (London School of Economics and Political Science). PhD in International Development and Emerging Economics from King's College London. Preparing a PhD in International Development with reference to emerging economies Preparing a PhD in International Development at King's College London. (King's College London) 	He has experience in the field of development and economic analysis
Firas Khaled Al Bawardi	Member of the Board of Committees	<ul style="list-style-type: none"> CEO of Jazel Investment Company CEO of Jasara Holding Company 	<ul style="list-style-type: none"> Director of Real Estate Management - Estidama Company Project Manager - Council of Economic and Development Affairs Analyst of local and international shares in the treasury - Samba Bank 	<ul style="list-style-type: none"> Bachelor's degree in Financial Management from the University of Oregon, USA, in 2011 	Multiple experiences in the field of investment, financial analysis ,and local and international stocks
Taha Mohammed Azhari	Member of the Board of Committees	<ul style="list-style-type: none"> Member of the Audit Committee, BATIC Investment and Logistics Company Member of the Audit Committee, Bank Aljazira Member of the Risk Committee and the Nominations and Remunerations Committee, Arabian Shield Insurance Company 	<ul style="list-style-type: none"> Advisor to the CEO, Head of Internal Audit, Chief Financial Officer, Airports Holding Company Economic Advisor to the CEO, Executive Director of Business Excellence, Chief Financial Officer General Manager of Finance, Saudi Department Stores Company 	<ul style="list-style-type: none"> Bachelor of Accounting 1993, King Saud University 	He held many leadership positions in finance and internal auditing ,and has multiple experiences and specializes in financial and accounting affairs.
Fahad Mohammed Al-Obailan	Member of the Board of Committees	<ul style="list-style-type: none"> Chief Tourism Officer - Seera Holding Group from January 2023, Kingdom of Saudi Arabia Member of the Board of Committees of Najm Insurance Services Company since December 2020 and the Saudi Industries Development Company "Tatweer" since April 2021, and Vice Chairman of the Tourism Committee at the Riyadh Chamber since May 2019. 	<ul style="list-style-type: none"> Vice President of Sales at Seera Holding Group from 2019 to 2022 and between 2016 and 2019 he held the position of General Manager of Lexus Riyadh and held many leadership positions in the same company from 2007 to 2015 	<ul style="list-style-type: none"> Thunderbird College of Global Management - Arizona - USA Bachelor of Business Administration majoring in Marketing in 2003 from King Saud University. 	He has more than 20 years of experience in the retail sector ,where he held several positions in the Abdul Latif Jameel Motors Company and Seera Holding Group.

4. Names of companies inside or outside the Kingdom of which a member of the company's Board of Committees is a member of its current and previous Boards of Committees or one of its managers.

Member name	The names of companies in which a member of the Board of Committees is a member of their current boards of Directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock / unlisted joint stock / limited liability(...../	Names of companies in which a member of the Board of Committees was a member of their previous boards of directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock / unlisted joint stock / limited liability(...../
Ahmed Al-Sanea	Chairman of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock	Chairman of the Board of Committees ,Jazan Energy and Development Company	within the Kingdom	Listed Joint stock
	Chairman of the Board of Committees - Family Investment Company	inside the kingdom	Closed joint-stock	Chairman of the Board of Committees of the National Petroleum Services Company	within the Kingdom	Limited liability
	Chairman of the Board of Committees - Arab Company for Security and Safety Services AMNCO	inside the kingdom	Limited liability	Chief Executive Officer - Rational Investment Corporation for Trade	within the Kingdom	Individual Institution
	Vice Chairman of the Board of Committees - Al-Maqar Company for Development and Development	inside the kingdom	Shareholding company	Chairman of the Board of Committees of Roaa Development Company	within the Kingdom	Limited liability
Fahad Al-Quthami	Vice Chairman of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
	Chairman of the Board of Committees ,Skillmen Saudi Arabia for Communications and Information Technology	inside the kingdom	Limited liability			
	Member of the Board of Committees - Arab Company for Security and Safety Services AMNCO	inside the kingdom	Limited liability			

4. Names of companies inside or outside the Kingdom of which a member of the company's Board of Committees is a member of its current and previous Boards of Committees or one of its managers.

Member name	The names of companies in which a member of the Board of Committees is a member of their current boards of directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock / unlisted joint stock / limited liability(...../	Names of companies in which a member of the Board of Committees was a member of their previous boards of directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock / unlisted joint stock / limited liability(...../
Mohammed Al-Zamil	Member of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
	Member of the Board of Committees - Saudi Transport and Investment Mubarrad Company	inside the kingdom	Limited liability			
	Member of the Board of Committees - Arab Company for Security and Safety Services	inside the kingdom	Limited liability			
	Member of the Board of Committees - Abyan Medical Company	inside the kingdom	Limited liability			
	Member of the Board of Committees - BATIC Real Estate Company	inside the kingdom	Limited liability			
	Member of the Board of Committees - Smart Cities Solutions Company	inside the kingdom	Limited liability			
	Member of the Board of Committees - Amnco Facilities Management Company	inside the kingdom	Limited liability			
	Member of the Board of Committees - Seif Stores Company for Development and Investment	inside the kingdom	Listed Joint stock			
Sultan Mubarak	Member of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
	- Chairman ,Jazan Energy and Development Company)JAZADCO(inside the kingdom	Listed Joint stock			
	Member of the Board of Committees of Komel Company	inside the kingdom	Closed joint-stock			

4. Names of companies inside or outside the Kingdom of which a member of the company's Board of Committees is a member of its current and previous Boards of Committees or one of its managers.

Member name	The names of companies in which a member of the Board of Committees is a member of their current boards of directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock /unlisted joint stock / limited liability(...../	Names of companies in which a member of the Board of Committees was a member of their previous boards of directors or one of their managers.	inside the kingdom/ Outside the kingdom	Legal entity) listed joint stock / unlisted joint stock / limited liability(...../
Musa bin Akrish	Member of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
Firas Al Bawardi	Member of the Board of Committees - BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
	Vice Chairman of Jazan Energy and Development Company	inside the kingdom	Listed Joint stock			
	Jazzle Investment Company	inside the kingdom	Closed joint-stock			
	Jasara Holding Company	inside the kingdom	Limited liability			
	Technical energies contracting company	inside the kingdom	Limited liability			
	Axis Al Fahs Contracting Company	inside the kingdom	Closed joint-stock			
	Metal Performance Chemicals Factory	inside the kingdom	Limited liability			
	Al-Wafaa International Industries Limited Factory	inside the kingdom	Limited liability			
	Amnco Security Solutions Company	inside the kingdom	Limited liability			
	AMNCO Facilities Management Company	inside the kingdom	Limited liability			
Taha Azhari	BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
Fahad Al-Obailan	BATIC Investment and Logistics Company	inside the kingdom	Listed Joint stock			
	Najm Insurance Services Company	inside the kingdom	Closed joint-stock			
	Saudi Industries Development Company	inside the kingdom	Closed joint-stock			

5. Formation of the Board of Committees and classification of its members

	Name	Position	Membership status
1	Ahmed Mohamed Al-Sanea	Chairman of the Board	non-executive
2	Fahd Mubarak Al-Qathami	Vice Chairman of the Board 162022/6/	non-executive
3	Muhammad Saud Al-Zamil	Managing member	executive
4	Sultan Abdulaziz Al-Mubarak	Member of the Board of Committees	Independent
5	Musa Abdulaziz bin Akrish	Member of the Board of Committees	Independent
6	Firas Khaled Al Bawardi	Member of the Board of Committees	non-executive
7	Taha Mohammed Azhari	Member of the Board of Committees	Independent
8	Fahad Mohammed Al-Obailan	Member of the Board of Committees 182022/04/	Independent

6. Actions taken by the Board of Committees to inform its members - especially non-executives - of the shareholders' proposals and observations regarding the company and its performance

The Investor Affairs Department prepares a report on all observations and proposals, if any, from the company's shareholders and presents them to the Chairman of the Board of Committees and the CEO of the company, who in turn notify the members of the Board of Committees through the meetings of the Board of Committees, and the appropriate action is taken

7. Board meeting statement

	Name	Position	First meeting (18-JAN)	Second meeting (23-MAY)	Third meeting (30-AUG)	Fourth meeting (19-OCT)
1	Ahmed Mohamed Al-Sanea	Chairman of the Board	P	P	P	P
2	Fahd Mubarak Al-Qathami	Vice Chairman of the Board	P	P	P	P
3	Muhammad Saud Al-Zamil	Managing member	P	P	P	P
4	Sultan Abdulaziz Al-Mubarak	Member of the Board of Committees	P	P	P	P
5	Musa Abdulaziz bin Akrash	Member of the Board of Committees	P	P	P	P
6	Firas Khaled Al Bawardi	Member of the Board of Committees	P	P	P	P
7	Taha Mohammed Azhari	Member of the Board of Committees	P	P	P	P
8	Fahad Mohammed Al-Obailan	Member of the Board of Committees	It is not set	P	P	P
9		Secretary General	P	P	P	P

8. Board Remuneration

Compensation and remuneration of board members and senior executives

As stipulated in Article Nineteen (19) of the Articles of Association, the remuneration of the Board of Directors consists of a lump sum paid annually, or attendance allowance for sessions, benefits in kind or a certain percentage of the net profits. This remuneration shall be paid after deducting the reserves decided by the General Assembly in application of the provisions of the Companies Law and this Law, taking into account that the percentage does not exceed 10% and after distributing dividends to shareholders at a rate of no less than 5% of the paid-up capital. It is permissible to combine two or more of

these benefits. In all cases, the total remuneration a member receives of financial or in-kind benefits may not exceed five hundred thousand (500,000) riyals, and the entitlement should be proportional to the number of sessions attended by the member. The report of the Board of Directors that is submitted to the Ordinary General Assembly must include a comprehensive statement of all the Board members received during the fiscal year in terms of remuneration, expense allowance and other benefits. It shall also include a statement of what the council members received in their capacity as workers or administrators, or what they received in return for technical, administrative or consulting work. It also includes a statement.

	Fixed Remuneration						Variable Remuneration						Indemnity	total summation	Expense allowance
Members of committee	Specific Amount	Allowance for attending Board Meetings	Total allowance for attending committee sessions	A statement of what the council members have received in their capacity as workers, or what they have received in return for technical, administrative, or consulting work.	Remuneration of the Chairman, Managing member or Secretary ,if he is a member	the total	percentage of profits	Periodic bonuses	Short-term incentive plans	Long term incentive plans	Granted shares) the value is entered(the total			
Independent members:															
1 Taha Azhari		9,000	24.000			33.000		175.000				175.000		208.000	
Sultan Mubarak2		9,000	9.000			18.000		125.000				125.000		143,000	
Musa bin Akrish3		9.000	24.000			33.000		175,000				175,000		208.000	
Fahad Al-Quthami		9.000				9.000		100,000				100,000		109.000	
Fahad Al-Obailan		9.000				9.000		100,000				100,000		109,000	
the total		45,000	57,000			102,000		675,000				675,000		777,000	
Non-Executive Members:															
Ahmed Al-Sanea1		waiver				waiver		waiver				waiver		waiver	
Firas Al Bawardi2		9.000	9.000			18.000		275,000				275,000		293,000	
Total3		9,000	9.000			18,000		275,000				275,000		293,000	
Executive members:															
Mohammed Al-Zamil1		9.000	9.000	1,566,756		1,584,756		125.000				125,000	57,372	1,767,128	
the total		9,000	9.000	1.566.756		1,584,756		125,000				125,000	57,372	1,767,128	

Waiver of rewards

* Chairman of the Board of Committees, Ahmed Al-Sanea, waived the annual remuneration for membership of the Board of Committees for the year 2022

A detailed statement of the remuneration Salaries and compensation of 5 senior executives, including the company’s chief executive officer and chief financial officer

Fixed rewards		Variable rewards								Indemnity	Total executive remuneration for the board ,if any	total summation
payroll	allowances	Kind advantages	the total	Periodic rewards	earnings	Short term incentive plans	Long term incentive plans	Granted shares) the value is entered(the total			
3,466,152	2,095,956	-	5,562,108	833,082	-	54,167	-	-	887,249	254,316		6,703,673

* The above amounts include the benefits of the Managing member, although they were included in the previous statement as a member of the Board of Committees.

Number of shares of members and their relatives.

	Beginning of the year	Year- End	Clear Changes by numbers	changes by percentage
	number Stock- Debt instruments	number Stock- Debt instruments		
Ahmed bin Mohammed Al-Sanea	5875000	11750705	5,875,705	100%
Fahd bin Mubarak Al-Qathami	1250	2500	1,250	100%
Sultan Abdulaziz Al-Mubarak	29244	58488	29,244	100%
Taha bin Mohammed Azhari	100	100	-	0%
Firas bin Khalid Al-Bawardi	1315100	2337691	1,022,591	78%
Musa Abdulaziz bin Akrash	1000	2000	1,000	100%

- Direct ownership (2,750,000 shares)
- Indirect ownership (9,000,000 shares) and ownership by relatives (705 shares)
- Direct ownership (55,988 shares)
- Ownership of relatives (2,500 shares)
- Direct ownership (200 shares)
- Ownership of relatives (2,337,491 shares)



Board committees

1. Review Committee

- The Board of Directors formed the Audit Committee in accordance with Article Thirty-five (35) of the Company’s Articles of Association and the 1st paragraph of Article Two (2) of the Company’s Audit Committee Regulations. Accordingly, this committee must consist of a number of members not less than three (3) And not more than five (5) members who are not members of the executive board of directors, whether shareholders or others, the number of current committee members is three (3) members in addition to the committee secretary (Hussam Al-Aqraa), The members of the Audit Committee were appointed by the Ordinary General Assembly held on 091441/08/ AH (corresponding to 022020/04/ AD), based on Board Resolution No. (8713/) dated 151441/07/ AH (corresponding to 032020/10/ AD), for a new session starting from the date of 10 081441/ AH (corresponding to 032020/04/ AD) and ends with the end of the current Board of Directors session on 091444/11/ AH (corresponding to 022023/04/ AD).

Audit Committee’s terms of reference:

The main objective of the Audit Committee is to assist the Board in implementing its responsibilities related to the company’s financial and accounting policies and internal control procedures, and to verify the integrity, integrity and accuracy of reports, financial statements, and internal control systems. In particular, its specializations are summarized as follows:
Requesting documents, reports, clarifications and other appropriate information from the company’s executives and officials, and inviting the company’s executives, officials, and employees to committee meetings to ask them and request clarifications and explanations from them and seek the help of experts, consultants, and specialists from outside the company.
Performing any duties assigned to them by the Board Directors within the terms of reference of the Audit Committee.
Conducting the annual review and evaluation of its regulations and preparing recommendations for the Board of Directors regarding the amending part of them (if required). Preparing reports periodically for the Board of Directors, provided that they are submitted to the Board upon the Committee’s meeting end.
Informing the Board of Directors of developments that affect its independence or conflicts of interest related to decisions taken by the Audit Committee.
Preparing an annual evaluation and review of the activities of the Audit Committee and its members, including the degree of compliance of the committee with its regulations.
About financial reports, study the preliminary and annual financial statements before presenting them to the Board of Directors, and express technical opinion at the request of the Board of Directors.

About internal audit:

Studying and reviewing the company’s internal and financial control and risk management systems and preparing a written report that includes its recommendations and opinion on the adequacy of these systems and the work performed within the scope of their competence, studying internal audit and control reports, supervising the performance and activities of the internal auditor and the company’s internal audit department.

About the auditor:

Recommend to the Board of Directors appoint and dismiss auditors, determine their fees, evaluate their performance, verifying the auditor’s independence and positionality, reviewing the auditor’s plan, study the auditor’s reports and observations on the financial statements, and follow up on what has been taken in their regard.
Ensuring compliance about reviewing the results of the regulatory authorities’ reports, verifying the company’s compliance with relevant laws, regulations, policies, and instructions, reviewing contracts and transactions proposed to be conducted by the company with related parties, and presenting what it deems appropriate to the Board of Directors.

A table showing the names of the committee members, their current and previous positions, and their qualifications and experience

The name	Current Position	Previous Position	Qualifications	Experience
Taha bin Mohammed Azhari	<ul style="list-style-type: none"> Member of the Audit Committee, BATIC Investment and Logistics Company Member of the Audit Committee, Bank Aljazira Member of the Risk Committee and the Nominations and Remunerations Committee, Arabian Shield Insurance Company 	<ul style="list-style-type: none"> Advisor to the CEO, Head of Internal Audit, Chief Financial Officer, Airports Holding Company Economic Advisor to the CEO, Executive Director of Business Excellence, Chief Financial Officer General Manager of Finance, Saudi Department Stores Company 	<ul style="list-style-type: none"> Bachelor of Accounting 1993, King Saud University 	<ul style="list-style-type: none"> He held many leadership positions in finance and internal auditing, and has multiple experiences and specializes in financial and accounting affairs.
Musa bin Abdulaziz bin Akrish	<ul style="list-style-type: none"> Business Development Manager - Abdulaziz Abdullah Bin Akresh Real Estate Company 	<ul style="list-style-type: none"> Economic analyst at Arabia Monitor, London. Researcher at the General Investment Authority, advisor to His Excellency the Minister of Information at the Council of Economic and Development Affairs 	<ul style="list-style-type: none"> Bachelor of Business Administration (major in Financial Management) 2012 from Al Yamamah University Bachelor of International Business Administration 2012 from the University of Grenoble, France (Grenoble Ecole De Management) Master of Development Management 2013 AD from the London School of Economics and Political Science. (London School of Economics and Political Science). Preparing a PhD in International Development at King's College London. (King's College London) 	<ul style="list-style-type: none"> He has experience in the field of development and economic analysis
Abdul Rahman bin Khalid Al-Sultan	<ul style="list-style-type: none"> Director General of Internal Audit / Secretary of the Audit and Risk Committee at the General Authority for Statistics 	<ul style="list-style-type: none"> Specialist in planning and audit quality / financial controller / internal audit supervisor, financial controller at the Insurance Hospital (care) Member of the Audit Committee of the Arab Cooperative Insurance Company Financial and administrative accountant / auditor in the treasury operations department of the Saudi Hollandi Bank 	<ul style="list-style-type: none"> He holds a master's degree in applied finance from the University of Newcastle - Australia He holds a Bachelor's degree in Accounting from King Saud University and an IFCE Certificate in Insurance from the Institute of Finance 	<ul style="list-style-type: none"> Experience in the field of financial and accounting management, planning, quality, control, internal audit and risk Experience in audit committee membership

Committee meeting dates and attendance data for each meeting:

M	Name	position	First meeting 22 Mar	The second meeting 22 MAY	Third meeting 18 AUG	Fourth meeting 08 NOV	Fifth meeting 27 DEC
1	Professor :Taha bin Muhammad Azhari	Chairman of the Committee	P	P	P	P	P
2	Professor Musa bin Akrash	Committee member	P	P	P	P	P
3	Mr .Abdul Rahman Al-Sultan	Committee member	P	P	P	P	P
4	Professor Hossam Al-Aqraa	Committee Secretary	P	P	P	P	P

2. Executive and Investment Committee

The Board of Directors formed the Executive and Investment Committee in accordance with the requirements of the Companies Law and the company's Executive and Investment Committee policy. This committee consists of at least three (3) members who are appointed by the Board of Directors based on a nomination by the Remuneration and Nominations Committee from among the members of the Board of Directors or from outside the Board. The current Executive and Investment Committee consists of four (4) members, in addition to the Secretary of the Committee (Mohamed Al Mazyad). The Executive and Investment Committee was formed at the meeting of the Board of Directors held on 131441/08/ AH (corresponding to 062020/04/ AD), provided that the new session of the Committee begins on 101441/08/ AH (corresponding to 032020/04/ AD) and expires at the end of the current Board of Directors term on 111444/09/ AH (corresponding to 022023/04/AD).

functions and tasks of the Executive Committee and Investment are as follows:

1. Studying the comprehensive strategy of the company, the main and interim work plans, policies and mechanisms for investment, financing, risk management, and plans for managing emergency administrative conditions, based on the proposal of the executive management.
2. Reviewing the company's optimal capital structure, strategies and financial objectives.
3. Reviewing the company's main capital expenditures, owning and disposing of assets, and reviewing estimated budgets of all kinds.
4. Recommend entering into investment projects and new partnerships or acquiring companies related to the company's work or to develop and develop the current activities vertically and horizontally.
5. Conducting the necessary studies for the new investments of the company and submitting the necessary recommendations in this regard.
6. Submit a recommendation to the Board of Directors to take its decision regarding the following:
 - a. Increasing or decreasing the company's capital.
 - b. Dissolution of the company before the deadline specified in its articles of association or the decision to continue it.
 - c. Using the company's agreement reserve in the event that it was formed by the extraordinary general assembly and was not allocated for a specific purpose.
 - d. Creating additional financial reserves or allocations for the company.
 - e. The method of distributing the company's net profits.
7. Reviewing the implementation of internal control systems and controls, including:
 - a. Implementing a conflict of interest policy.
 - b. Applying appropriate control systems to measure and manage risks, by developing a general perception of the risks that the company may face, creating an environment familiar with the culture of risk reduction at the company level, and presenting them transparently with the Board of Directors and other stakeholders and parties related to the company.
8. Reviewing the implementation of internal control and risk management systems, verifying the effectiveness and adequacy of those systems, and ensuring compliance with the risk level approved by the Board of Committees.
9. Follow-up and review all important issues related to cases brought before the judiciary, emergency cases and claims that require appearing in the accounting data.
10. Follow up on the important recommendations made by the internal auditor and the chartered accountant.
11. Effective participation in building and developing a culture of ethical values within the company.
12. Reviewing the organizational and functional structures of the company and submitting them to the Board of Directors to consider approving them based on the proposal of the executive management.
13. Reviewing and developing the internal regulations related to the company's work, including defining the tasks, specializations, and responsibilities assigned to the various organizational levels, and proposing their amendment when needed.
14. Review the business delegation policy to the executive management and the method of its implementation.
15. Review the powers delegated to the executive management, the decision-making procedures and the duration of the delegation, and study the periodic reports on the executive management's exercise of those powers.
16. Studying the policy and types of rewards granted to employees, such as fixed rewards, performance-related rewards, and rewards in the form of shares.
17. Review draft financial and non-financial periodic reports on the progress made in the company's activity in light of the company's strategic plans and objectives, and present these reports to the Board of Directors .
18. View the reports and information of the executive management of the company that are submitted to the members of the Board of Directors , non-executive and independent members in particular, and the committees emanating from the Board of Directors , and all necessary information, data, documents and records, and ensure that they are sufficient, accurate and in a timely manner, to enable them to perform their duties well.



Names of committee members, their current and previous positions, experience and qualifications:

	Current position	Previous position	Qualifications	Experience
Ahmed bin Mohammed Al-Sanea	<ul style="list-style-type: none"> Chairman of the Board of Trustees of the Muhammad Ali Al-Sane Charitable Foundation CEO of the family investment company 	<ul style="list-style-type: none"> CEO of the National Well Drilling Company Managing Director of Bin Laden International Holding Group 	<ul style="list-style-type: none"> Bachelor of Business Administration, Northern Arizona University University of California MBA 	Experience in the field of investment, corporate management ,acquisitions and mergers between companies for the purpose of forming giant entities and evaluating the companies 'economic performance
Muhammad bin Saud Al-Zamil	<ul style="list-style-type: none"> Managing Director, BATIC Investment and Logistics Company 	<ul style="list-style-type: none"> CEO of Jazel Investment Company Senior Technical Consultant / Team Leader in the Saudi Industrial Development Fund (Industrial Finance and Project Management) General Manager of Al-Wafaa International Industries Co., Ltd 	<ul style="list-style-type: none"> Bachelor's degree - Chemical Engineering Master - Industrial Management Executive Course - Management Acceleration Program (MAP) Executive Course - Venture Capital Executive USA Program License - PMP Professional Certificate License - Certified Management Accountant (CMA) License - Strategic and Comparative Analysis (CSCA) 	Experience in the field of investment, corporate management ,acquisitions and mergers between companies for the purpose of forming giant entities and evaluating the companies 'economic performance
Firas bin Khalid Al-Bawardi	<ul style="list-style-type: none"> CEO of Jazel Investment Company CEO of Jasara Holding Company 	<ul style="list-style-type: none"> Director of Real Estate Management - Estidama Company Project Manager - Council of Economic and Development Affairs Analyst of local and international shares in the treasury - Samba Bank 	<ul style="list-style-type: none"> Bachelor's degree in Financial Management from the University of Oregon, USA, in 2011 	Multiple experiences in the field of investment ,financial analysis ,and local and international stocks

Committee meeting dates and attendance data for each meeting:

M	Name	Position	meeting First Jan-05	meeting second The May-21	meeting Third Nov-09
1	Sanea-Al Mohammed bin Ahmed .Mr	Committee the of Chairman	P	P	P
2	Zamil-Al Muhammad Engineer	member Committee	P	P	P
3	Bawardi-Al Firas Professor	member Committee	P	P	P
4	Mohamed AlMazyad	Secretary Committee	P	P	P

3. Remuneration and Nomination Committee:

The Remuneration and Nomination Committee was formed in accordance with the requirements of the Corporate Governance Regulations issued by the Capital Market Authority and the Regulations of the Remuneration and Nomination Committee, so that it is formed by a decision of the Board of Directors from three (3) members who are not members of the Executive Board of Directors, whether from shareholders or others, provided that one of them is a member Independent at least. The current Nominations and Remunerations Committee consists of three (3) members in addition to the Secretary of the Committee (Muhammad Al-Mazyad). The Nominations and Remunerations Committee was formed in the meeting of the Board of Directors held on 081441/13/ AH (corresponding to 042020/06/ AD), provided that the new session of the committee begins on 081441/10/ AH (corresponding to 042020/03/ AD) and ends with the end of the term of the current Board of Directors on 091444/11/ AH (corresponding to 042023/02/ AD).

Its specializations are the following:

Preparing a clear policy for the remuneration of members of the Board of Directors, committees emanating from the Board and the Executive Management, and submitting it to the Board of Directors.

Submit recommendations and reports as follows:

Recommending to the Board of Directors the remuneration of members of the Board of Directors and its committees and senior executives in accordance with the approved policy.

Reviewing the contracts of the Chief Executive Officer or General Manager and annual financial reward plans for employees in subsidiaries

Suggesting clear policies and criteria for membership in the Board of Directors and Executive Management.

Recommending to the Board of Directors the nomination of members.

Preparing a description of the capabilities and qualifications required for membership of the Board of Directors and for occupying executive management positions.

Determine the time that the member should allocate for the work of the Board of Directors.

Annual review of the necessary skills requirements for board membership and executive management functions.

Review the structure of the Board of Directors and the executive management and make recommendations regarding changes that can be made.

Ensure, on an annual basis, the independence of the independent members.

Develop job descriptions for executive members, non-executive members, independent members, executive management members and senior executives.

Developing special procedures in the event of a vacancy in the position of a member of the Board of Directors or a senior executive.

Determining strengths and weaknesses in the Board of Directors and proposing solutions to address them in line with the company's interest.



A table showing the names of the committee members, their current and previous positions, and their qualifications and experience:

Name	Current position	Previous position	Qualifications	Experience
Sultan bin Abdulaziz Al-Mubarak	<ul style="list-style-type: none"> Executive Director of Innovation and Knowledge Translation, National Institute for Health Research, National Transformation Program Chairman of the Nominations and Remunerations Committee, BATIC Investment and Logistics Company Participant in the invitation, Riyadh Economic Forum 	<ul style="list-style-type: none"> Senior Clinical Research Scientist/ Consultant, Department of Biostatistics, Epidemiology and Scientific Computing, King Faisal Specialist Hospital and Research Center Member of the Advisory Board, State Technology Policy Network, The Hague, Netherlands Advisor, support and implementation of the National Plan for Science, Technology and Innovation, King Abdulaziz City for Science and Technology Vice-Chairman of the Scientific Research Support Committee of the Saudi National Plan for Science Technology and Innovation (Marefa), King Abdulaziz City for Science and Technology Jury member, Innovation Competition. King Abdulaziz and His Companions Foundation for Giftedness and Creativity (Mawhiba) CEO, Business Incubator for Biotechnology (Badir Program), King Abdulaziz City for Science and Technology. Other positions partially held: Participation and training in the fields of business incubation, virtual incubators, mentoring programs, patent evaluation, and capital 	<ul style="list-style-type: none"> Innovation Department, Stanford Research Institute, USA 2012 Technology Transfer Office, National Institute of Health, USA 2010 MD, University of Buffalo. New York, USA 2000 AD Bachelor of Dentistry, King Saud University, 1989. 	<p>Worked in a number of entities as a motivating and inspiring leader who can achieve positive results in various work environments .Possesses multiple skills in administrative and institutional communication .He is able to cooperate in managing various and complex issues related to operational aspects and improving the financial situation for the transformation of establishments with a pioneering innovative tendency .Dr .Al Mubarak has a comprehensive ,high-level communication network in the public and private sectors at the local and global levels. Various scientific research ,publications and books ,including a book on innovation in the health sector .He frequently participates as a guest speaker in international and local conferences on incubators ,innovation and technology transfer .In addition ,he is an international researcher and lecturer.</p>

Taha bin Mohammed Azhari	<ul style="list-style-type: none">• Member of the Audit Committee of BATIC Investment and Logistics Company• Member of the Audit Committee, Bank Aljazira• Member of the Risks Committee and the Nominations and Rewards Committee of the Arabian Shield Insurance Company	<ul style="list-style-type: none">• Advisor to the CEO, Head of Internal Audit, Chief Financial Officer, Airports Holding Company• Economic Advisor to the CEO, Executive Director of Business Excellence, Chief Financial Officer• General Manager of Finance, Saudi Department Stores Company	<ul style="list-style-type: none">• Bachelor of Accounting 1993, King Saud University	He held many leadership positions in finance and internal auditing ,and has multiple experiences and specializes in financial and accounting affairs.
Musa bin Abdulaziz bin Akrish	<ul style="list-style-type: none">• Business Development Manager - Abdulaziz Abdullah Bin Akresh Real Estate Company	<ul style="list-style-type: none">• Economic analyst at Arabia Monitor, London.• Researcher at the General Investment Authority, advisor to His Excellency the Minister of Information at the Council of Economic and Development Affairs	<ul style="list-style-type: none">• Bachelor of Business Administration (major in Financial Management) 2012 from Al Yamamah University Bachelor of International Business Administration 2012 from the University of Grenoble, France (Grenoble Ecole De Management)• Master of Development Management 2013 AD from the London School of Economics and Political Science. (London School of Economics and Political Science).• Preparing a PhD in International Development at King’s College London. (King’s College London)	He has experience in the field of development and economic analysis

Committee meeting dates and attendance data for each meeting:

	Name	Position	First meeting 03/01/2022	Second meeting 14/11/2022	Third meeting 03/01/2023
1	Mubarak Sultan	Committee the of Chairman	P	P	P
2	Azhari Taha	member Committee	P	P	P
3	Akrish bin Musa	member Committee	P	P	P
4	Muhammad AlMazyad	Secretary Committee	P	P	P

A detailed statement of the remuneration of the committee members:

	Fixed remuneration (except for attendance allowance)	allowance for attending sessions	the total
Members of the Audit Committee and the Secretary of the Audit Committee			
Mr.Taha Azhari	50,000	15,000	65,000
Mr. Musa bin Akrish	50,000	15,000	65,000
Mr. Abdul Rahman Sultan	50,000	15,000	65,000
Mr. Hossam Al-Aqraa	15,000	-	15,000
the total	165,000	45,000	210,000
Members of the Executive Committee and Secretary of the Executive and Investment Committee			
Mr. Ahmed Al-Sanea	متنازل	متنازل	متنازل
Eng.Mohammed Al-Zamil	25,000	9,000	34,000
Mr. Firas Al Bawardi	25,000	9,000	34,000
Mr. Muhammad more	15,000	-	15,000
the total	65,000	18,000	83,000
Members of the Remuneration and Nomination Committee and the Secretary of the Remuneration and Nomination Committee			
Doctor Sultan Mubarak	25,000	9,000	34,000
Mr. Taha Azhari	25,000	9,000	34,000
Mr. Musa bin Akrish	25,000	9,000	34,000
Mr. Muhammad more	15,000	-	15,000
the total	90,000	27,000	117,000





Executive management

A table showing the names of the executive management committee members, their current, qualifications and experience

Eng. Muhammad bin Saud Al-Zamil

Managing Director



He has experience in the field of investment, corporate management, acquisitions and mergers between companies for the purpose of forming giant entities and evaluating the companies' economic performance.

Mr. Mohammed bin Saleh Almazyad

Secretary General
Chief officer of Governance and Public Affairs



He has extensive experience in systems, regulations, and corporate governance, as well as mergers and acquisitions, strategic consulting, and restructuring, which he gained through his work in the field of business and management since 1997. He currently holds the position of Secretary General of the Board of Committees of BATIC Investment and Logistics Company (a listed joint stock company). He has held a number of executive positions in the company since joining it in 2010. He is also a member of a number of associations, including the Chartered Institute of Management (United Kingdom), the Saudi Systems Association and the Saudi Association for Management. He also studied at the Faculty of Law at King Saud University, and is qualified in many market programs. Finance from the Financial Institute (formerly the Banking Institute)

Mr. Muhammad Mahmoud Tantawi

Chief Financial Officer



He holds a Bachelor's degree in Accounting from Benha University in Egypt and has several certificates in accounting, the most important of which is the Saudi Fellowship Certificate for Auditors and Accountants; sucpa; , and the International Financial Reporting Standards Certificate, and a key member of the Saudi Organization for Auditors and Accountants. He holds the award for the best financial CEO for the year 2022 AD for the logistics sector in Saudi Arabia. He has more than 17 years of experience in all areas of accounting, financial statements, managing company budgets, data analysis, financial information, and cash flow management. For the company to businesses and help improve efficiencies and reduce costs

Mr. Hossam Al-Aqraa

Chief Internal Auditor



He has a diverse experience of 22 years in the field of accounting, internal control, financial and operational auditing, and risks. He has worked in a group of major companies such as Abdul Latif Jameel Company (ALI) as an executive auditor, and the Arab Radio and Television Company ART, where he worked in the financial management of channels and his company Academia affiliated to the Council of Arab Economic Unity as an internal auditor, in addition to obtaining many training courses specialized in governance, internal control and risk management. He holds a Bachelor's degree in Accounting from Zarqa University in Jordan. He also holds a Certified Internal Auditor (CIA) certificate from the American Institute of Internal Auditors (IIA).

Remuneration policy for members of the Board of Committees, its committees and members of the executive management

Article one: introduction

This policy has been prepared based on the recommendation of the Remuneration and Nominations Committee to comply with the provisions contained in the Companies Law and the regulations, decisions and instructions issued by the Board of the Capital Market Authority, taking into account the provisions of the company's bylaws and all regulations, regulations and instructions issued by other relevant regulatory authorities.

This policy aims to define clear and fair standards for the remuneration of members of the Board of Committees, its committees and senior executives in the light of the requirements of the corporate law and the rules and regulations of the Capital Market Authority, and to attract individuals with appropriate competence and experience and motivate and retain them in order to work in the Board of Committees, committees and executive management, taking into account the company's activity and the necessary skill To manage it, which contributes to improving the company's performance, achieving the company's performance, and achieving the interests of its shareholders.

Article Two: Criteria and controls for rewards

1. The remunerations are fair and commensurate with the member's competencies, works and responsibilities carried out by and borne by the members of the Board of Committees, in addition to the goals set by the Board of Committees to be achieved during the fiscal year and based on a recommendation from the Remuneration and Nominations Committee.
2. Compatibility of rewards with the company's strategy and objectives and with the size, nature and degree of risks it has, and to urge members of the Board of Committees, members of committees and executive management for the success of the company and its long-term development.
3. Rewards are determined based on the job level, tasks and responsibilities assigned to the occupant, academic qualifications, practical experience, skills and level of performance.
4. Taking into account the practices of other companies and what is prevalent in the labor market in determining remuneration, while avoiding what may result from unjustified increase in remuneration.
5. The remunerations of the members of the Board of Committees and the members of the committees may vary in amount to reflect the extent of the member's experience, specializations, tasks entrusted to him, his independence, the number of sessions he prohibits and other considerations.
6. A member of the Board of Committees or any of the members of the committees is entitled to the annual remuneration if he attends 75% of the total number of Board meetings / annual committee meetings.
7. The member shall be entitled to the reward as of the date of joining the council or the committee and according to the term of his membership.
8. In the event that the remuneration of the members of the Board of Committees is a percentage of the profits, then the relevant provisions contained in the Companies Law and the regulations, decisions and instructions issued by the Board of the Capital Market Authority and other regulatory authorities must be taken into account, provided that the entitlement to this remuneration is proportional to the number of sessions attended by the member, and any assessment contrary to that is considered null.
9. The remuneration of the independent board members should not be a percentage of the profits achieved by the company, or be based directly or indirectly on the profitability of the company.
10. In the event that a program is developed to grant shares in the company to the executive management and its employees, whether it is a new issue or shares purchased by the company, this is done under the supervision of the Remuneration and Nominations Committee and in accordance with the company's Articles of Association and the relevant rules and regulations of the Capital Market Authority and in accordance with the share granting plan approved by the extraordinary general assembly.

Article Three: Remuneration of the members of the Board of Committees

1. The remuneration of the members of the Board of Committees for the work of the Board consists of a certain amount, attendance allowance for meetings, expenses allowance, in-kind benefits, or a percentage of the

profits. It is also permissible to combine two or more of these rewards and benefits.

2. The remuneration of the members of the Board of Committees is as follows:
 - Allowance for attending the meetings of the Board of Committees is an amount of 3000 riyals for each member for each meeting.
 - An annual bonus not exceeding 500,000 riyals, and it is due to the member, provided that the member attends 75% of the Board of Committees meetings.
3. The annual bonus and the allowance for attending the meetings of the Board of Committees shall be disbursed as specified in these regulations, with the exception of bonuses related to profits, the amount of which shall be approved by the General Assembly.

In all cases, the sum of what a member of the Board of Committees receives in terms of financial or in-kind rewards and benefits does not exceed the amount of (500,000) five hundred thousand Saudi riyals annually in accordance with the controls set by the relevant competent authorities.

Article Four: Special Remunerations for the Chairman and/or Managing Director

Based on the recommendation of the Remuneration and Nomination Committee and the approval of the Board of Committees:

1. Granting the Chairman of the Board a special reward in addition to the remuneration prescribed for the members of the Board of Committees.
2. Granting the Managing Director, in the event of his appointment, a special reward in addition to the remuneration prescribed for the members of the Board of Committees.

Article Five: Remuneration for technical, administrative and consulting work

Based on the recommendation of the Remuneration and Nominations Committee and the approval of the Board of Committees, a member of the Board of Committees may be granted sums for the technical, administrative or advisory work assigned to him in addition to the remuneration prescribed for members of the Board of Committees.

Article Six: Remunerations of Committee Members

1. Members of the Remuneration and Nominations Committee

- Allowance for attending committee meetings is 3000 riyals for each member for each meeting.
- An annual reward not exceeding 50,000 riyals, which is due to the member, provided that the member attends 75% of the committee meetings.

2. Audit committee members

- Allowance for attending committee meetings is 3000 riyals for each member for each meeting.
- An annual bonus of 50,000 riyals is due to the member, provided that the member attends 75% of the committee meetings.

3. Members of the Executive and Investment Committee

- The allowance for attending committee meetings is 3,000 riyals for each member for each meeting.
- An annual reward not exceeding 50,000 riyals, which is due to the member, provided that the member attends 75% of the committee meetings.

4. other committees

- When creating other committees emanating from the Board of Committees other than what is mentioned in these regulations, the nature and amount of remunerations for its members are determined and approved by the Board of Committees in the decision to form them based on the recommendation of the Nominations and Remunerations Committee, and they are acted as specified in these regulations..

5. Remunerations of annual committee members, with the exception of the Audit Committee

- The nature and amount of annual committee remuneration (if it is decided to be disbursed) with the exception of the Audit Committee shall be determined and approved by the Board of Committees based on the recommendation of the Remuneration and Nomination Committee.

6. Bonuses for members outside the board

- The provisions contained in the above clauses apply to the remuneration of committee members from outside the Board of Committees who participate in the work of committees emanating from the Board of Committees.

Article 7: Executive Management Remuneration

The Board of Committees, on the recommendation of the Remuneration and Nomination Committee, approves:

1. The amount of senior executives’ bonuses according to the company’s planned target.
2. The remuneration specified in the employment contracts of senior executives or those linked to performance and evaluation indicators.
3. The nature and amount of remuneration for the efforts (unusual and/or seasonal) of senior executives that contribute to achieving the company’s objectives.

Article 8: Payment of rewards and benefits

1. All remunerations and benefits are disbursed by the competent department in accordance with the disbursement mechanism used in the company after its determination and approval by the Board of Committees, except for the remuneration of a member of the Board linked to a percentage of the profits, which shall be disbursed after its approval by the General Assembly.
2. Rewards and benefits may be paid in monthly, quarterly or annual payments.

Article Nine: Disclosure of Bonuses

Remunerations shall be disclosed in the report of the Board of Committees to the Ordinary General Assembly in accordance with the provisions contained in the Companies Law and the regulations, decisions and instructions issued by the Board of the Capital Market Authority, taking into account the provisions of the Company’s Articles of Association and all regulations, regulations and instructions issued by other relevant regulatory authorities.

Article Ten: Verifying the implementation of the rewards policy

The Chief Executive Officer submits a semi-annual report to the Remuneration and Nominations Committee, which includes the amount and types of remunerations that were disbursed during the fiscal year, for the purpose of examining them and verifying the implementation of the approved policy.

Article Eleven: Suspension of Bonus Disbursement and Refund
The Remuneration and Nominations Committee is empowered to recommend to theBoard of Committees to stop disbursing the bonus or to request its refund in the following cases::

1. Failure to carry out responsibilities and duties, which results in damage to the interests of the company.
2. If it was found that it was decided on the basis of inaccurate information that was presented to the General Assembly or included in the annual report of the Board of Committees, in order to prevent exploitation of the job position to obtain an undeserved reward.
3. If the General Assembly decides to terminate the membership of a member of the Board of Committees due to his failure to attend three consecutive meetings of the Board without a legitimate excuse, as the member in this case is not entitled to any rewards for the period following the last meeting he attended, and he must return all the rewards paid to him for that period.

Article Twelve: Publication and Entry into Force

1. This policy shall be enforced as of the date of its approval by the General Assembly.
2. The Nominations and Remuneration Committee is concerned with the periodic review of this policy and the evaluation of its effectiveness in achieving the objectives set for it in motivating senior executives and attracting and attracting qualified and experienced individuals, and it is amended - as needed - based on the Board’s recommendation, provided that any amendment to it is presented to the General Assembly At its first meeting to approve it.

Management remuneration

The annual report of the audit committee emanating from
Board of Committees of BATIC Investment and Logistics Company
For the year ending 31-December-2022

Dear shareholders of BATIC Investment and Logistics Business,
May the peace, blessings, and mercy of God be upon you,

The Audit Committee is one of the committees emanating from the Board of Committees of BATIC Investment and Logistics Company. The members of the current committee were elected by the General Assembly on 02-04-2020 AD, and its current members are:

- | | |
|---|---------------------------------|
| 1. Professor: Taha bin Muhammad Azhari | Chairman of the audit committee |
| 2. Professor: Abdul Rahman bin Khalid Al-Sultan | Member of the Audit Committee |
| 3. Professor: Musa bin Abdulaziz bin Akrish | Member of the Audit Committee |

BATIC’s Audit Committee oversees the company’s financial statement reporting process on behalf of the Board of Committees. The Company’s management has primary responsibility for the financial statements, for maintaining an effective system of internal control over financial reporting, and for evaluating the effectiveness of internal control over financial reporting.

During the year 2022 AD, the committee met five times at the company’s headquarters and through remote audio-visual communication technology. The following is a summary of the tasks and work of the committee during the year ending on December 312022- AD.

First: External Audit and Financial Reports:

- The auditor’s independence and positionality, and the effectiveness of the audit work, were verified, taking into account the relevant rules and standards.
- The audit plan submitted by the auditor has been studied.
- The committee reviewed the results of the company’s operations and its financial position as it appeared in the preliminary and annual financial statements and reports.
- The reports of the external auditor and his observations on the financial statements were studied and what was taken in their regard was followed up.

Second: Internal Audit:

- The independence of the internal auditors has been ensured and the availability and sufficiency of the resources and capabilities required to carry out their duties to the fullest.
- The committee reviewed and approved the risk-based internal audit plan and ensured the availability of the necessary resources for its proper implementation.
- The meeting was held periodically with the Director of Internal Audit of BATIC.

Third: The Audit Committee’s opinion on the adequacy of the internal control systems:

Based on the reports of the results of the audits submitted to the audit committee during the fiscal year ending 2022 AD by the external auditor and the internal audit, within the limits of the tasks and works included in the approved plan for internal audit, the committee found that there is no fundamental shortcoming in the internal control systems or the company’s work that affects The integrity of the financial statements requires disclosure, and therefore, in the opinion of the Committee, the internal control systems are considered to be of good effectiveness, noting that any internal control system, regardless of the soundness of its design and the effectiveness of its application, cannot provide absolute confirmation, but rather a reasonable basis for expressing an opinion.

About the audit committee
Mr. Taha Azhari
Head of the audit committee

Number of Shares of the Executive Management and their Relatives

Name	Year beginning	Year ending	Percentage change
	number shares - Debt instruments	number shares - Debt instruments	
Mohammed bin Saleh Almazyad	3	6	100%

Company’s announcements on Tadawul website

Announcement title	Date	
remaining the of results the announces Company Logistics and Investment BATIC shares rights priority of allocation the and offering	29/05/1443	02/01/2022
of distribution the announces Company Logistics and Investment BATIC to right their exercise not did who holders rights to amounts compensation shares new the to subscribe	10/06/1443	13/01/2022
purchase a signed has it that announces Company Logistics and Investment BATIC of capital the in .Ltd .Co Solutions Smart by owned shares entire the for agreement ,Technology Information and Communications for Company Solutions Cities Smart consideration cash a for	10/06/1443	13/01/2022
subsidiaries its of one that announces Company Logistics and Investment BATIC (Technology Information and Communications for Company Solutions Cities Smart) ,Buraidah in project parking smart the for contract investment an signed has million 422 at estimated value total a with) years 25 of period a for region Qassim bin Faisal .Dr Prince Highness Royal His of patronage generous the under (riyals region Qassim the of Emir ,Abdulaziz bin Saud bin Mishaal	15/06/1443	18/01/2022
developments latest the announces Company Logistics and Investment BATIC alliance an form to understanding of memorandum a of signing the regarding the for competition the enter to qualification for applying of purpose the for city the in neighborhood Olaya the in lots parking of management and construction Riyadh of	27/06/1443	30/01/2022
memorandum a of signing the announces Company Logistics and Investment BATIC .Company Logistics Afkar in stakes ‘owners the all acquire to understanding of	07/08/1443	10/03/2022
consolidated annual the announces Company Logistics and Investment BATIC .2021 ,31 December on ending results financial	21/08/1443	24/03/2022
of member a of resignation the announces Company Logistics and Investment BATIC Committees of Board the	13/09/1443	14/04/2022
board a of appointment the announces Company Logistics and Investment BATIC member	18/09/1443	19/04/2022
purchase a of signing the announces Company Logistics and Investment BATIC the in Muqbel-Al Khalid bin Waleed by owned shares entire the for agreement Information and Communications for Company Solutions Cities Smart of capital riyals 7,800,000 of value a at Technology	14/10/1443	15/05/2022
to shareholders its invite to announces Company Logistics and Investment BATIC (Meeting First) Meeting Assembly General Ordinary the attend	21/10/1443	22/05/2022
consolidated interim its announces Company Logistics and Investment BATIC (months three) 2022 ,31 March on ending period the for results financial	1443/10/22	23/05/2022

Announcement title	Date	
owned wholly its that announces Company Logistics and Investment BATIC credit compliant-Sharia a signed has (Company Estate Real BATIC) subsidiary agreement facilities	1443/10/25	26/05/2022
wholly its of purchase the announces Company Logistics and Investment BATIC value a at Medina in land raw of (Company Estate Real BATIC) subsidiary owned quest and tax disposal estate real including not) riyals Saudi (126,388,124.5) of .(commission	1443/10/29	30/05/2022
developments latest the announces Company Logistics and Investment BATIC the all acquire to understanding of memorandum a of signing the regarding Logistics Afkar in shares ‘owners	1443/11/03	02/06/2022
Ordinary the of results the announces Company Logistics and Investment BATIC (Meeting First) Meeting Assembly General	1443/11/15	14/06/2022
Company Logistics and Investment BATIC from announcement Addendum (Meeting First) Meeting Assembly General Ordinary the of results the regarding	1443/11/16	15/06/2022
developments latest the announces Company Logistics and Investment BATIC by owned shares all for agreement purchase a of signing the regarding for Company Solutions Cities Smart of capital the in .Ltd .Co Solutions Smart .Technology Information and Communications	1443/11/17	16/06/2022
developments latest the announces Company Logistics and Investment BATIC by owned shares the all for agreement purchase a of signing the regarding for Company Solutions Cities Smart of capital the in Muqbel-Al Khalid bin Waleed .Technology Information and Communications	1443/11/17	16/06/2022
Vice a of appointment the announces Company Logistics and Investment BATIC Committees of Board the of Chairman	1443/11/20	19/06/2022
,subsidiaries its of one that announces Company Logistics and Investment BATIC land the for agreement development a signed has ,Company Estate Real BATIC Company Maqar-Al with region Munawwarah-Al Madinah-Al in it by owned Royal His of patronage generous the under Development and Development for Madinah-Al of Governor ,Saud Al Abdulaziz bin Salman bin Faisal Prince Highness Munawwarah-Al	1443/12/01	30/06/2022
consolidated interim its announces Company Logistics and Investment BATIC (months six) 2022 ,30 June on ending period the for results financial	1444/01/27	25/08/2022
consolidated interim its announces Company Logistics and Investment BATIC (months nine) 2022 ,30 September on ending period the for results financial	1444/04/16	10/11/2022
a of organization the announces Company Logistics and Investment BATIC with 2022 of quarter third the for results financial the present to meeting telephone investors and analysts financial	1444/04/16	10/11/2022
Arabian the of renewal the announces Company Logistics and Investment BATIC civil private the of ,subsidiary a - (AMNCO) Company Services Safety and Security license guard security	1444/05/28	22/12/2022

A description of the company's dividend policy

- Legal reserve: (10)% of the company's net profits are set aside to form a statutory reserve, and the Ordinary General Assembly may stop this set aside when the aforementioned reserve reaches (30)% of the paid-up capital.
- Other reserves for the Ordinary General Assembly are based on the proposal of the Board of Directors to set aside other reserves. Such reserves may not be used except by a decision of the extraordinary general assembly, and if they are not earmarked for a specific purpose, the ordinary general assembly may, upon the proposal of the board of directors, decide to spend them for the benefit of the company.
- Distribution and Payment: The company's annual net profits are distributed after deducting all general expenses and other costs (after the approval of the Shareholders' Assembly) as follows:
 1. (10%) of the net profits shall be set aside to form the statutory reserve, and the Ordinary General Assembly may decide to discontinue this setting aside when the said reserve reaches (30%) of the paid-up capital.
 2. The Ordinary General Assembly, based on a proposal by the Board of Directors, may set aside (5%) of the net profits to form an agreement reserve.
 3. The Ordinary General Assembly may decide to form other reserves to the extent that achieves the interest of the company or guarantees the distribution of fixed profits as much as possible to the shareholders.
 4. After that, the remainder will be distributed among the shareholders, representing (5%) of the paid-up capital.
 5. Subject to the provisions stipulated in the company's Articles of Association and the Companies' Law, after the foregoing, a percentage not exceeding (10%) of the remainder shall be allocated for the remuneration of the Board of Directors after deducting the reserves decided by the General Assembly in application of the provisions of the system, and after distributing the profit to the shareholders of not less than (5%) of the capital. The company's paid money, provided that the entitlement to this remuneration is proportionate to the number of sessions attended by the member.
 6. The company may also distribute interim profits to its shareholders on a semi-annual or quarterly basis after fulfilling the statutory requirements.

No Dividend Distribution: In the event that no dividends are distributed for any financial year, no dividends may be distributed for the following years unless after paying the percentage specified for preferred stock holders for that year in accordance with the provisions of the Companies Law. If the company fails to pay this specified percentage of the profits for a period of three consecutive years, the special assembly of the owners of these shares held may decide either that they attend the meetings of the company's general assembly and participate in voting or appoint their representatives on the board of directors in proportion to the value of their shares in the capital, until the company is able to pay all the initial profits allocated to the owners of these shares for the previous years.

If the company's losses amount to half of the paid-up capital, at any time during the fiscal year, any official in the company or the auditor, as soon as he becomes aware of this, must inform the Chairman of the Board of Directors. The Chairman of the Board of Directors shall immediately inform the members of the Board of this, and the Board of Directors, within fifteen days of becoming aware of this, shall invite the Extraordinary General Assembly to meet within fortyfive days from the date of its knowledge of the losses, taking into account the Companies Law and its implementing regulations and the company's articles of association and in accordance with the rules and regulations of the Capital Market Authority.

Note that the company's board of directors did not recommend the distribution of dividends in 2022.

A statement of the dates of the general assemblies of the company's shareholders and the members attending the assembly

Assembly type	The date of the meeting	The names of the attending members of the Board of Directors
Ordinary General Assembly	13-05-2022	<ul style="list-style-type: none"> • Eng. Muhammad bin Saud Al Zamil - Managing Director • Dr. Sultan bin Abdulaziz Al-Mubarak • Firas bin Khalid bin Abdullah Al-Bawardi • Taha bin Mohammed bin Abdul Wahid Azhari • Musa bin Abdulaziz bin Akrish • Fahd bin Muhammad Al-Obailan

A description of any interest in the class of shares with voting rights belonging to persons other than members of the Board, senior executives and their relatives

Noting that there is no interest in the class of shares with the right to vote belonging to persons (other than members of the company's Board of Committees, senior executives and their relatives) who informed the company of those rights under Article 67 of the registration and listing rules, and any change in those rights during the last fiscal year.

Company requests for shareholder register

The date of application	The reason for the request
4/12/2022	Corporate Procedures
31/10/2022	Corporate Procedures
20/08/2022	Corporate Procedures
18/07/2022	Corporate Procedures
15/06/2022	Corporate Procedures
13/06/2022	General Assembly
9/5/2022	Corporate Procedures
24/01/2022	Corporate Procedures

Any of the company's shareholders waived their profits

Nothing

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

party related	name the	Relationship	relationship of nature	transaction the of nature The	(AD 2022) value Transaction
Solutions Cities Smart for Company and Communications Technology Information	Sanea-Al Mohamed Ahmed	Chairman of the Board of Directors of BATIC	partner a	between shares of agreement purchase and sale A and (seller the) Limited Company Solutions Smart the) Company Logistics and Investment BATIC Solutions Cities Smart of capital the of 4% for (buyer Technology Information and Communications for	(riyals Saudi million twelve) Riyals 12,000,000
owns) Company Jasara Cities Smart in stakes for Company Solutions and Communications (Technology Information	Bawardi Al Khaled Firas	Member of the Board of Directors of BATIC	CEO Jasara	between shares of agreement purchase and sale A and (seller the) Limited Company Solutions Smart the) Company Logistics and Investment BATIC Solutions Cities Smart of capital the of 4% for (buyer Technology Information and Communications for	(riyals Saudi million twelve) Riyals 12,000,000
Al-Maqar Company for Development and Development	Ahmed Mohamed Al-Sanea	Chairman of the Board of Directors of BATIC	Vice Chairman of the Board of Directors of Al-Maqar Company for Development and Development	An agreement to develop the Rabwah scheme in Madinah between BATIC Real Estate Company (a subsidiary) with Al-Maqar Development Company	of the sales of the project is obtained from the buyers 2.5% of the plots of land (the full value of the selling fees) and 0.5% is paid by BATIC Real Estate Company upon signing the agreement, and in the event that the development of the project is completed and 50% of the plots of land have been sold within a period of 12 months From the date of signing the agreement, the headquarters company is entitled to an additional percentage of 0.5% of the total sales of the project

The provisions of the Governance Regulations that have been applied, and which have not, and the reasons

A summary of the most important provisions of the Corporate Governance Regulations that the company has adhered to

Subject	elaboration	responsible party	comment
9/b	The Board of Committees must set a clear policy regarding the distribution of dividends in a way that achieves the interests of the shareholders and the company in accordance with the company's articles of association.	Board of Committees	Committed – The updated dividend distribution policy was approved by the General Assembly of Shareholders held on 04/27/1439 AH (corresponding to 01/14/2018 AD) based on Board of Committees Resolution No. (13/17) dated 04/09/1439 AH (corresponding to 12/27 / 2017 AD).
8/a	Providing a copy of the information about the candidates for membership of the Board of Committees on the company's website.	Board of Committees	Committed - through the company's website
12/5 and 54	Formation of the audit committee.	General Assembly of Shareholders	Committed - Appointed by the Ordinary General Assembly held on 08/09/1441 AH (corresponding to 04/02/2020 AD).

A summary of the most important provisions of the corporate governance regulations that the company adhered to

Subject	elaboration	responsible party	comment
54/c	The general assembly of the company - based on a proposal from the Board of Committees - issues a regulation for the work of the audit committee, provided that this regulation includes the controls and procedures for the committee's work, its tasks, the rules for selecting its members, how they can be nominated, the duration of their membership, their remunerations, and the mechanism for temporarily appointing its members in the event of a vacancy. The Commission.	General Assembly of Shareholders	Committed - The updated Audit Committee work regulations were approved by the Ordinary General Assembly held on 02/04/2020 AD).
12/6	Approval of the financial statements for the year 2021 AD.	General Assembly of Shareholders	Compliant - The financial statements for the fiscal year 2021 AD were approved by the Ordinary General Assembly held on 05/13/2022 AD).
12/7	Approval of the annual report of the Board of Committees for the year 2021 AD.	General Assembly of Shareholders	Committed - The report of the Board of Committees for the fiscal year 2020 AD was approved by the Ordinary General Assembly held on 05/13/2022 AD).
12/9 and 81	Appointing the company's auditors, determining their remuneration, reappointing them, changing them, and approving their reports.	General Assembly of Shareholders	Committed – The Ordinary General Assembly held on 1305/2022 AD) voted to appoint an auditor for the company (Al Bassam Office of Certified Public Accountants) based on the recommendation of the Audit Committee, in order to examine and review the financial statements for the second, third, fourth and annual quarters of the fiscal year 2022 AD and the first quarter of the year 2023 AD and determine his fees.
13/d	Publication of the announcement of the date, venue and agenda of the General Assembly meeting at least twenty-one days prior to the date on the company's website.	Board of Directors	Committed - through Tadawul website.
14/c	Allowing shareholders through the company's website - upon publishing the invitation to convene the General Assembly - to obtain information related to the agenda items of the General Assembly, especially the report of the Board of Directors , the auditor, the financial statements and the report of the Audit Committee.	Board of Directors	Committed - through Tadawul website.
22/2	Establish systems and controls for internal control and general oversight, including: Developing a written policy to address actual and potential “conflict of interest” cases for each of the members of the Board of Directors , executive management and shareholders, including misuse of the company's assets and facilities, and misconduct resulting from dealings with related persons. Ensure the integrity of financial and accounting systems, including systems related to the preparation of financial reports. Ensure the application of appropriate control systems to measure and manage risks, by developing a general perception of the risks that the company may face, creating an environment aware of the culture of risk management at the company level and presenting it transparently with the stakeholders and parties related to the company. And the annual review of the effectiveness of the company's internal control procedures.	Board of Directors	Committed – A policy for regulating conflicts of interest has been adopted, and dealing with cases of potential and actual conflicts of interest for each of the members of the Board of Committees, executive management and shareholders based on Board Resolution No. (31/13) held on 01/09/1439H (corresponding to 05/17/2018AD).
22/3	Developing clear and specific policies, standards and procedures for membership in the Board of Directors , and putting them into effect after being approved by the General Assembly.	General Assembly of Shareholders	Committed - The updated list of policies and criteria for membership in the Board of Committees was approved by the General Assembly held on 05/22/2019 (mm)

A summary of the most important provisions of the corporate governance regulations that the company adhered to

Subject	elaboration	responsible party	comment
22/4	Develop a written policy that regulates the relationship with stakeholders in accordance with the provisions of the Governance Regulations, and it must cover - in particular - the following: Mechanisms for compensating stakeholders in the event of violation of their rights, which are approved by regulations and protected by contracts. And mechanisms for settling complaints or disputes that may arise between the company and stakeholders. Appropriate mechanisms to establish good relations with customers and suppliers and to maintain the confidentiality of information related to them.	Board of Directors	Compliant - There is no independent regulation stipulated in the corporate governance regulations
22/5	Developing policies and procedures that ensure the company's compliance with laws and regulations and its commitment to disclosing material information to shareholders and stakeholders, and verifying the executive management's compliance with them.	Board of Directors	Committed – The disclosure and transparency policy was approved by the Board of Committees in accordance with its Resolution No. (31/13) dated 01/09/1439H (corresponding to 05/17/2018AD).
22/13, 50, 60, 60/a, and 64	Formation of specialized committees emanating from it by decisions specifying the duration of the committee, its powers and responsibilities, and how the Council will supervise it, provided that the formation decision includes naming the members and defining their tasks, rights and duties, along with evaluating the performance and work of these committees and their members.	Board of Directors	Committed - the company has (3) main committees: Audit Committee - Appointed by the Ordinary General Assembly held on 08/09/1441 AH (corresponding to 04/02/2020 AD). Nominations and Remuneration Committee - The appointment was made according to the decision of the Board of Committees held on 08/13/1441 AH (corresponding to 04/06/2020 AD). Executive and Investment Committee - The appointment was made according to the decision of the Board of Committees held on 08/13/1441 AH (corresponding to 04/06/2020 AD).
23/1	Adopting and developing internal policies related to the company's work, including defining the tasks, specializations, and responsibilities assigned to the various organizational levels.	Board of Directors	Committed - the company has a number of internal policies: HR policies and procedures Financial and accounting policy Internal audit charter It was approved by Board of Committees Resolution No. (13/31) held on 09/01/1439 AH (corresponding to 05/17/2018 AD).
23/2	Adopting a written and detailed policy defining the powers delegated to the executive management and a table showing those powers, the method of implementation and the duration of the delegation. The Board of Committees may request the executive management to submit periodic reports on its practices of the delegated powers.	Board of Directors	Committed - The system of powers (the powers of the executive management) was approved by the Board of Committees Resolution No. (31/13) held on 09/01/1439 AH (corresponding to 05/17/2018 AD).
25	Appointment of the Managing Director	Board of Committees	Committed – Muhammad bin Saud Al-Zamil was appointed as of 12/15/1441 AH (corresponding to 08/05/2020 AD), according to the Board of Committees' decision on 12/14/1441 AH (08/04/2020 AD).
26/5	Developing the organizational and functional structures of the company and submitting them to the Board of Directors for approval.	Board of Directors	Compliant - The company's organizational structure was approved by Board of Committees Resolution No. (14/16) held on 01/12/1442 AH (corresponding to 08/31/2020 AD).

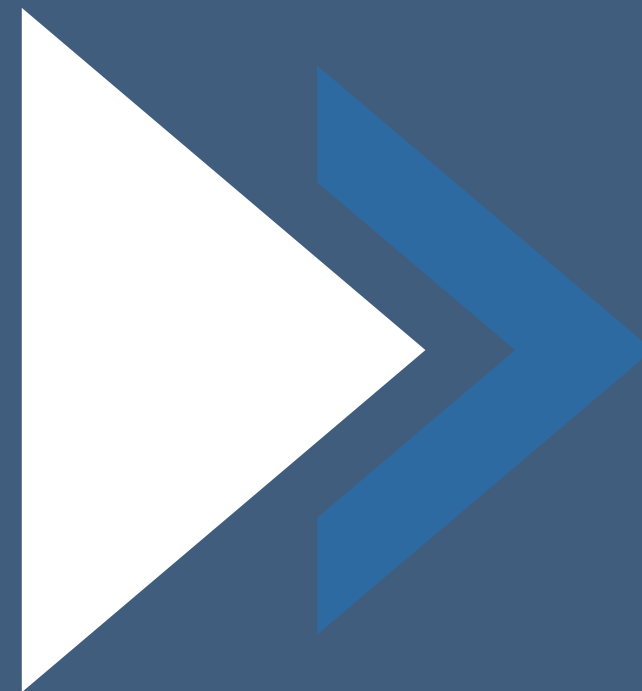
A summary of the most important provisions of the corporate governance regulations that the company adhered to

Subject	elaboration	responsible party	comment
26/10	Proposing a policy and types of rewards to be granted to employees, such as fixed rewards, performance-related rewards, and rewards in the form of shares.	Board of Directors	Committed - The policy and procedures for the grade scale, salaries and benefits were approved by the Board of Committees Resolution No. (31/13) held on 09/01/1439 AH (corresponding to 05/17/2018 AD).
43	A written and clear policy to deal with existing or potential conflicts of interest that may affect the performance of board members, executive management, or other employees of the company when dealing with the company or with other stakeholders	Board of Directors	Committed – A policy for regulating conflicts of interest has been adopted, and dealing with cases of potential and actual conflicts of interest for each of the members of the Board of Committees, executive management and shareholders based on Board Resolution No. (31/13) held on 01/09/1439H (corresponding to 05/17/2018AD).
55/b/4 and 74	Appointing a unit manager, the internal audit department, or the internal auditor, and proposing his remuneration.	Board of Directors	Committed - Hossam Raef Al-Aqraa has been appointed
60/b and 64/b	The general assembly of the company - based on a proposal from the Board of Committees - shall issue a regulation for the Remuneration and Nomination Committee, provided that this regulation includes the controls, procedures, work plan of the committee, its tasks, the rules for selecting its members, how to nominate them, the duration of their membership, their rewards, and the mechanism for temporarily appointing its members in the event of a vacancy. One of the committee seats.	General Assembly of Shareholders	Committed - The updated Nomination and Remuneration Committee work regulations were approved by the General Assembly held on 04/27/1439 AH (corresponding to 01/14/2018 AD).
61/1	The Remuneration and Nominations Committee prepares a clear policy for the remuneration of members of the Board of Committees, the committees emanating from the Board, and the Executive Management, and submits it to the Board of Committees for consideration in preparation for its approval by the General Assembly, provided that in that policy, criteria related to performance are followed, disclosed, and verified.	General Assembly of Shareholders	Committed - The updated policy for remuneration of members of the Board of Committees, sub-committees and executive management was approved by the General Assembly held on (04/02/2020 AD).
65/3	Preparing a description of the capabilities and qualifications required for membership of the Board of Committees and for occupying executive management positions.	Remuneration and Nomination Committee	Committed - The policies and standards for membership in the updated Board of Committees were approved by the General Assembly held on 05/22/2020 AD)
68	Publishing the announcement of candidacy for membership of the Board of Committees on the company's website.	Board of Committees	Committed – announced on the Tadawul website on 05/17/1441 AH (corresponding to 01/12/2020 AD)
84	Policies or procedures followed by stakeholders in submitting their complaints or reporting violating practices	Board of Committees	Committed - The policy of reporting violating practices was approved by the Board of Committees Resolution No. (31/13) held on 09/01/1439 AH (corresponding to 05/17/2018 AD).
86	A policy of professional conduct and ethical values	Board of Committees	Committed – The policy of professional conduct and ethical values was approved by Board of Committees Resolution No. (31/13) held on 09/01/1439 AH (corresponding to 05/17/2018 AD).
89	Written disclosure policies, procedures and supervisory systems in accordance with the disclosure requirements contained in the Companies Law and the Capital Market Law	Board of Committees	Committed - The policy of disclosure and transparency was approved by the Board of Committees Resolution No. (31/13) held on 01/09/1439H (corresponding to 05/17/2018AD).
91/b	Publication of the audit committee report on the company's website	Board of Committees	Committed - through the company's website
94	Corporate governance rules that do not conflict with mandatory provisions	Board of Committees	Committed - The updated Governance Regulations were approved by the General Assembly held on 04/27/1439 AH (corresponding to 01/14/2018 AD).

• Any penalties, penal or precautionary measures, or violations imposed on the company?

There is no penalty, penalty, precautionary measure or precautionary restriction imposed on the company by the Authority or by any supervisory, regulatory or judicial authority.

Financial
Report



The Subsidiaries main activities impact on company's business and its contribution on the company's outcomes:

BATIC Real Estate Company	Revenue	% of Total revenue
Real estate investment activity	3,884,276	1%
MUBARRAD Company	Revenue	% of Total revenue
Transportation activity	90,746,381	21%
AMNCO Company	Revenue	% of Total revenue
Activity (1) Security guards'	111,028,595	26%
Activity (2) ATM feeding	85,356,689	20%
Activity (3) Cash In Transit	45,037,775	11%
AMNCO Facilities Management Company	Revenue	% of Total revenue
Maintenance and operation Activity	41,216,995	10%
Smart Cities Solutions Company	Revenue	% of Total revenue
Smart parking Activity	56,408,378	13%
Medical Bridges Company	Revenue	% of Total revenue
Home medical services Activity	915,491	0.2%
MUASHRAT ALAISIJABA company	Revenue	% of Total revenue
Communications and information technology Activity	1,219,715	0.3%
Other and settlements	Revenue	% of Total revenue
Exclusion of inter-segment revenue	(8,319,178)	(2%)
Total	427,495,117	100%

Information related to the company Financial Instruments and Risk Control Management.

The Group is exposed through its activities to various financial risks, which are: market risk (which includes foreign exchange risk, price risk, interest rate risk for cash flows and fair value), credit risk and liquidity risk. Management assesses risks for each of these risks. The risk management program generally focuses on the unpredictability of financial market conditions and aims to limit the potential negative effects of these risks on the group's financial performance.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The Company is exposed to two types of risk: interest rate risk, and foreign currency risk. Financial instruments affected by market risk include short term loans and payables denominated in foreign currency. There were no changes in these circumstances from the previous year.

Foreign exchange risk

The company does not face any significant exposure to foreign currency risk as the majority of its transactions are in Saudi Riyals.

Interest price risk

Financial instruments are exposed to the risk of changes in value as a result of changes in commission rates for their financial assets and liabilities with variable commission rates. Actual commission rates and periods during which financial assets and liabilities are re-priced or matured have been referred to in the related notes.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's short-term loans have a short tenure and carry a floating rate of interest and is carried at amortized cost. Accordingly, management believes that the Company is not subject to any significant interest rate risk because it is a practice of the Company to settle all short-term debt obligations at the time of maturity which is generally one months.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before zakat is affected through the impact on floating rate borrowings, as follows:

	45 basis points increase	45 basis points decrease
2022	1,193,650	(1,193,650)
2021	675,176	(675,176)

Fair value risk

The fair value of financial instruments traded in active markets is based on the published market prices on the consolidated statement of financial position date. The market is considered an active market if the declared prices are regularly available from financial markets, agents, brokers, industry associations, pricing service companies or regulatory bodies, as these prices represent actual and regularly repeated transactions in the market concluded on a purely commercial basis. The quoted market prices used for the financial assets owned by the Company are the current asking prices. These tools are included under the first level.

The fair value of financial instruments that are not traded in an active market is based on valuation techniques. These methods make maximum use of available observable market data and rely on the least possible estimates made by the entity. If all the significant data required to measure the fair value of the instruments are observable data, then these instruments are included in the second level, and if one or more of the significant data is not based on observable market data, then the instruments are included in the third level.

The following are the different evaluation levels:

Level 1: Market prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Data other than the published prices included within Level 1 that are observable in relation to the asset or liability, whether direct (which is the price) or indirect (which is derived from the price).

Level 3: valuation techniques for which all inputs used have a significant effect on the recorded fair value but are not based on observable market data (that is, the unobservable inputs).

The following are the different levels of evaluation:

1. **Level 1:** market prices (unadjusted) prevailing in active markets for identical assets or liabilities.
2. **Level 2:** the data other than the quoted prices included in the first level that are noticeable with regard to assets or liabilities, whether direct (which is prices) or indirect (which is derived from prices).
3. **Level 3:** Valuation techniques in which all the inputs used have a significant effect on the recorded fair value but are not based on observable market information (that is, unobservable inputs).

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables, other current financial assets and related parties' balances) and from its financing activities, including balances with banks.

Trade receivables

The average credit period granted is 90 days. No interest is charged on outstanding trade receivables.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for grouping of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets.

Liquidity risk and going concern

It is the risk that the group will encounter difficulties in obtaining funds to meet the liabilities associated with financial instruments. Liquidity is managed by regularly checking that it is available in sufficient amounts to meet any future liabilities.

Liquidity risk management is carried out by maintaining sufficient cash and marketable securities, providing financing through an adequate amount of binding credit facilities, and the ability to liquidate market positions. Given the nature of the group's business, the group aims to maintain the flexibility of the financing process by providing committing credit channels.

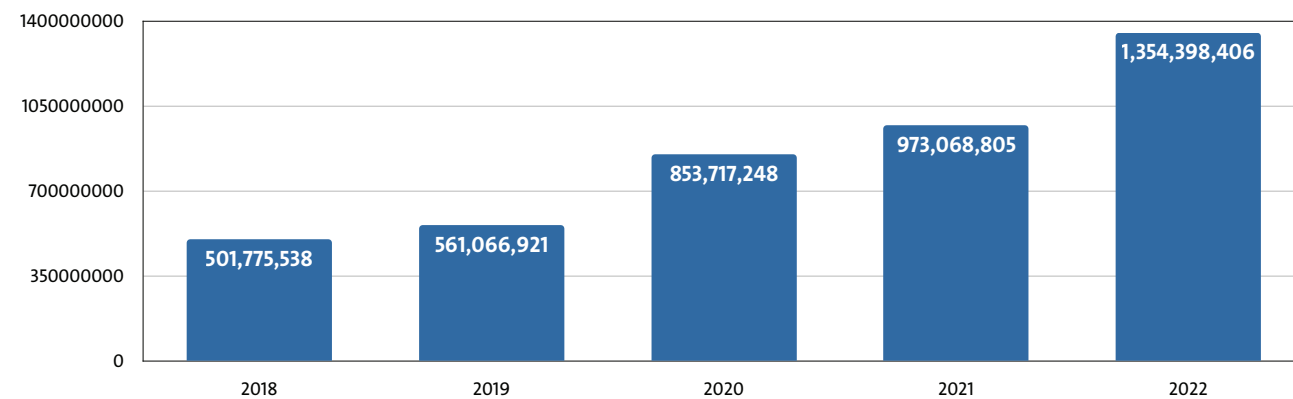


BATIC Financial Information

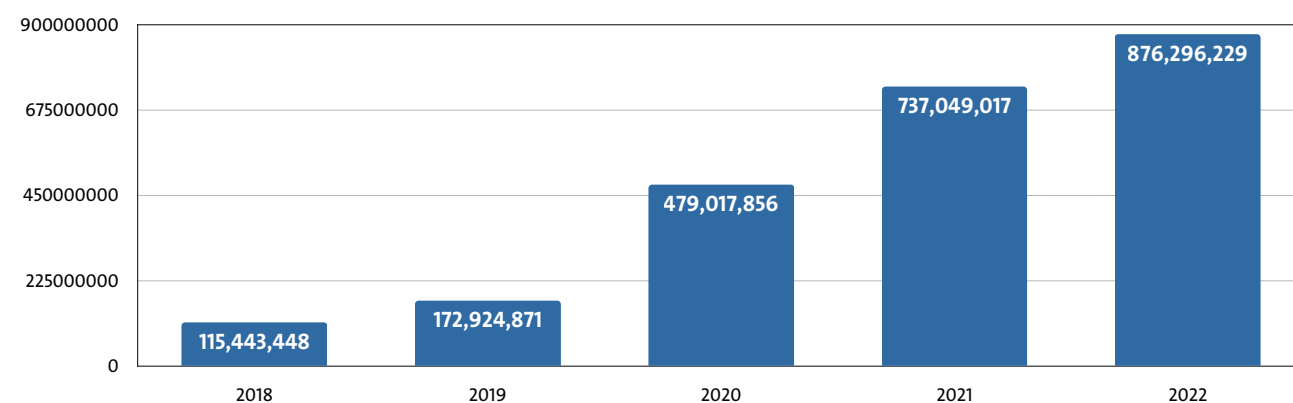
The company's assets, liabilities and business results for the last five Fiscal years

SN	Item	2022	2021	2020	2019	2018
1	Current assets	320,031,786	276,332,317	294,220,861	258,360,606	220,235,396
2	Other long-term assets	873,330,876	524,414,654	361,330,746	133,466,881	90,384,504
3	Fixed assets	161,035,744	172,321,834	198,165,641	169,239,434	191,155,638
4	Total Assets (1+2+3)	1,354,398,406	973,068,805	853,717,248	561,066,921	501,775,538
5	Current liabilities	183,075,688	281,587,779	139,043,198	98,719,821	73,243,716
6	Other liabilities	693,220,541	455,461,238	339,974,658	74,205,050	42,199,732
7	Total Liabilities (5+6)	876,296,229	737,049,017	479,017,856	172,924,871	115,443,448
8	capital	600,000,000	300,000,000	300,000,000	300,000,000	300,000,000
9	Statutory reserve	48,996,657	48,996,657	48,996,657	48,996,657	48,306,663
10	Retained earnings / (Accumulated losses)	(32,224,600)	3,788,049	13,437,313	25,066,150	18,856,202
11	Remeasurement Profit/ (losses) on employees benefits	(7,689,152)	(4,204,758)	(3,152,209)	(464,952)	3,840,377
12	Business combination reserve	(143,926,868)	(122,747,412)	-	-	-
13	Shareholders Equity (8 + 9 + 10 + 11 + 12)	465,156,037	225,832,536	359,281,761	373,597,855	371,003,242
14	Non-controlling interest	12,946,140	10,187,252	15,417,631	14,544,195	15,328,848
15	Total liabilities and equity (7 + 13 + 14)	1,354,398,406	973,068,805	853,717,248	561,066,921	501,775,538

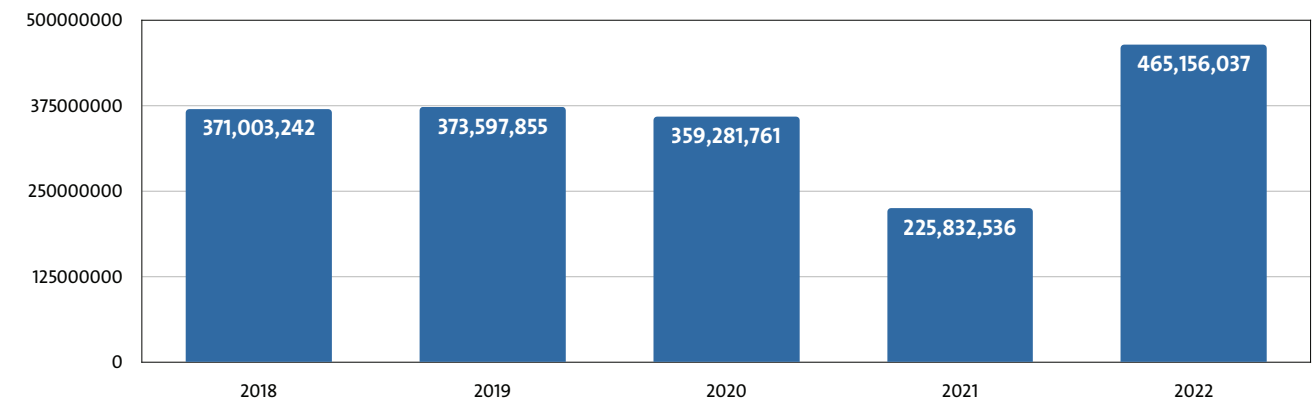
Total Assets



Total Liabilities



Shareholders Equity

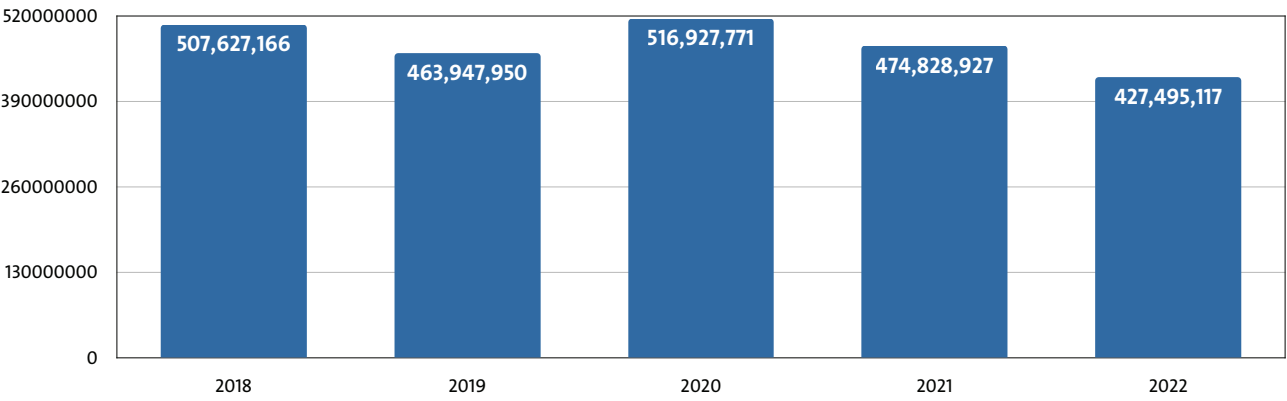


Company's financial results Comparison for the last five years

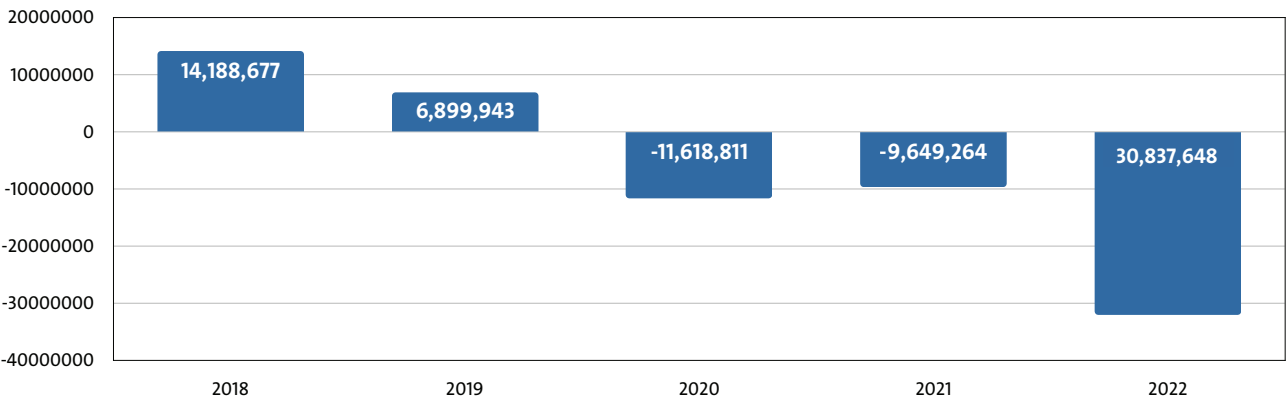
SN	Item	2022	2021	2020	2019	2018
1	Revenues	427,495,117	474,828,927	516,927,771	463,947,950	507,627,166
2	Cost of revenue	(384,340,887)	(426,418,478)	(456,571,140)	(403,826,535)	(430,064,102)
3	Gross profit	43,154,230	48,410,449	60,356,631	60,121,415	77,563,064
4	General and administrative expenses	(47,108,055)	(51,357,336)	(44,651,379)	(43,874,672)	(50,470,575)
5	Provision) /reverse of impairment) of financial assets	(15,660,000)	1,606,180	(5,372,334)	(2,330,452)	(17,751,476)
6	Profit /(Loss) from operations	(19,613,825)	(1,340,707)	10,332,918	13,916,291	9,341,013
7	Finance charge, net	(12,682,818)	(10,588,845)	(4,695,531)	(2,476,697)	(649,299)
8	Other income (loss) , net	5,127,694	1,289,967	(9,584,153)	(88,078)	12,435,117
9	Zakat	(4,782,397)	(6,426,404)	(6,265,582)	(4,507,555)	(5,440,260)
10	Net (loss)/ profit before controlling interests	(31,951,346)	(17,065,989)	(10,212,348)	6,843,961	15,686,571
11	Non-controlling interests	(1,113,698)	(7,416,725)	1,406,463	(55,982)	1,497,894
12	Net (loss) profit	(30,837,648)	(9,649,264)	(11,618,811)	6,899,943	14,188,677

Some comparative year figures have been reclassified to conform to the presentation of the financial statements for the current year.

Revenue



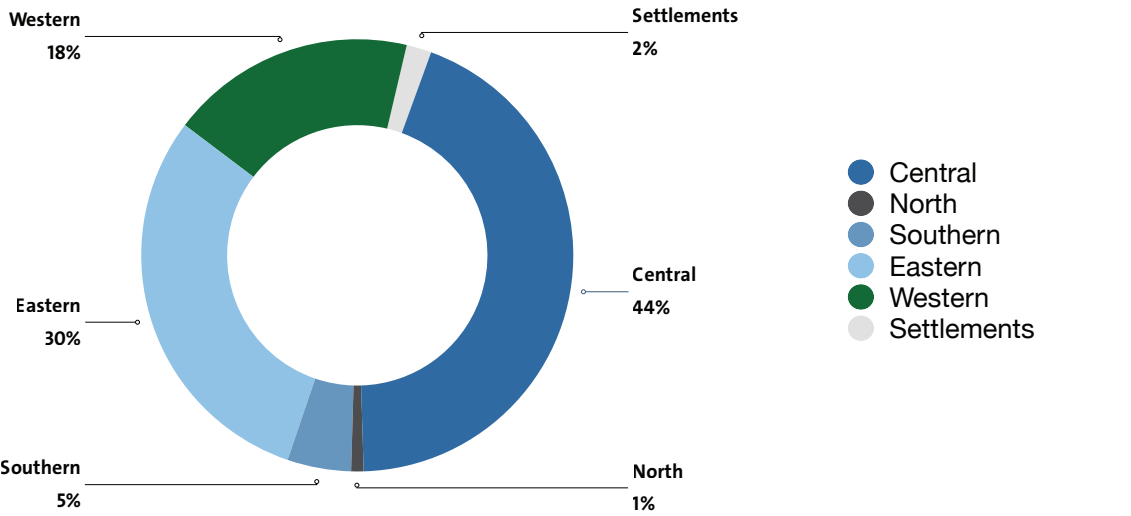
Net (loss) profit



Geographical analysis of the Group revenues

Company	Sectors	Region	2022	2021
Subsidiary (Mubarrad)	-Transportation	Central	45,106,800	30,725,347
		Eastern	25,235,212	19,115,180
		Western	20,404,369	18,262,097
Subsidiary (ABEEN Medical and its subsidiary, Medical Bridges)	-Medical equipment supply -Home medical services	Central	915,491	874,956
Subsidiary (AMNCO and its subsidiary AMNCO FM)	-Security Guards - ATM feeding - Cash in Transit - Facility Management	Central	145,391,720	170,986,595
		North	4,104,428	13,686,889
		Southern	21,199,897	31,460,802
		Eastern	51,898,705	50,276,553
		Western	61,265,019	104,199,220
Subsidiary (Smart City Solutions)	Smart parking	Eastern	56,408,378	41,116,182
Subsidiary (BATIC Real Estate)	Real Estate Investment	Central	3,884,276	3,936,244
Other settlements			(8,319,178)	(9,811,138)
Total			427.495.117	474,828,927

Revenue Geographical analysis



Highlights of the Group's operating results and Substantial differences in 2022 Compared to 2021:

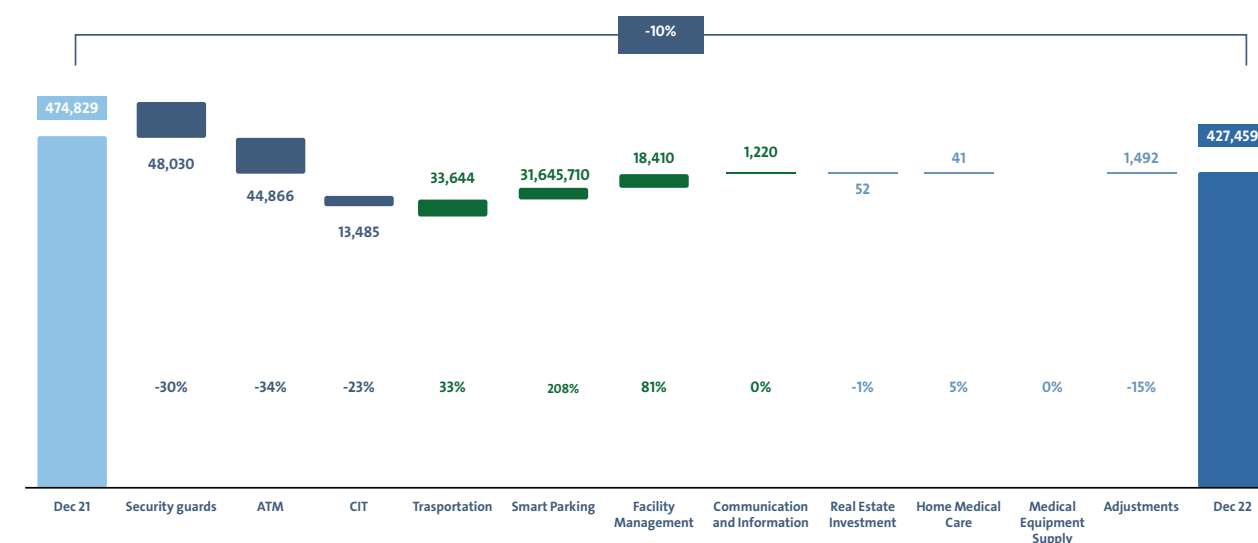
Description	2022	2021
Revenues	427,495,117	474,828,927
تكلفة الإيرادات	(384,340,887)	(426,418,478)
Gross profit	43,154,230	48,410,449
General and administrative expenses	(47,108,055)	(51,357,336)
(Provision) /reverse of impairment of financial assets	(15,660,000)	1,606,180
Loss from operations	(19,613,825)	(1,340,707)
(Loss)/gain on sale of property and equipment	(883,382)	607,534
Finance charge, net	(12,682,818)	(10,588,845)
Dividend income	150,000	150,000
Unrealized gain from investments measured at FVPL	1,553,209	930,023
Other income, net	4,307,867	(397,590)
Net (loss) before zakat	(27,168,949)	(10,639,585)
Zakat	(4,782,397)	(6,426,404)
Attributable to	(31,951,346)	(17,065,989)
Equity holders of the parent		
مساهمي الشركة	(30,837,648)	(9,649,264)
Non-controlling interest	(1,113,698)	(7,416,725)
Basic and diluted loss per share from net loss attributable to the shareholders of the parent	(0.52)	(0.32)

- Some comparative year figures have been reclassified to conform to the presentation of the financial statements for the current year. Material differences in the financial results for the year 2022 compared to the previous year 2021

The reason for the increase (Decrease) in the net Profit for through this year compared to the previous year to:

- The decrease in gross profit by 11%, as the total profit during the current year amounted to 43.2 million riyals, compared to a total profit of 48.4 million riyals during the previous year, mainly due to the decrease in operating income during the current year by 10% compared to the previous year.
- The increase in the operating loss during the current year by 1,363% compared to the previous year, mainly due to the current year's inclusion of expected credit losses expenses in the amount of 15.7 million riyals compared to reversing the provision for expected credit losses with a net amount of 1.6 million riyals during the previous year
- The increase in financing expenses during the current year by 20% compared to the previous year due to the increase in interest expenses on the commitment of lease contracts and the service concession agreement by 42%. This was offset by a decrease of 18% in financing costs related to credit facilities.

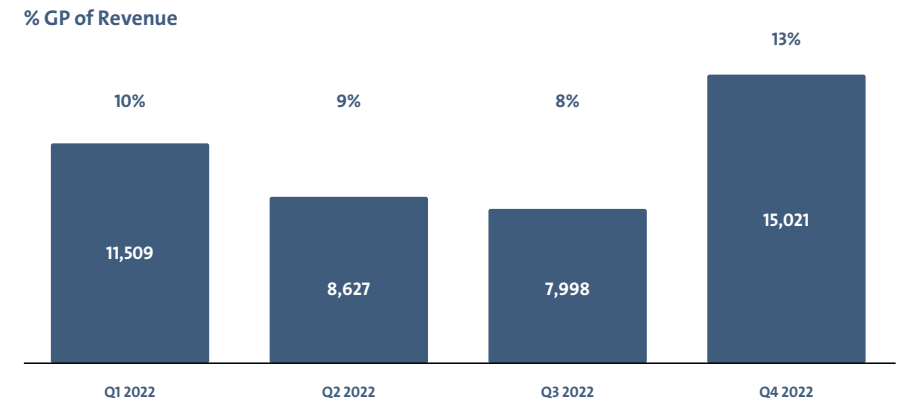
The change in revenues during the year 2022 compared to the year 2021:



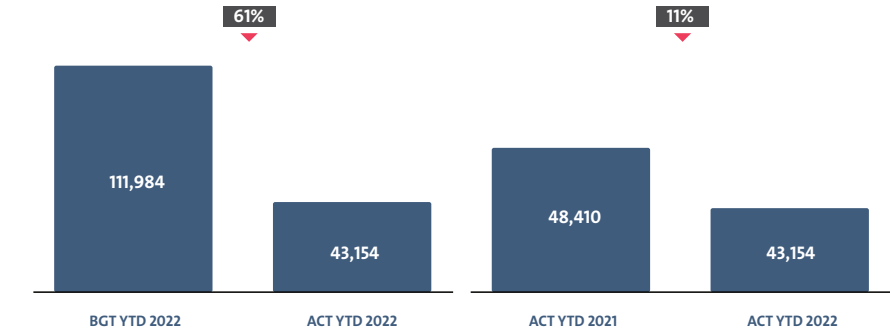
Change in gross profit by operating sectors for the year 2022 compared to 2021:



Gross profit analysis during the year 2022 on a quarterly level:



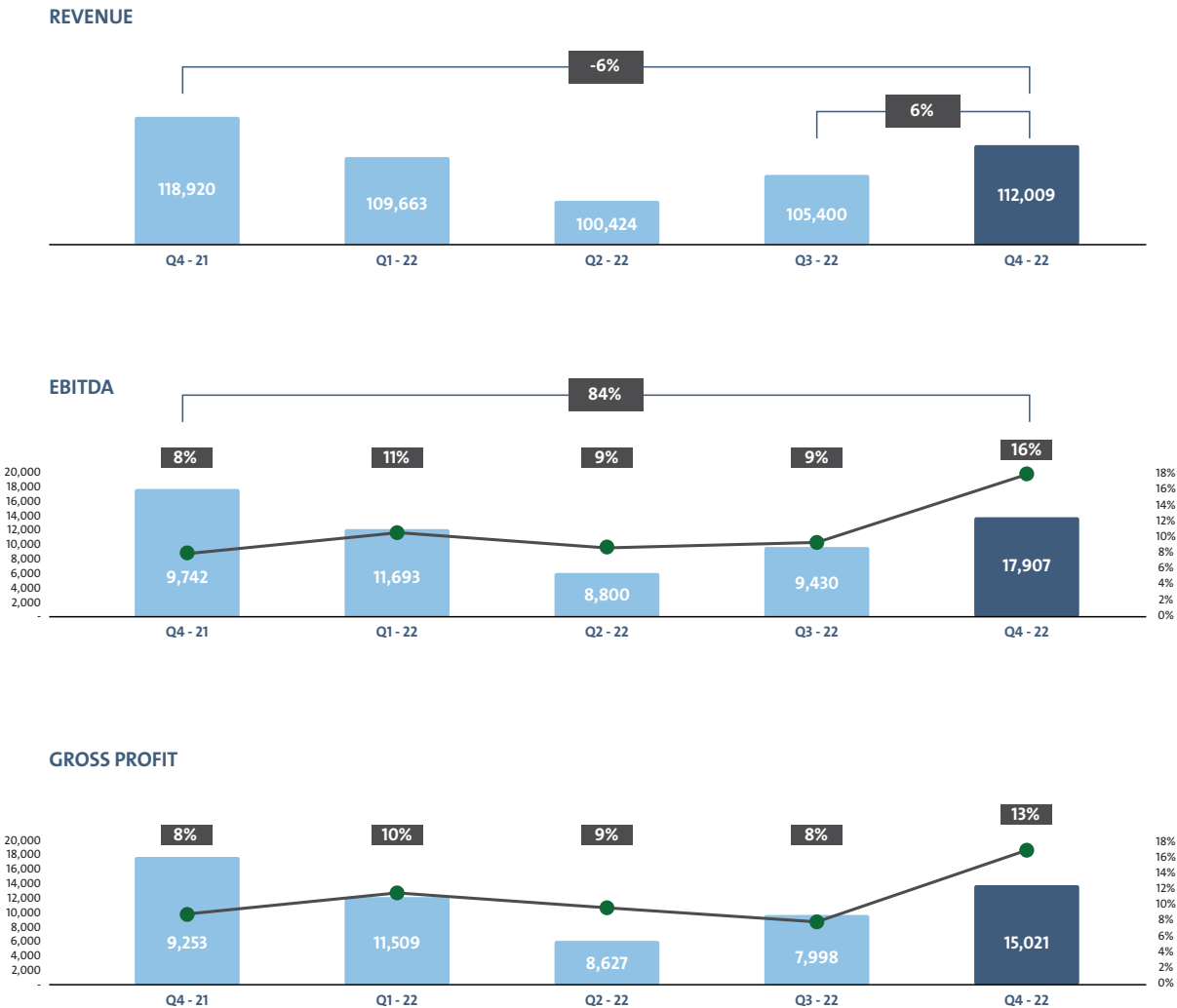
Comparison of the total quarter for the year 2022 compared to the previous year 2021 and the budget for the year 2022



Income statement analyzes for the year 2022 AD compared to the previous year 2021 and the budget for the year 2022 AD:



Comparison of results from the fourth quarter of 2021 to the fourth quarter of 2022:



Clarification of any difference from the accounting standards approved by the Saudi Organization for Certified Public Accountants

There is no difference as the consolidated financial statements have been prepared in accordance with International Financial Reporting Standards approved in the Kingdom of Saudi Arabia and other standards and versions approved by the Saudi Organization for Certified Public Accountants.

Dividends distributed during 2022

BATIC Investment and Logistics Company did not distribute dividends during the year 2022 to shareholders

Information related to any loans on the company (whether due on demand or otherwise), a statement of the total indebtedness of the company and its subsidiaries, any amounts paid by the company in repayment of loans during the year, the amount of the principal, the name of the grantee, its duration, and the remaining amount, and in the absence of loans on The company must submit an acknowledgment of this.

Short term loans

	Effective Interest % rate	Maturity	2022	2021
SR 10 million	SIBOR + Fixed rate	March 2022 24	-	570,165
* SR 20 million	SIBOR + Fixed rate	April 2022 3	-	6,000,000
SR 140 million	SIBOR + Fixed rate	January 2022 13	-	140,000,000
Total			-	146,570,165

The Group has obtained facility agreement under Tawarruq from local banks for financing the Group's working capital requirements. The loans are secured by mortgage, promissory notes and guarantee from the Parent company.

As of 31 December 2022, the Group has obtained total facilities amounting to SR 66.7 million (2021: SR 295 million) and utilized SR 14.8 million as letters of guarantees (2021: SR 146.6 million).

* The facility is guaranteed by real estate mortgage of the Group's land in Al-Kharj road, Riyadh .

The following is the movement of short-term loans:

Short-term loan movement	As on December 31, 2022
Balance at the beginning of the year	146,570,165
Drawdown during the year	-
Repayment during the year	(146.570.165)
Balance at the end of the year	-

long term loans

The Group has obtained facilities from local banks in the form of short-term loans, long term project financing, letters of credit and letters of guarantee. The following table summarizes details and outstanding balances of the Groups facilities:

Bank	Entity	Currency	Maturity	2022	2021
Local bank *	Batic	SR	30 June 2024	17,000,000	23,800,000
Local bank	Smart cities	SR	7 years	55,306,060	67,795,717
Local bank	Mubarrad	SR	11 November 2025	7,740,422	10,781,604
Local bank	Mubarrad	SR	17 March 2025	11,959,318	16,308,161
Local bank **	Batic Real Estate	SR	9 May 2025	100,000,000	-
Total				192,005,800	118,685,482
Less: Current portion of long-term loans				(28,016,540)	(27,749,168)
Long-term loans				163,989,260	90,936,314

* The loan is secured by a real estate mortgage with a net book value of SR 34.7 million (2021: SR 32.5 million), a promissory note amounting to SR 34 million signed by AMNCO, and a legal assignment of rental proceeds from AMNCO, and an insurance policy in which the bank is the first beneficiary.

** The credit facility agreement is guaranteed by promissory note, and a real estate mortgage with a net book value of SR 140.8 million (2021: nil).

These loans carry expenses ranging from 3% to 8% (1202 : 2% to 5,3%).

As of 31 December 2022, the Group has obtained total facilities amounting to SR 337.5 million (2021: SR 147.5 million) and utilized SR 238.8 million (2021: SR 137.5 million).

The following is the movement of short and long term loans: -

The movement of short and long-term loans	As on December 31, 2022
Balance at the beginning of the year	265,255,647
Drawdown during the year	101,336,857
Repayment during the year	(174,586,704)
Balance at the end of the year	192,005,800
Total non-current	163,989,260
Total current	28,016,540

The following is the loan maturity schedule:

For one year	28,016,540
From one year to two years	31,416,541
From two years to 5 years	132,572,719

The following is a statement on the regulatory amounts recorded as expenses (whether paid or outstanding statutory payment) along with brief descriptions and reasons.

- a. Zakat:
- b. Social insurance (Gosi):

The following table shows the regulatory amounts made and due for the year 2022 compared to 2021

company	Statement	2022	2021
BATIC	Zakat paid	816,365	-
	Zakat due	-	816,365
	VAT Paid	260,735	467,133
	VAT Due	(69,194)	(18,011)
	Social insurance (Gosi) Paid	716,981	391,615
	Social insurance (Gosi) Due	66,338	44,496
	Visa, Iqama and Government Fees	35,580	14,500
	labor office Paid fees	59,500	52,109
Subsidiary (BATIC Real Estate)	Zakat paid	-	(3,562)
	Zakat due	3,699	3.699
	VAT Paid	60,122	-
	VAT Due	493,079	-
	Social insurance (Gosi) Paid	46,745	-
	Social insurance (Gosi) Due	9,979	-

Subsidiary (MUBARRAD)	Zakat paid	735,220	674,209
	Zakat due	935,446	1,159,326
	VAT Paid	6,330,860	4,470,730
	VAT Due	(427,746)	496,946
	Social insurance (Gosi) Paid	1,696,960	1,150,021
	Social insurance (Gosi) Due	154,182	126,042
	Visa, Iqama and Government Fees	454,117	352,998
	labor office Paid fees	2,999,550	2,010,291
Subsidiary (ABEEN Medical and its subsidiary, Medical Bridges)	Zakat paid	-	430,921
	Zakat due	37,069	48.39
	VAT Paid	-	(44,495)
	VAT Due	-	17,697
	Social insurance (Gosi) Paid	428,811	214,113
	Social insurance (Gosi) Due	222	29,820
	Visa, Iqama and Government Fees	108.732	114,089
	labor office Paid fees	85.000	17,050
Subsidiary (AMNCO and its subsidiaries AMNCO FM and MUASHRAT ALAISIJABA)	Zakat paid	5,027,969	4,745,557
	Zakat due	4,069,573	4,873,554
	VAT Paid	37,466,203	44,171,094
	VAT Due	3,994,700	4,121,906
	Social insurance (Gosi) Paid	17,572,665	23,923,858
	Social insurance (Gosi) Due	1,341,681	1,786,416
	Visa, Iqama and Government Fees	1,133,530	463,341
	labor office Paid fees	5,108,968	2,892,770
Subsidiary (Smart City Solutions)	Zakat paid	-	40,532
	Zakat due	48,003	86
	VAT Paid	(5,774,122)	227,773
	VAT Due	1,106,237	(2,504,842)
	Social insurance (Gosi) Paid	897,559	561,633
	Social insurance (Gosi) Due	76,328	3,167
	Visa, Iqama and Government Fees	143,641	43,152
	labor office Paid fees	570,627	172,609

Chart for Social Insurance and Zakat Paid (BATIC Company)

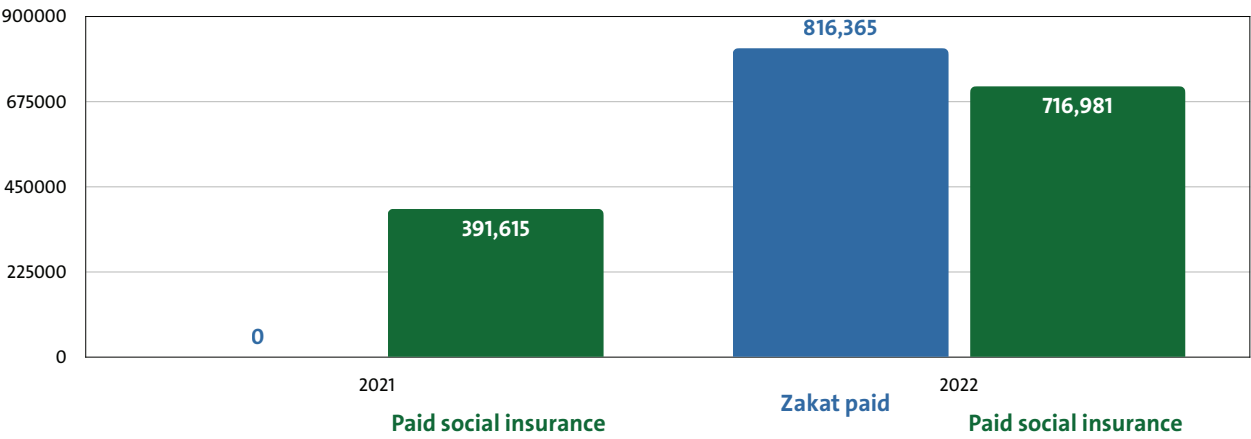


Chart for Social Insurance and Zakat Paid (Subsidiary company AMNCO and its subsidiaries AMNCO facilities and MUASHRAT ALAISIJABA)

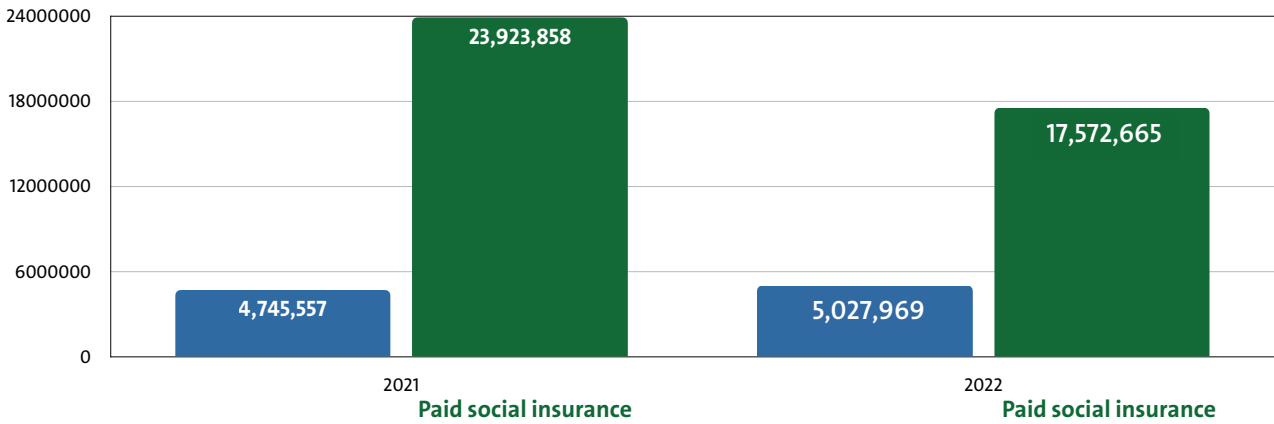


Chart for Social Insurance and Zakat Paid (BATIC Real Estate subsidiary)

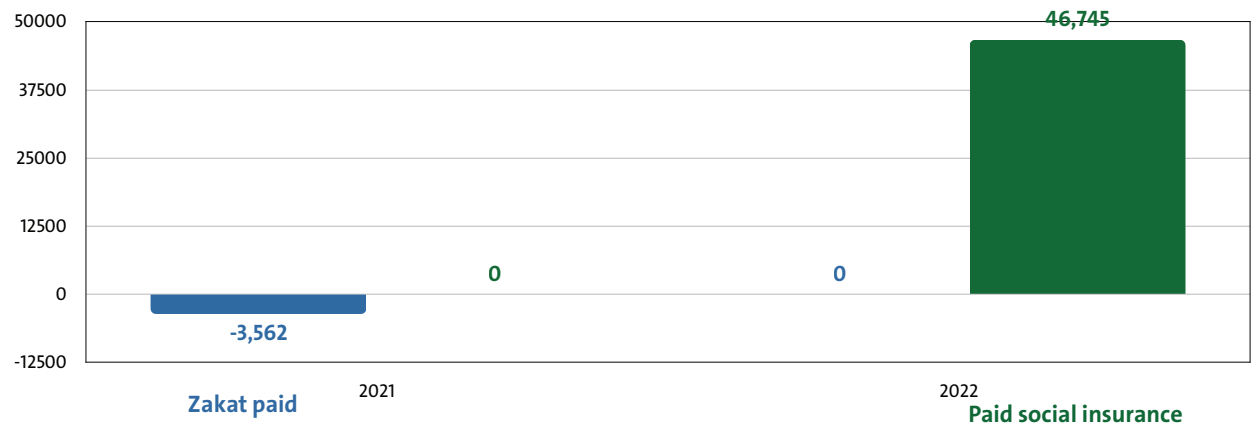


Chart for Social Insurance and Zakat Paid (Subsidiary company ABEEN Medical and its subsidiary Medical Bridges)

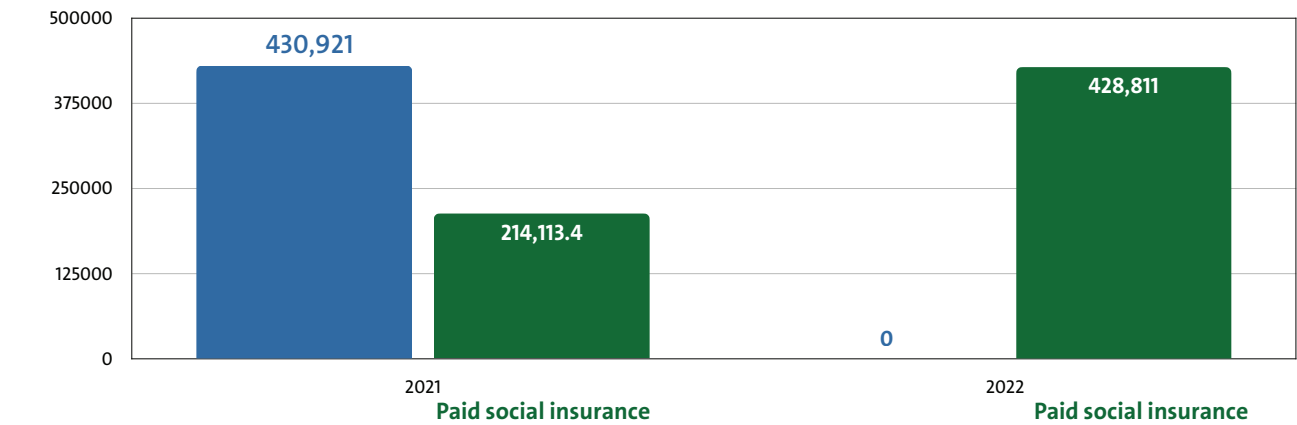


Chart for Social Insurance and Zakat Paid (Subsidiary MUBARRAD)

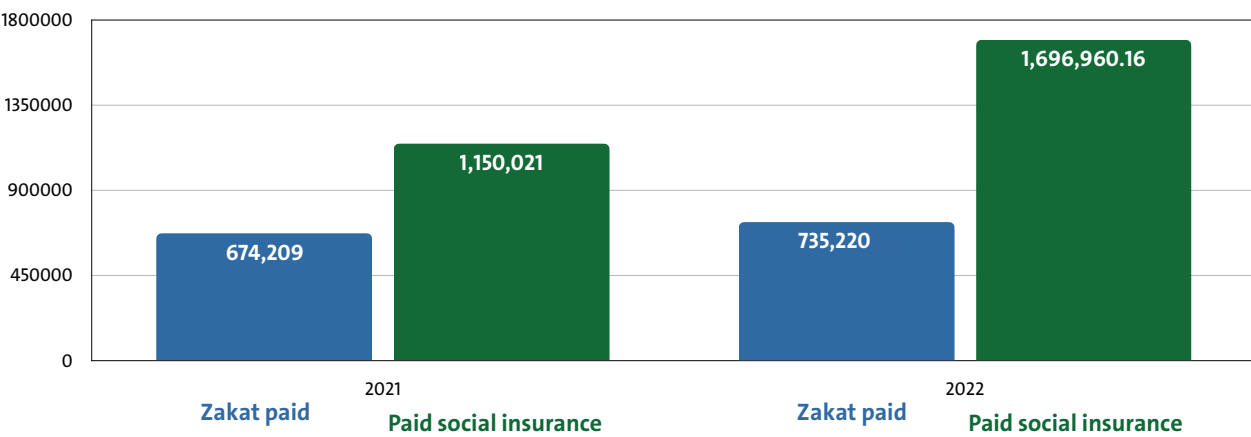
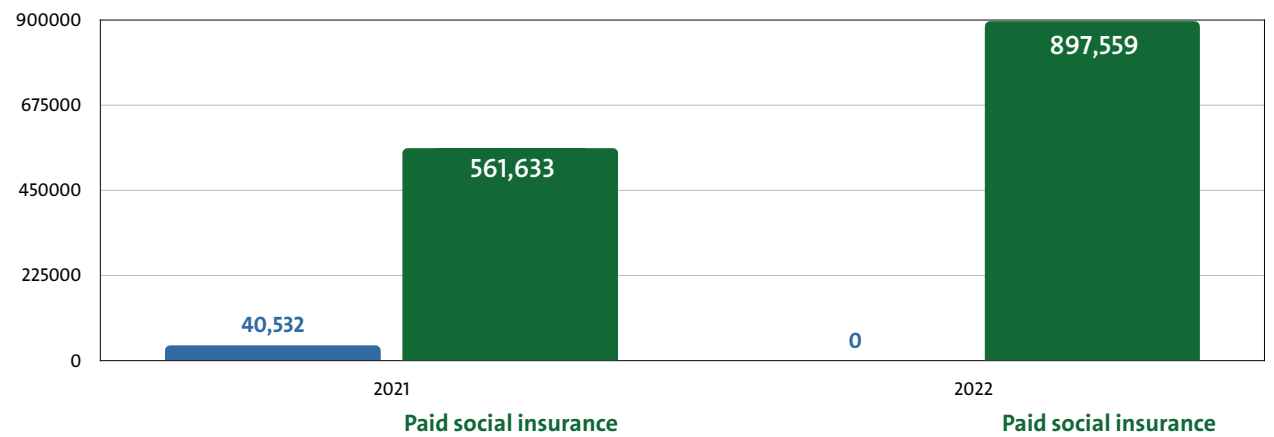


Chart for Social Insurance and Zakat Paid (Smart Cities Solutions Company)



The following is transaction related to any business or contracts with related parties It has benefits for one of the company's board of directors or its senior executives or any related person to them Include names of those related parties, the nature of these works or contracts, conditions, duration and amount:

SN	The nature of works or contract	The related parties	Amount of works or contract	Duration of works or contract	Terms of works or contract	Member name
1	Administrative office rental	Family investment company	151,250	One year	There are no advantages or preferential terms in this deal.	Mr. Ahmed Al-Sanea
2	Administrative office rental	Jazan Energy and Development Company	131,890	One year	There are no advantages or preferential terms in this deal.	Mr. Sultan Al-Mubarak, Mr. Firas Al-Bawardi, Eng. Majid Al-Eisi
3	3- BATIC Investment and Logistics Company announced that it had signed, on Thursday 13/2022/01/, a purchase agreement for all the shares owned by Smart Solutions Company Ltd. in the capital of Smart Cities Solutions Company for Communications and Information Technology, which represents 4% of Smart Cities Solutions Company for Communications and Information Technology Shares, for an amount of 12,000,000 riyals, and the Chairman of the Board of Directors, Mr. Ahmed Al-Sanea, and the member of the Board of Directors , Mr. Firas Al-Bawardi, are considered related parties, because they have an indirect interest in the deal.					
4	BATIC Investment and Logistics Company announced that on May 15, 2022 it had signed a purchase agreement for all the shares owned by Al-Walid bin Khalid Al-Muqbel in the capital of the Smart Cities Solutions Company for Communications and Information Technology, at a value of 7,800,000 riyals.					

BATIC Company's declarations

The company's declarations include the following :

- That the account records have been properly prepared.
- The internal control system was prepared on sound foundations and implemented effectively.
- There is no doubt about the company's ability to continue its activities.

Also declarations the following:

- There are no negotiable shares or debt instruments issued by the subsidiaries.
- The company did not issue or grant any convertible debt instruments, any contractual securities, subscription right notes or similar rights during the fiscal year.

Are there any debt instruments convertible into shares, or any option rights, subscription right notes, or similar rights issued or granted by the company during the year 2022 ?

- The company did not issue or grant any transfer or subscription rights under convertible debt instruments, contractual securities, subscription right notes or similar rights.

Are there any debt instruments convertible into shares, or any option rights, subscription right notes, or similar rights issued or granted by the company during 2022 ?

- The company and its subsidiaries have not made any recovery, purchase or cancellation of any recoverable debt instruments.

There are no refunds, purchases or cancellations on the part of the Company for any redeemable debt instruments

- According to the information available to the company, there are no substantial works or deals concluded by the company with related parties in violation of the provisions of the Companies Law, the Capital Market Law, and the regulations of the Executive Authority. The chief executive officer, the financial director, or any person related to any of them.
- None of the members of the Board of Committees or senior executives in the company made any waiver of any salary or compensation except for what is indicated in the statement of remuneration for members of the Board of Committees.
- None of the company's shareholders have waived any rights to the profits.
- There are no investments or reserves created for the benefit of the company's employees
- The chartered accountant's report did not include any reservations on the annual financial statements
- There are no treasury shares held by the company.
- There are no businesses that compete with the company or any of the branches of the activity it is engaged in and which any member of the Board of Directors is or was engaged in.



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