

# Board report for Ash-sharqiyah Development Company

for Performance and results of the company for the financial year 2020

### **The Directors Board**

Ali Yehya Al Jafary Bander Mohammed Al Mahmoud

The Chirman Deputy Chairman of the Board

( Adjective ) ( Non Executive )

Mansoor AL Ghamdy Mohammed Al Hujailan

Member of Directors board Member of Directors board

( Adjective ) ( Executive )

**Fares Al Fares** 

**Member of Directors board** 

( Adjective )

Dear shareholders of A Sha-Sharqiyah Development Company, may God protect you

First of all, the board of directors of A Sha-Sharqiyah Development Company is pleased to extend its sincere thanks and appreciation to all the company's shareholders who have always stood with the company and have been a true support and support for the company's board of directors in all circumstances and stages, for they have all our respect and appreciation

We are also pleased to submit the annual report of the Board of Directors for the fiscal year ending on 31/12/2020, which is supervised by A Sha-Sharqiya Development Board, where we present it to your esteemed association for discussion and approval of its contents where we review with you through this report the company's operational and financial performance and an analytical summary It includes the reasons for the continued deterioration of the operating conditions of the company's activities, which had a severe impact on the continuation of losses for this year as well. We also offer you, through this report, effective solutions to stop the torrent of losses and move to the stage of operation and achieve profits, which the company's management has always sought to reach. This report also accompanies the company's final accounts audited by the company's legal auditor and the accompanying clarifications for the fiscal year 2020

With sincere greetings from

the company's directors board

### An overview of the company's general position :

It is not secret to anyone what Ash-Sharqiyah Development Company is going through in terms of financial failure resulting from the continued halting of its operational works, which resulted in the failure to achieve any operational revenues for a period of nearly three years, which had a significant and clear negative impact on all levels related to the company, but despite the failure, The company's board attempted to complete the capital-raising deal by acquiring operational real estate, but hope was renewed by the issuance of the Ministry of Environment, Water and Agriculture's decision at the beginning of this year, which was approved by the High Authority, to own the company an area of (72,178,700) square meters, as the company's executive management began to follow up the procedures The issuance of the ownership deed based on the decision issued, but for reasons beyond the control of the company, which is related to the global crisis caused by the Covid-19 epidemic, which forced our rational government to take precautionary and preventive measures to confront the virus, which stopped working in government departments for several months and after the return of work, management began The executive company follows up the procedures for issuing the instrument again, as the land file is transferred between the notary and the Ministry of Environment, Water and Agriculture to settle the matter in a state. The energy sector, and what we emphasize is that the company's executive management has never hesitated to follow the matter and will continue to follow it until a deed is issued to acquire the land, with the help of God.

### First: Evaluating the current status of the company:

This step is considered one of the most important steps, as a complete and comprehensive study of the company's situation is conducted from all sides, as a proper diagnosis of the company's financial, administrative and operational status is the first step for the company to rise on the ladder of

success with the help and strength of God, so that the company's board of directors can then form an executive management capable of Overcoming obstacles and raising the level of performance, as the operations within the company are closely examined to decide to develop appropriate measures that can be taken later. It can be summarized as follows:

- A The new board of directors of the company has been persistent in finding new investment opportunities that have good economic feasibility and generate income, and this is evident through the development of a long-term strategic operating plan that can be implemented, taking into account the capabilities and capabilities of the company.
- B The scarcity of liquidity and the lack of sources of financing are one of the most important obstacles facing the company's management in implementing its operational plans. Therefore, the Eastern Development Board is striving to provide sources to finance its strategic plan projects, as the company's board of directors approved in the last days of the fiscal year 2020 to raise the company's capital. This will be detailed in detail later.
- C- Within the framework of the company's board of directors's direction to diversify the sources of operating income so that it is able to provide sufficient liquidity to maintain the company's financial and legal stability and stability, the company's board of directors will seek to enter into the available opportunities after studying its economic models in a way that creates a financial balance.
- E Based on the financial falter that the company faced during the past periods and due to the cessation of operations, which prompted the company's board of directors to take a difficult decision based on dispensing with most of the company's employees

  In order to reduce the volume of monthly expenditures and expenses, the company's board of directors believes in the necessity of re-appointing new employees and restructuring the administrative system by re-

establishing an integrated human resources department that keeps pace with the development and operational development of the company and supervises the completion of all administrative and technical work through qualified and trained work teams in a timely manner. Appropriate during the period of implementation and operation of the proposed projects.

### Second: Improving the company's general position:

-The new board of directors of the company, which assumed its duties on 07/20/2020 AD, resumed the attempts that the previous board had started to improve the general situation of the company at all levels. A long-term strategic operating plan and drawing a roadmap for the mechanism of its implementation, in order to search for financing solutions that enable the company's management to exploit it in the implementation of its operational plan.

The start of the process of issuing licenses for development projects in preparation for the implementation of the company's strategic plan upon obtaining the required funding, as the company announced on the Tadawul website on 12/24/2020 that it had obtained seven initial licenses.

- -The company's ownership of what has been revived from the government grant land provided since its inception is one of the most important priorities of the company's board of directors, because of its appropriate investment advantages that enable the company to reinvest and operate it by enhancing its fixed assets and the possibility of obtaining adequate financing for re-operation in addition to creating investment opportunities New ones that enable the company to diversify its sources of income and increase the availability of liquidity.
- -Starting the process of increasing the company's capital by issuing subscription shares in priority rights, as the company's board of directors agreed to increase the capital so that the number of

company's shares became 30,000,000 shares with a total value of (300,000,000) riyals instead of 7,500,000 riyals. Shares of (75,000,000) riyals.

- The size of the capital increase is 22,500,000 shares with a value of (225,000,000) riyals, and a financial advisor has been assigned to implement the capital increase process.

### 1 -A description of the main types of the existing main activities of the company

In view of the company's management stopping all existing operational activities, its current approach is to move forward in diversifying sources of income and implement its future operational plans, as the company's board of directors focuses most of its attention on implementing the most important projects of the company, which is considered the vital and basic development project of the company, which is an integrated poultry project with high technology and production capacity. The company's management will implement the project in phases in time and reach the maximum production capacity. The company has obtained the initial license for the project, in addition to the direction of the company's management to proceed with agricultural projects through advanced agricultural mechanisms and technologies such as agriculture through hydroponic and aquaponics. The company seeks to enter into the field of fish farming activities.

### 2-Describe future plans and risks

By studying the current situation of the company, the board of directors saw the necessity to make the most of the available resources and bring investments to the most profitable projects and expand them, taking into account the non-negative impact on natural and environmental resources, as well as trying to self-sufficiency in providing resources and production

inputs, as for the most important plans and decisions that the company operates Currently it is:

### **First: Living Earth Ownership:**

The Board of Directors, through its executive management and its various committees, By following up on the application for acquiring the revived area of the government grant land allocated to it according to Royal Order No. 4/1016 / M issued on 06/03/1406 AH located 17 km from the Al-Fadhili Triangle - Abu Hedriyah Dammam in Plan No. 1209 and the date of 2 / 9/1404 AH and based on the decision of the Ministry of Environment, Water and Agriculture issued on 01/01/2020 and approved by the High Authority, as this decision stipulates that the company owns an area of 72,178,700 square meters according to the dimensions and limits mentioned in the decision, based on the outputs of the modern survey that I supervised Its implementation by the Ministry of Environment, Water and Agriculture, as the company's management confirms that it has delivered to the ministry and all relevant authorities and departments all the requirements and documents required of them in order to obtain the ownership deed, and the procedures for issuing the instrument are still under implementation and vigorous follow-up by the board of directors.

### Second: prospective investment activities:

- 1- Exploiting large areas in the company's land after obtaining operational financing, as the company's board of directors had developed a financing plan based on more than one source to provide sufficient liquidity to implement its plan
- 2- Long-term operational and the most important of these sources is to raise the company's capital and obtain operational financing with this land guarantee, and the company's management will announce it in a timely manner.
- 3- A high-tech integrated poultry project. The project will be implemented in phases in accordance with a well-thought-out work plan by specialists and consultants.
- 4- Focusing on growing crops according to advanced agricultural methods, the most important of which may be hydroponics and aquaponics.

- 5- Establishing the agricultural marketing sector, by utilizing the company's expertise in this field.
- 6- In addition to studying a number of investment opportunities that the company's management is working on.

### **Third: Expected Risks:**

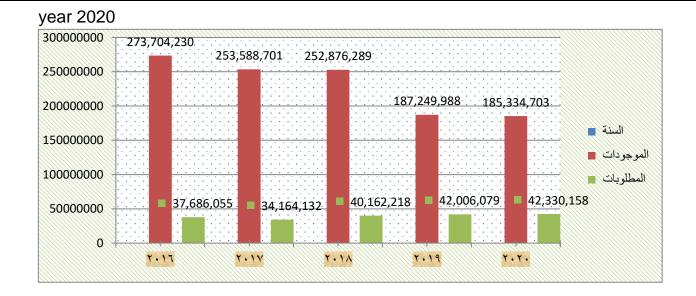
With regard to the risks that may face the company's activities and future plans, the company is exposed to operational, financial and other risks and challenges, as is the case for all companies operating in various fields, the most important of which is liquidity risk, as the company faces great obstacles to provide sufficient liquidity that enables it to continue its activity and move towards opening new investments and diversifying sources Its production, operation and fulfillment of the material or in-kind obligations arising from it, and this is what prompted the company to overcome this type of risk through the financing plan drawn up by the Board of Directors and based on raising the company's capital through the issuance of priority rights shares.

3- Analyzing the company's financial statements for the fiscal year 2020 With regard to the financial statements for the year ending on 31/12/2020, the following statement includes the most important data and comparisons between the results of the previous financial years and their comparison with the current year, which appear as follows:

The assets, liabilities and income results of the company's (2016-2020) business for the years

### First: Summary of the balance sheet

Before we list the balance sheet data, we hope that the following chart will show the most important differences and comparisons that occurred to the company's assets and liabilities for the last four fiscal years and compare them with the fiscal

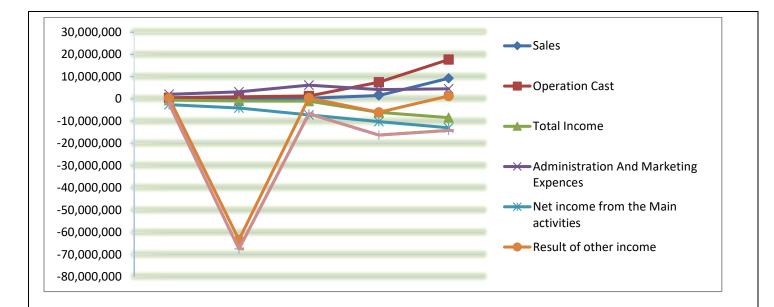


- A detailed statement of the company's assets and liabilities during the last four fiscal years and a comparison with 2020

2020	2019	2018	2017	2016	Description
211,310	1,469,600	2,166,379	886,781	3,167,632	Current assets
185,123,393	185,780,388	250,709,910	252,703,660	270,536,598	Non Current Assets
185,334,703	187,249,988	252,876,289	253,590,441	273,704,230	Total Assets
42,283,061	41,998,225	40,155,233	33,190.990	36,436,590	Current Liabilites
47,097	17,854	6,985	973,142	1,249,465	Non Current Liabilites
42,330,158	42,006,079	40,162,218	34,164,132	37,686,055	Total Liabilites

### Second: Analytical statement of income statements

Description	2020	2019	2018	2017	2016
Sales	0	0	338,027	1,514,239	9,271,801
Operation Cast	525,171	935,993	1,342,736	7,523,877	17,700,114
Total Income	-525,171	-935,993	-1,004,709	-6,009,638	-8,428,313
Administration And Marketing Expences	2,068,845	3,159,419	6,190,708	4,181,275	4,559,205
Net income from the Main activities	-2,594,016	-4,095,412	-7,195,417	-10,212,622	-12,987,518
Result of other income	390,156	-63,369,605	481,601	-6,045,467	1,328,731
Net Income	-2,222,121	-67,473,419	-6,713,816	-16,258,089	-14,135,023
Total comprehensive income for the year	-2,239,364	-67,470,162	-6,712,238	-16,258,089	-14,135,023

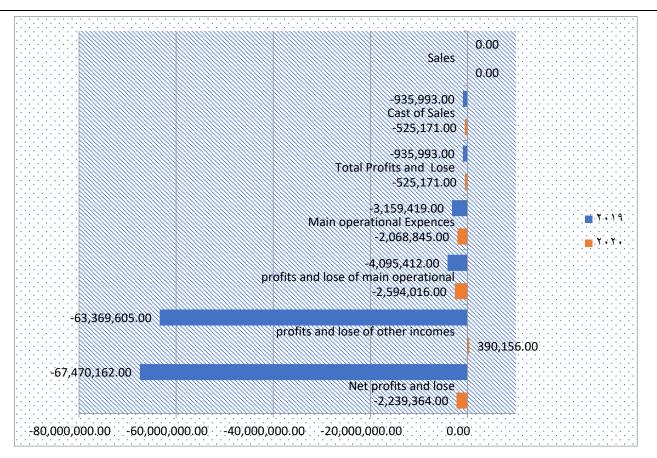


### - Geographical analysis of the company's total revenues

All the company's revenues are limited to local sales only (within the eastern region), and no revenues were generated from the company's core activity during the fiscal year 2020 outside the scope of the local market.

### - Summary of the company's income results 2019 - 2020

%	2020	2019	Description
0	0	0	Sales
44%	-525,171	-935,993	Cast Of Sales
44%	-525,171	-935,993	Total profits and lose
35%	-2,068,845	-3,159,419	Main operational expences
37%	-2,594,016	-4,095,412	Profits and Lose of operational work
99%	390,156	-63,369,605	Profits and lose from other incoms
96 %	-2,239,364	-67,470,162	Net Profits and loses



- The continued failure to achieve any operating revenues as an extension of the fiscal year 2019, as a result of the complete suspension of the company's operational activities and the absence of any liquidity sufficient to create new operational activities.
- 2. The cessation of operational activities resulted in a noticeable decrease in operating costs, which led to a clear reduction in operating losses, as the percentage of decrease in losses compared to last year's operating cost reached 44%.
- 3. Due to the company's management following a policy of austerity and intense rationing of administrative expenses and reducing the volume of spending as much as possible, this resulted in a significant decrease in the volume of administrative expenses compared to last year's expenses, where the rate of decrease reached 35%.
- 4. Losses resulting from other operations decreased by 99% as these losses were achieved in the fiscal year 2019 as a result of the decision of the Ministry of Environment, Water and Agriculture issued on 01/01/2020 and delivered to the company on 02/02/2020, which included the ownership of the company what its area is (72178700 square meters), which led to the necessity to exclude (29075300 square meters) from the total land area previously registered, as the excluded land

area was assessed at (63,369,605) Saudi riyals, and it was recorded in the financial year 2019 lists in line with the International Standard No. 10 - Events after the reporting period.

# 4- Matching the accounting standards used by the company with the international accounting standards IFRS:

There is no difference between the accounting standards used in the company and the international accounting standards, which began to be applied in the company as of January 2017, according to the directives of the Saudi Organization for Certified Public Accountants. As the company is still operating in accordance with international accounting standards until 12/31/2020.

### 5- Details of the shares and debt instruments of the subsidiaries

There are no subsidiaries of A Sha-Sharqiyah Company until December 31, 2020, and therefore there are no shares or debt instruments issued to any subsidiary company.

### 6- A description of the company's dividend policy

As stipulated in Article (43) of the company's articles of association, the net profits of the company are distributed as follows:

- (10%) of the net profits shall be set aside to form the statutory reserve of the company, and the Ordinary General Assembly may decide to stop this deduction when the said reserve reaches (30%) of the paid capital.
- The extraordinary general assembly based on the proposal of the board of directors to avoid a percentage (10%) of the net profits to form an agreement reserve.
- The Ordinary General Assembly, based on the proposal of the Board of Directors, may decide to disburse the agreement reserve for the benefit of the company or the shareholders.

- The Ordinary General Assembly may decide to create other reserves, to the extent that it serves the interest of the company or ensures that fixed profits are distributed as much as possible to the shareholders.
- Net profits are amounts for establishing social institutions for the company's employees or for assisting what may exist from these institutions.
- From the remainder after that, a percentage representing (5%) of the paid-up capital shall be distributed to the shareholders.
- Taking into account the provisions stipulated in Article (nineteen) of the articles of association and Article (seventy-six) of the Companies Law, after the above, a percentage (10%) of the remainder shall be allocated to the remuneration of the Board of Directors.
- Provided that the entitlement to this remuneration is proportional to the number of sessions that the member attends and according to the regulations issued by the competent authority in this regard.
- The rest is then distributed to the shareholders as an additional share
  of the profits, provided that it is carried over to the coming years, as
  approved by the General Assembly.
- The statutory reserve is used to cover the losses of the company or increase the capital of the shareholders in the years in which the company does not achieve net profits sufficient to distribute the share determined to them.

And due to losses for this year, there is no dividend distribution

# 7 - The company requests for shareholders 'register, dates and reasons for those requests.

Reasons for requesting the shareholder register	The date of ownerships file	Date of request	Sequence of company requests for shareholder registers
the company's procedures	02\01\2020	05\01\2020	1
the company's procedures	09\01\2020	12\01\2020	2
General assemblies	10\01\2020	12\01\2020	3
the company's procedures	09\01\2020	12\01\2020	4
the company's procedures	16\01\2020	19\01\2020	5
General assemblies	20\01\2020	20\01\2020	6
the company's procedures	26\01\2020	26\01\2020	7
the company's procedures	26\01\2020	27\01\2020	8
the company's procedures	04\02\2020	05\02\2020	9
General assemblies	04\02\2020	05\02\2020	10
the company's procedures	04\02\2020	05\02\2020	11
General assemblies	08\03\2020	08\03\2020	12
General assemblies	12\07\2020	12\07\2020	13
the company's procedures	10\09\2020	13\09\2020	14
General assemblies	01\12\2020	01\12\2020	15

### 8- A description of any interest in the eligible stock class

During the fiscal year ending December 31, 2020, there is no interest in the voting shares class of persons (except for directors, senior executives and their spouses and minor children).

# 9 - Details of the members of Directors Board , members of committees and executive management:

### A- The members of the board directors

Experience	Qualification	Previous Jobs	<b>Current Jobs</b>	The name
				First :Previous Board
Assistant Lecturer at the Institute of Public Administration Lecturer and Coordinator at the Institute of Public Administration Assistant Professor and Coordinator at the Institute of Public Administration Deputy Project Manager at the National Guard Hospital Assistant General Manager Sultan Charitable Foundation -General Director of the Sultan Program for Medical Communications CEO, Sultan City for Humanitarian Services Member of the Shura Council Adviser to the Minister of Labor and Social Development	Bachelor of Science Master of Service Management PhD in Service Management	Assistant Lecturer at the Institute of Public Administration Lecturer and Coordinator at the Institute of Public Administration Assistant Professor and Coordinator at the Institute of Public Administration Deputy Project Manager at the National Guard Hospital Assistant General Manager Sultan Charitable Foundation -General Director of the Sultan Program for Medical Communications CEO, Sultan City for Humanitarian Services Member of the Shura Council Adviser to the Minister of Labor and Social Development	The Chairman	Abdul Aziz Al Shamekh
General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Bachelor of Business Administration and Economics	General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Board Member - Vice Chairman, Managing Director and Acting Chief Executive Officer	Mohammed Hojailan
Customer Relationship Manager Family Office Company Investments hiring manager General Manager in Bahrain, Ajlati Company Regional Director of Supplies, Unilever	Bachelor's degree in Electrical Engineering master of Business Administration	Customer Relationship Manager Family Office Company Investments hiring manager General Manager in Bahrain, Ajlati Company Regional Director of Supplies, Unilever	Board Member - Lecturer in Financial Management, University of Strathclyde	Khaled Al Shehab

Banking and Insurance Administration Management consulting Management of hospitals and medical complexes	Bachelor of Industrial Management	Banking and Insurance Administration Management consulting Management of hospitals and medical complexes	Board Member	Mohammed AL Rahma
Director of projects in the Saudi Telecom Company - Director of Information Technology at the Saudi Telecom Company	Bachelor of Computer Science	Director of projects in the Saudi Telecom Company - Director of Information Technology at the Saudi Telecom Company	Member of the Board of Directors - General Manager of Qabas Technology Company - General Manager of World Box Factory Company	Abdullah Abu Thiab
				Second: the new Board
Head of the accounts of the Saudi Arabian Agricultural BankDirector of Financial and Administrative Affairs, the National Company for Tourism- Director of Financial Affairs and Investment Al-Jarallah GroupAl Moasher Center for Financial Consulting	Bachelor of Accounting	Head of the accounts of the Saudi Arabian Agricultural BankDirector of Financial and Administrative Affairs, the National Company for Tourism -Director of Financial Affairs and Investment Al-Jarallah GroupAl Moasher Center for Financial Consulting	Chairman of the Board of Directors and Chairman of the Executive Committee  Partner in JAS Financial Consulting	Ali Al Jafari
Press editor for Al Masa'a newspaper An employee in the credit bank	Bachelor of Arts in the Faculty of Arts (Psychology)	-Press editor for Al- Masa'a newspaper An employee in the credit bank	Vice Chairman and Chairman of the Nominations and Remuneration Committee - Administrative Director at Al Hammadi Hospital	Bander Al Mahmoud
General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Bachelor of Business Administration and Economics	General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Board Member - Vice Chairman, Managing Director and Acting Chief Executive Officer	Mohammed Hojailan

- Vice President of the	Bachelor of	-Vice President of the	Member of the	Mansoor
Alhamrani Group, - Chairman of the Alhamrani Company for Commercial Investment	Science in Production Engineering and Systems Design	Alhamrani Group, - Chairman of the Alhamrani Company for Commercial Investment	Board of Directors, Chairman of the Audit Committee, Member of the Nominations and Remuneration Committee, Member of the Executive Committee, Vice Chairman of the Board of Directors of the Alhamrani Group of Companies, and the Chief Executive Officer of Commercial Investment	Ghamdy
An employee in the General Organization for Silos and Flour Mills  Part-time consultant in a number of agencies	bachelor of Law - Master of Corporate Law	An employee in the General Organization for Silos and Flour Mills  Part-time consultant in a number of agencies	Member of the Board of Directors and Member of the Nominations and Remuneration Committee, Executive Vice President for Shared Services at Al-Alam Information Security Company	Fares Al Fares

### **B- The Committee members:**

Since all members of the committees emanating from the company's board of directors are members of the same board except for the audit committee, and the data of the members of the board have been clarified above, so the details of the members of the audit committee will be detailed only.

### - The audit committee:

Qualification	Previous Jobs	<b>Current Jobs</b>	The name
			First : Previous
			Committee
Bachelor's	Customer Relationship	Board Member -	Khalid Al Shehab
degree in	Manager Family Office	Lecturer in	
Electrical	Company	Financial	
Engineering	Investments hiring manager	Management,	
	Bachelor's degree in Electrical	Bachelor's Customer Relationship degree in Manager Family Office Electrical Company	Bachelor's Customer Relationship Board Member - degree in Manager Family Office Lecturer in Electrical Company Financial

General Manager in Bahrain, Ajlati Company Regional Director of Supplies, Unilever	Master of Business Administration	General Manager in Bahrain, Ajlati Company Regional Director of Supplies, Unilever	University of Strathclyde	
The Public Institution for Social Security Al-Ahlia Insurance Company	bachelor of Law Higher Diploma in international Trade Master in Finance Master of Business Administration	The Public Institution for Social Security	Member of the Audit Committee - Al-Ahlia Insurance Company	Khalid Al Hoshan
Director of the Arab Open University branch CEO, Razen Knowledge Company General Manager of Al-Shalawi International Trading and Contracting Holding Company Assistant Professor at King Fahd University of Petroleum and Minerals CEO of the Saudi Contracting Federation President's Advisor to Faisal Al- Qahtani Sons Trading and Contracting Company Head of the Accounting and Management Information Systems Department at King Fahd University of Petroleum and Minerals Member of review committees in several companies	Bachelor of Accounting Master of Accounting PhD in Accounting	Director of the Arab Open University branch CEO, Razen Knowledge Company General Manager of Al- Shalawi International Trading and Contracting Holding Company Assistant Professor at King Fahd University of Petroleum and Minerals CEO of the Saudi Contracting Federation President's Advisor to Faisal Al-Qahtani Sons Trading and Contracting Company Head of the Accounting and Management Information Systems Department at King Fahd University of Petroleum and Minerals Member of review committees in several companies	Member of the Audit Committee - Financial and Administrative Consultant at the Eastern Innovation Center for Management Consulting and Training	Jasem AL Romaih
				The New
				Committee
- Vice President of the Alhamrani Group, - Chairman of the Alhamrani Company for Commercial Investment	Bachelor of Science in Production Engineering and Systems Design	-Vice President of the Alhamrani Group, - Chairman of the Alhamrani Company for Commercial Investment	Member of the Board of Directors, Chairman of the Audit Committee, Member of the Nominations and Remuneration Committee, Member of the Executive Committee, Vice Chairman of the Board of Directors of the Alhamrani Group of Companies, and the Chief Executive Officer of Commercial Investment	

CEO of the Union of Wire	Bachelor of	CEO of the Union of Wire	Member of the audit	Abdul Kareem
Factories Company (Aslak),	Accounting	Factories Company (Aslak),	committee	Al Shamekh
General Manager of the		General Manager of the		
International Company for		International Company for		
Petroleum Derivatives, CEO of		Petroleum Derivatives, CEO of		
the Arabian Oud Company, CEO		the Arabian Oud Company,		
of Al-Shabaily Real Estate		CEO of Al-Shabaily Real Estate		
Investment Group, Vice President		Investment Group, Vice		
of the Packaging Company		President of the Packaging		
(FIPCO), a financial analyst of the		Company (FIPCO), a financial		
Saudi Industrial Development		analyst of the Saudi Industrial		
Fund, the auditor of the global		Development Fund, the		
company Price Water House,		auditor of the global company		
Accountant, Arab Bank		Price Water House,		
		Accountant, Arab Bank		
		Accountant, And Bank		
Director of the Arab Open	Bachelor of	Director of the Arab Open	Member of the Audit	Jasem AL
University branch	Accounting	University branch	Committee - Financial	Romaih
CEO, Razen Knowledge Company	Master of	CEO, Razen Knowledge	and Administrative	
General Manager of Al-Shalawi	Accounting	Company	Consultant at the	
International Trading and	PhD in	General Manager of Al-Shalawi	Eastern Innovation	
Contracting Holding Company Assistant Professor at King Fahd	Accounting	International Trading and Contracting Holding Company	Center for Management	
University of Petroleum and		Assistant Professor at King	Consulting and Training	
Minerals		Fahd University of Petroleum	consuming and Training	
CEO of the Saudi Contracting		and Minerals		
Federation		CEO of the Saudi Contracting		
President's Advisor to Faisal Al-		Federation		
Qahtani Sons Trading and		President's Advisor to Faisal Al-		
Contracting Company		Qahtani Sons Trading and		
Head of the Accounting and		Contracting Company		
Management Information		Head of the Accounting and		
Systems Department at King		Management Information		
Fahd University of Petroleum and Minerals		Systems Department at King Fahd University of Petroleum		
Member of review committees in		and Minerals		
several companies		Member of review committees		
		in several companies		

### **Executive Management -C**

الخبرات	المؤهلات	الوظائف السابقة	الوظائف الحالية	الاسم
General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Bachelor of Business Administration and Economics	General Director of the Saudi Tijan Foundation Managing Director and General Manager of SASCO	Board Member - Managing Director and CEO	Mohammed Al Hojailan
Financial Director at the Gulf Group, Financial and Administrative Development Director, Safety Indicators Corporation	Bachelor of Accounting	Financial Director at the Gulf Group, Financial and Administrative Development Director, Safety Indicators Corporation	Financial Manaer	Yousef K. Zaidan

## 10- Ownership percentages of board members and senior executives in the company's shares

The following table shows the percentages of board members owning the company's shares and any change in that interest during the fiscal year 2020:

Ownership percentage at the end of year	total shares at the End of year	percentag e change during the year	The net change in shares during the year	Ownership percentage at the beginning year	total shares at the beginning of the year	Names of Board Members and Senior Executives	٩
						First : Previous Board	
0	0	0	0	0	0	Abdul Aziz Al Shamekh	1
0.000032533 %	244	0	0	% 0.00003253	244	Mohammed Hojailan	2
0.000133%	1000	0	0	% 0.000133	1000	KhaledAl Shehab	3
0.000133%	1000	0	0	% 0.000133	1000	Mohammed Al Rahma	4
	246	0	0		246	Abdullah Abu Thiab	5
						Current Board	
*,*****	٣٠٠	0	0	*,*****	300	Ali Al Jaafari	1
.,۱۳۳۳	1	0	0	•,••1٣٣٣	1000	Bander Al Mahmoud	2
.,٣٢٥٣٣	7 £ £	0	0	.,٣٢٥٣٣	244	Mohammed al Hojailan	3
·, £ £ V Y £ · ·	77017	0	0	·,££VY£·•	33543	Mansoor Al Ghamdi	4
.,1٣٣٣	1	0	0	.,1٣٣٣	1000	Faris Al Faris	5

#### 11- Loan information -:

During the year 2018, the company obtained an approval from the Saudi Investment Bank to finance it with an amount of up to ten million Saudi riyals only, and a profit rate of 3% plus the cyborg rate at the time of financing, and the company's management withdrew the entire amount of financing and used it to pay off the receivables and dues resulting from The company during the

previous periods, noting that the company did not make any payment from the withdrawn financing amount until 12/31/2020.

# 12- A description of the classes and numbers of any convertible debt instruments and any contractual securities, subscription warrants, or similar rights that have been issued-:

There are no debt instruments convertible into shares or any contractual securities or subscription right notes or similar rights issued or granted by the company during the fiscal year ending on December 31, 2020 AD. However, the company's board of directors had taken a decision to raise the company's capital through underwriting. With shares of priority rights

# 13- A description of any transfer or subscription rights under convertible debt instruments into shares granted by the company

There are no debt instruments convertible into shares, contractual securities, subscription right notes, or similar rights issued or granted by the company during the fiscal year ending on December 31, 2020.

# 14- A description of any refund, purchase or cancellation of any refundable debt instruments on the part of the company

During the fiscal year ending on December 31, 2020 AD, there was no refund or cancellation by the company of any recoverable debt instruments.

# 15- A statement of the meetings of the general assembly of shareholders and members of the board attending

Ordinary General Assembly meeting on 1/12/2020	Ordinary general assembly meeting on 7/12/2020	Ordinary general assembly meeting on 6/8/2020	The extraordinary general assembly meeting on 3/8/2020	The extraordinary general assembly meeting on 1/20/2020	The Name  First: Previous Board
×	√	√	×	<b>√</b>	Abdul Aziz AL Shamekh
×	V	V	×	V	Abdullah Abu Thiab
×	√ Attended as Chairman of the Audit Committee	√ Attended as Chairman of the Audit Committee	×	V	Khaled Al Shehab
×	√	V	×	V	Mohammed AL Rahma
V	V	V	V	V	Mohammed AL Hojailan
					Current Board
V	×	×	×	×	Ali Al Jafari
V	×	×	×	×	Bander Al Mahmoud
V	×	×	×	×	Mansoor Al Ghamdy
V	×	×	×	×	Fares Al Fares

### 16- Number of board meetings held during the fiscal year and attendance record

Total	30\12\202	29\10\202 0	14\9\202 0	23\8\202	20\7\202 0	14\4\202	12\4\202 0 Scroling	10\2\202	The Name	م
3	×	×	×	×	×	<b>√</b>	<b>√</b>	<b>√</b>	A.Aziz Shamekh	1
3	×	×	×	×	×	<b>✓</b>	<b>✓</b>	<b>✓</b>	Abdullah Abu Diab	2
3	X	×	×	×	×	<b>√</b>	<b>√</b>	✓	Mohammed Al Rehma	3
1	X	X	×	×	×	×	×	<b>✓</b>	Khaled AL Shehab	4
8	<b>✓</b>	<b>✓</b>	<b>√</b>	<b>✓</b>	<b>✓</b>	<b>✓</b>	<b>✓</b>	<b>✓</b>	Mohammed Hojailan	5
5	<b>✓</b>	✓	✓	<b>✓</b>	<b>✓</b>	×	×	×	Ali AL Jafari	6
5	✓	✓	✓	<b>√</b>	✓	×	×	×	Bander Al Mahmoud	7
5	✓	✓	<b>√</b>	<b>√</b>	<b>√</b>	×	×	×	Mansoor Al Ghamdy	8
5	<b>√</b>	<b>√</b>	<b>✓</b>	<b>✓</b>	<b>√</b>	X	×	×	Fares Al Fares	9

### 17- Data for any transaction between the company's management and related parties:

The company acknowledges that there were no transactions between the company and any related parties during the fiscal year 2020.

18- Information related to any contracts to which the company is a party and in which there is or was a substantial interest of one of the members of the board of directors, the chief executive officer, the financial director, or any person related to any of them.

There are no contracts between the company and a member of the board of directors, the CEO or the financial director. Or any person related to any of them during the fiscal year 2020.

# 19- A statement of any arrangements or agreement under which a member of the board of directors or a senior executive waived any salary or compensation

No member of the Board of Directors has waived any remuneration allocated to them during the year 2020.

# 20- A statement of any arrangements or agreement under which a shareholder has waived any rights to profits

During the year ending 12/31/2020, there was no arrangement or agreement under which a shareholder waived any rights to profits.

# 21- A statement of the value of the statutory payments due for payment of any zakat, taxes, fees or other dues

The following table shows the values of the statutory payments due from the company for the year 2020, which include passport fees, legal zakat, General Organization for Social Insurance installments, and labor office fees.

تقرير مجلس الإدارة ٢٠٢٠ الصفحة ٣٣

Reasons for non- payment	Brief description of it	Due at the end of year	Paid during the year	Description
Because of an objection submitted to the Zakat assessments issued by the General Authority for Zakat	Zakat provision for the fiscal years from 1991 to 2014	19,938,849	0	Zakah
Due to the company with the General Authority for Zakat		( 75,635 )	9,873	Тах
Lack of financial liquidity	It consists of overdue installments for previous periods	156,033	21,575	GOSI
	Fees for renewing the residence of the Finance Director and the Accounts Manager	0	30,934	Labor office fees

# 22- A statement of the value of any investments or reserves established for the benefit of the company's employees

The company did not create any investments or any reserves for the benefit of the company's employees during the year ending 12/31/2020.

### 23 -Approval of the Board of Directors

The company's board of directors acknowledges that the company's records and accounts for the fiscal year ending on 31/12/2020 have been prepared in a systematic manner and reflects the reality of the company's business results with all transparency and clarity.

#### 24- The Auditor

Based on the corporate governance regulations, which controls the process of appointing the auditor so as to prevent the joint-stock companies from contracting with the external audit offices for a period exceeding 5 continuous financial years, provided that the calculation of this period starts from the date of the decision, i.e. in 2016, and accordingly, the legal auditor will continue to review the accounts The Eastern Development Company for the next fiscal year 2020. Unless another decision is taken in the General Assembly regarding the selection of the external auditor from the group proposed for selection. The

تقرير مجلس الإدارة ٢٠٢٠ الصفحة ٢٤

names of new audit offices will be proposed to take over the task of auditing the company's accounts for the fiscal year 2021, through the general assembly of shareholders.

### 25 -Disclosure and transparency

The company is working on laying the foundations and guarantees that are consistent with the corporate governance provisions issued by the Capital Market Authority, and a corporate governance regulation has been approved, guided by the Corporate Governance Regulations issued by the Saudi Capital Market Authority. The company applies, in practice, the majority of what was mentioned in the regulations in whole and in part Through the system of the statute, regulations, internal procedures, and the related systems and regulations, as well as their application to IFRS international accounting standards, the company always works to complete the policies and procedures governing the application and works to develop that on an ongoing basis and that all the items have been applied.

#### 26 -Provisions that have not been applied and reasons for non-application-:

There are no provisions that have not been implemented for this year 2020 from the provisions of the Corporate Governance Regulations approved on June 25, 2018, and there is no conflict between the applicable company policies and the aforementioned corporate governance regulations.

### 27- Names of joint-stock companies for which a board member is a member of its board of directors

Current membership in the boards of directors of companies or their director locally and abroad	The position	The name	٩
		First : Previous Board	
Non	The Chairman	Abdul Aziz AL Shamekh	1
Non	Vice Chairman, Managing Director and Acting Chief Executive Officer	Mohammed Al Hojailan	2
Non	Board Member	Khaled AL Shehab	3
Non	Board Member	Mohammed AL Rehma	4
Non	Board Member	Abdullah Abu Diab	5
		Second : Current Board	
Non	The Chairman	Ali Al Jafari	1
Non	Vice Chairman	Bander Al MAhmoud	2

Non	Managing Director and CEO	Mohammed Al Hojailan	3
Non	<b>Board Member</b>	Mansoor Al Ghamdy	4
Non	<b>Board Member</b>	Fares Al Fares	5

#### 28- Formation of the Board of Directors and classification of its members

Membership status	The Position	The Name	۴
		First : Previous Board	
Non executive	The Chairman	Abdul Aziz AL Shamekh	1
Executive	Vice Chairman, Managing Director and Acting Chief Executive Officer	Mohammed Al Hojailan	2
Adjective	<b>Board Member</b>	Khaled AL Shehab	3
Non Executive	<b>Board Member</b>	Mohammed AL Rehma	4
Adjective	<b>Board Member</b>	Abdullah Abu Diab	5
		Second : Current Board	
Non Executive	The Chairman	Ali Al Jafari	1
Adjective	Vice Chairman	Bander Al MAhmoud	2
Executive	Managing Director and CEO	Mohammed Al Hojailan	3
Adjective	Board Member	Mansoor Al Ghamdy	4
Adjective	Board Member	Fares Al Fares	5

# 29- A brief description of the terms of reference of the main board committees, their tasks, their heads and members, and the number of their meetings

### (1) Audit Committee:

The committee supervises the internal audit of the company, studies the periodic financial reports and the internal and external audit reports and the extent of their efficiency, verifies the efficiency of the internal control systems, nominates the external auditor, follows up on his work, checks the adequacy and effectiveness of the company's supervisory activities, and evaluates the effectiveness of the company's assessment of potential risks and how to monitor and confront these risks. The audit committee consists of the following members:

30\12\202 0	21\5\2020	26\3\2020	25\3\202 0	Count of meetings	Status	The Member	٦
						First : previous Committee	
×	<b>√</b>	<b>√</b>	<b>√</b>	3	Chairman Of The Committee	Khaled AL Shehab	1
×	✓	✓	✓	3	Member	Jasim Al Romaih	2
×	✓	✓	✓	3	Member	Khaled Al Hoshan	2
						Second : Current Committee	
<b>✓</b>	×	×	×	<b>⊠</b> 1 (		Mansoor AL Ghamdy	١
✓	×	×	×	١	Member	Jasim Al Romaih	۲
✓	×	×	×	1	Member	Abdul Kareem Al Shamekh	٣

### (2) The Nominations and Remuneration Committee:

The committee annually reviews the requirements for membership of the Board of Directors in accordance with the approved policies and standards, reviews the structure of the Board of Directors, and makes recommendations regarding the changes that can be made, develops clear policies for compensation and bonuses for members of the Board of Directors and senior executives, and annually confirms the independence of independent members and that the interests of the member do not conflict if he is a membership Other Boards: The Nomination and Remuneration Committee consists of the following members:

05\11\2020	20\10\2020	07\4\2020	11\3\2020	Count Of Meetings	Status	The Member	م
						First : Previous Committee	
×	×	<b>✓</b>	<b>\</b>	2	Chairman Of Committee	Abdullah Abu Diab	•
×	×	✓	✓	2	Member	Abdul Aziz Al Shamekh	۲
×	×	×	×	0	Member	Mohammed AL Rehma	٣
						Second : Current Committee	
<b>√</b>	<b>√</b>	×	×	2	Chairman Of Committee	Bander Al Mahmoud	1
<b>√</b>	✓	×	×	2	Member	Mansoor Al Ghamdy	2
<b>√</b>	✓	×	×	2	Member	Fares Al Fares	3

تقرير مجلس الإدارة ٢٠٢٠ الصفحة ٢٧

### (3) Executive Committee:

The committee carries out all the tasks assigned by the board of directors to study them and take decisions in their regard. It also reviews the deals of the relevant persons. Appointment of executives. Follow-up of the company's operation and its investments and the procedures for the company's ownership of the land of the Al-Fadhili project with government agencies. The Executive Committee consists of the following members:

26\12\2020	19\10\2020	Count Of Meetings	Status	The Member	م
				First : Previous Committee	
×	×	0	Chairman Of Committee	Mohammed AL Hojailan	1
×	×	0	Member	Abdul Aziz Al Shamekh	2
×	×	0	Member	Mohammed AL Rehma	3
				Second : Current Committee	
<b>√</b>	<b>√</b>	2	Chairman Of Committee	Ali Al Jafari	1
<b>√</b>	✓	2	Member	Mohammed AL Hojailan	2
<b>√</b>	✓	2	Member	Mansoor Al Ghamdy	3

# 30- Any penalty, penalty or precaution imposed on the company by the Authority or any other supervisory, regulatory or judicial authority.

During the fiscal year 2020, the Board of Directors of the Capital Market Authority issued decisions to impose financial penalties on the company, which are detailed as follows:

-A fine of (20,000) twenty thousand Saudi riyals on 04/30/2020 for the company's violation of Paragraph (a) of Article Sixty-one of the rules for offering securities and continuing commitments for the company's disclosure of incorrect information in its announcement published on the trading platform on 03 / 11/2019 regarding its initial financial results for the third quarter of the aforementioned year, which obligated the

company to correct the error contained in the announcement through a corrective announcement on 11/14/2019.

-A fine of (80,000) eighty thousand Saudi riyals on 01/09/2020 for the company committing two violations of Paragraph (a) of Article Sixtyone of the rules for offering securities and continuing obligations and sub-paragraph (5) of Paragraph (A) of the general and special instructions In the companies' announcements, for the company's disclosure of incorrect information regarding its initial financial results for the period ending on 3/31/2020, which required the company to publish a corrective announcement on the same platform, while the second violation is due to the company's disclosure of incorrect information on 06/09/9 2020 regarding the results of the Ordinary General Assembly meeting, specifically in

The clause of appointing the company's auditor, which prompted the company to disclose a corrective announcement on the trading platform.

Also, the total amount of executive lawsuits filed against the company for payment until December 31, 2020 amounted to 1,096,385 Saudi riyals.

# 31- A breakdown of the remuneration and compensation for board members, senior executives and committee members

### (A) Remuneration for Board Members:

### **Board Remuneration**

15	7:	Ŋ	المكافآت الثابثة الثابثة													
المجموع الكلي	بدل مصروفات	مكافاة نهاية الخدمة	المجموع	الاسهم الممنوحة ( قيمة الاسهم )	خطط تحفيزية طويلة الاجل	خطط تحفيزية قصيرة الاجل	مكافات دورية	نسية من الارياح	المجموع	مكافاة رئيس المجلس او العضو المنتدب او امين السر ان كان من الاعضاء	بيان ما قبضه اعضاء المجلس بو صفهم عاملين او اداريين او ما قبضوه نظير اعمال فنيةوادارية	مزايا عينية	مجموع بدل حضور جلسات اللجان	بدل حضور جلسات المجلس	مطنع معين	
													F	irst: Indepe	endent mem	bers of the previous Board
48,000			0						48,000				45,000	3,000		Khaled AL Shehab
11,000			0						11,000				5,000	6,000		Abdullah Abu Diab
0			0						0				,	,		
													Sec	cond : Inde	pendent me	mbers of the current board
20,000			0						20,000				5,000	15,000		Bander al Mahmoud
20,000			0						20,000				5,000	15,000		Fares AL Fares
33,750			0						33,750				18,750	15,000		Mansoor Al Ghamdy
0			0						0							
													Th	ird : Non ex	recutive me	mber in the previous board
11,000			0						11,000				5,000	6,000		Abdul Aziz Ashamekh
6,000			0						6,000					6,000		Mohammed Al Rehmah
											1			Fourth : No	n executive	e members in current board
73,918			0						73,918				58,918	15,000		Ali Al Jafari
														Fifth: The	Executive I	members in previous board
15,000			0						15,000				0	15,000		Mohammed al Hojailan
														Sixth : a	n Executive	members in current board
77,082			0						77,082				71,082	6,000		Mohammed AL Hojailan
315,750	0	0	0	0	0	0	0	0	315,750	0	0	0	213,750	102,000	0	The Total

### **B-** Remuneration and allowances for attending committee members

### Remuneration of committee members

Total	Count Meetings	Fixed remuneration	The Names				
			mmittee members in previous board				
7.500							
7,500	3	37500	Khaled AL Shehab				
7,500	3	25000	Khaled Al Hoshan				
7,500	3	25000	Jasim Al Romaih				
	Secor	nd : The Audit c	ommittee members in current board				
2,500	1	6250	Mansoor Al Ghamdy				
2,500	1	4167	Jasim Al Romaih				
2,500	1	4167	Abdul Kareem Al Shamekh				
Second : T	he Nominat	ion and remune	eration committee in Previous board				
5,000	2		Abdul Aziz Al Shamekh				
0	0		Mohammed AL Rehmeh				
5,000	2		Abdullah Abu Diab				
Third L	The Nomin	ation And remu	neration committee in current board				
5,000	2	0	Bander Al Mahmoud				
5,000	2	0	Fares AL Fares				
5,000	2	0	Mansoor Al Ghamdy				
		Fourth: Exe	ecutive committee in previous board				
0	0		Mohammed Al Hojailan				
0	0		Abdul Aziz Al Shamekh				
0	0		Mohammed AL Rehmeh				
		Fifth : An Ex	xecutive committee in current board				
5,000	2		Ali AlJafari				
5,000	2	120,000	Mohammed Al Hojailan				
5,000	2	,	Mansoor Al Ghamdy				
70,000		222,084	Total				

### **D- Senior Executive Rewards and Allowances:**

### Rewardds For Senior executives

Ila	مجموع مک	Ŋ			المتغيرة	المكافآت				ت الثابتة	المكافأد			الإسم
لمجموع الكلي	مكافاة التنفيذييذحن المجلس	مكافاة نهاية الخدمة	المجموع	الاسهم الممنوحة ( قيمة الاسهم )	خطط تحفيزية طويلة الاجل	خطط تحفيز ية قصيرة الاجل	مكافات دورية	نسبة من الارباح	المجموع	مزايا عينية	بدلات	روائت.	المسمى الوظيفي	
0.00			0.00						0.00			0.00	Acting Chief executive officer	Mohammed Al Hojailan
67,500.00		2,500.00	0.00						65,000.00			65,000.00	Financial manager	Yousef K Zaidan
67,500.00		2,500.00	0.00						65,000.00			65,000.00		Total

# 32- Results of the annual review of the effectiveness of the company's internal control procedures

The Audit Committee studies periodic reports on evaluating internal control procedures and following up on the operation of internal control and submits recommendations for observations and defects in the internal control system to the Board of Directors to be addressed, as the most important defects and weaknesses in the internal control system in force in the company lie in the following:

- The absence of a department concerned with internal control and risk management.
- 2- The existence of weakness in the followed governance system and the company's lack of basic regulations that define the powers of the executive management.
- 3- Weakness of the documentary cycle in all parts of the company.
- 4- The absence of a recent zakat certificate due to the existence of claims and objections to the estimated zakat for previous years

### 33- Evaluating the performance of employees

One of the company's goals is to conduct a quarterly evaluation for each sector, department, and employee to maintain increased effectiveness and raise the level of performance in order to achieve the desired goals.

# 34- Evaluating the performance of the Board of Directors and the committees emanating from it

The Board of Directors depends in evaluating the performance of its members and all the committees emanating from it during the year on what is achieved of substantial results that have a clear impact that is reflected in the financial results of the company.

The company did not seek the help of external regular parties in evaluating the performance of its administrative board and the committees that emanate from it, but the board continuously monitors and monitors the observations and opinions of the company's shareholders and those interested.

### 35- Social responsibility activities (community service)

The company's management is keen to always contribute to social events, being aware of its role in community service at the local and national level. The company has proven over the past years by enduring it.

Due to its responsibility towards social activities and the public interest and effective contribution to the state's plans aimed at achieving sustainable development, as this is evident in the following-:

- 1- Adherence to the decisions of the country's agricultural and water policy by rationalizing irrigation water.
- 2- Commitment to preserving the environment and public health by limiting the use of pesticides.
- 3- Cooperating with the security authorities by reporting any illegal logging activities that may harm the environment.

### 36- Continuity:

The company acknowledges that, based on what was mentioned in this report, its ability to continue practicing its available activities in addition to attempts to create new operational activities by raising the company's capital and providing sufficient liquidity to implement the company's strategic plan and complete mergers and acquisitions deals to ensure its continuity and stability and implement its future plans in the field of development Investment and improvement of the level of performance, which will be reflected in the results of the company's business in support of the development of the national economy. The company also seeks to maximize its assets by owning the land of its project allocated to it in the

Al-Fadhili area, after the approval of the noble High Commissioner based on the Council of Ministers Resolution No. (319) dated 7/8/1436 AH.

### 37- Proposals of the Board of Directors

First: Approval of what was stated in the report of the Board of Directors for the year 2020

Second: Approval of the report of the external auditor for the period ending on December 31, 2020

Third: Approval of the balance sheet and income statement of the company ending on December 31, 2020

Fourth: To absolve the members of the Board of Directors from liability for the current session for their work during the period ending 12/31/2020

In conclusion, the Chairman and members of the Board of Directors of A Sha-Sharqiyah Development Company express their thanks, appreciation and gratitude to the Custodian of the Two Holy Mosques King / Salman bin Abdulaziz Al Saud, to His Royal Highness Prince Muhammad bin Salman bin Abdulaziz Al Saud, Crown Prince, Deputy Prime Minister and Minister of Defense, and to the rational government On the continuous support and encouragement, to support the food security strategy, which the company seeks during the next phase to participate in.

**END OF REPORT**