



Disclosure and Transparency Policy

<u>DISCLAIMER</u>	<u>تنويه هام لأخذه في الاعتبار</u>
<p>This English version of this document is a translation of the original Arabic document and has been made for the purpose of informing non-Arabic speakers of the said document. In case of any discrepancy or misinterpretation of any clause or article, the original Arabic document shall prevail.</p>	<p>هذه النسخة الإنجليزية من هذه الوثيقة تمثل ترجمة للنسخة الاصلية الصادرة باللغة العربية، والغرض منها تعريف الناطقين بغير اللغة العربية بهذه الوثيقة، وفي حالة وجود اختلاف في الترجمة أو خطأ في تفسير النص لأي بند أو مادة من هذه الوثيقة يُعتبر النصّ الأصلي الصادر باللغة العربية هو الحاكم.</p>

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Policy Information, Documentation, and Preservation:

Amendments to this policy shall be numbered and dated using the following record that shall be signed at each update.

Summary of the amendments:

Issue	Nature of the Amendment
1	Amendment in accordance with the Implementing Regulations of the Capital Market Authority

Preparation, revision and approval of the amendments:

Issue	Date	Prepared by	Reviewed by	Date and Decision of Approval
1			Governance and Compliance	06/388 June 3, 2024

Custodian:

Department	Notes
Governance Department	

Approval:

Board Secretary	Board Chairman

Definitions and Terms

The following words and phrases have the meanings ascribed to them unless the context requires otherwise:

Word/Phrase	Definition
Policy	Disclosure and Transparency Policy
Company	National Gas and Industrialization Company (GASCO)
Kingdom	Kingdom of Saudi Arabia
Ministry	Ministry of Commerce
Authority	Capital Market Authority
The Companies Law	The Companies Law, issued by Royal Decree No. (M/132) dated 01/12/1443H.
The Capital Market Law	The Capital Market Law, issued by Royal Decree No. (M/30) dated 08/6/1424H.
Statute	Statute of the Company
Corporate Governance Regulations	Governance Regulations for joint stock companies issued by the Board of the Capital Market Authority
Assembly	The assembly is formed from the Company's shareholders in accordance with the provisions of the Companies Law and the Company's Statute.
Board	The Board of Directors of the National Gas and Industrialization Company (GASCO).
Committee(s)	Committees emanating from the Board of Directors, or formed by the Board or the Assembly.
Executive Member	A member of the Board of Directors who is dedicated to the executive management of the Company and participates in its daily work.
Non-Executive Member	A member of the Board of Directors who is not dedicated to the executive management of the Company and does not participate in its daily work.
Independent Member	A non-executive board member who enjoys complete independence in his position and decisions, and none of the criteria of independence stipulated in the Corporate Governance Regulations apply to him.
Executive Management or Senior Executives	Persons entrusted with managing the Company's daily operations and proposing and implementing strategic decisions, such as the CEO and his deputies and the financial director.
Stakeholders	Everyone who has an interest in the Company, such as employees, creditors, customers, suppliers and the community.
Relatives or Kinship	<ul style="list-style-type: none"> • Parents, grandparents and great-grandparents. • Children and their descendants.

Word/Phrase	Definition
	<ul style="list-style-type: none"> • Full and half siblings, whether from both parents, or only from the father or mother. • Spouses.
Related Parties	<ol style="list-style-type: none"> 1. Subsidiaries of the Company, except for those fully owned by the Company. 2. Major shareholders of the Company. 3. Members of the Board of Directors and senior executives in the Company. 4. Members of the Board of Directors of the Company's subsidiaries. 5. Members of the Board of Directors and senior executives at the Company's major shareholders. 6. Any relatives of the individuals referred to in paragraphs (1), (2), (3) or (5) above. 7. Any other Company or entity controlled by any person referred to in paragraphs (1), (2), (3), (5) or (6) above. <p>For the purposes of paragraph (6) of this definition, relatives are defined as the father, mother, spouse and children.</p>
Group	In relation to persons, it means persons and all their affiliates.
Affiliate	A person who controls another person, is controlled by the other person, or is under common control with the other person by a third party. In any of the above, control may be direct or indirect.
Controlling Share	The ability to influence the actions or decisions of another person, directly or indirectly, individually or collectively, with a relative or an affiliate, by owning 50% or more of the voting rights in the Company or the right to appoint 50% or more of the members of the Board of Directors or senior executives.
Day	A calendar day, whether or not it is a business day.

All terms that are not defined in this policy shall have the same meaning as in the list of terms used in the Company's Governance Regulations and the Corporate Governance Regulations, unless the context requires otherwise.

Article One: Preamble

1. This policy has been prepared in accordance with the Company's Governance Regulations and as stipulated by Article 86 of the Corporate Governance Regulations: "The Board shall set forth in writing the policies, procedures and supervisory rules related to disclosure pursuant to the disclosure requirements provided for in the Companies Law and the Capital Market Law, as the case may be, and their Implementing Regulations."
2. This policy is subject to the provisions of the Companies Law, the Capital Market Law, their Implementing Regulations, and the Company's Statute.
3. The purpose of this policy is to affirm the Company's commitment to disclosing material information to shareholders and stakeholders as well as providing them with accurate and up-to-date information and data on a regular basis.

Article Two: General Policies

1. Disclosure to shareholders and investors must be non-discriminatory, clear, correct, not misleading, timely, regular and accurate to enable shareholders and stakeholders to exercise their rights fully.
2. The Company's website must include all information required to be disclosed, and any other data or information published through other disclosure means.
3. Reporting systems must be prepared: identifying the information that must be disclosed and classifying it in terms of its nature or the periodicity of disclosure.
4. The disclosure policies must be regularly reviewed to ensure they include appropriate disclosure methods that enable shareholders and stakeholders to access financial and non-financial information related to the Company as well as its operations, share ownership and general status, ensuring compliance with best practices and related laws and regulations.

Article Three: Appointment of Company Representatives

1. The Company must appoint two representatives before the Authority and the Capital Market (Tadawul) for all purposes related to the Capital Market Law, the Companies Law, their Implementing Regulations, other related laws, rules of offering securities, and ongoing obligations, provided that one of them is a board member and the other is a senior executive.
2. Written details must be provided on how to contact the Company's representatives, including office and mobile phone numbers and email addresses.
3. The Company and its representatives must provide the Authority, without delay, with all the information, clarifications, registers, records and forms requested by them for the purpose of implementing the Capital Market Law, the Companies Law, their Implementing Regulations and related regulations. Moreover, the requested data must be complete, clear, correct and not misleading.

Article Four: Clarity, Accuracy and Completeness of Disclosure Information

1. Any disclosure made by the Company must be complete, clear, correct and not misleading, and must be published through the means specified by the Capital Market Authority's regulations and Implementing Regulations.
2. The Company must adhere to the disclosure forms and announcements approved by the Capital Market Authority.

Article Five: Language of Disclosures or Announcements

1. The Company must disclose an issue or announce it to the Authority and the public in both Arabic and English, and comply with the proper language rules when drafting the disclosure or announcement.
2. Arabic is the adopted language for clarifying and interpreting announcements, notices and reports. In case of any conflict between the Arabic text and the English text, the Arabic text shall prevail.

Article Six: Requesting Exemption from Disclosure or Delaying Its Timing

If the Company believes that disclosing an issue that must be disclosed under the securities offering rules, ongoing obligations, and the provisions of this policy shall cause unjustified harm to it and that it is unlikely that not disclosing the issue shall mislead investors regarding the facts and circumstances that need to be known to evaluate the listed securities, the Company may apply for an exemption from disclosure or a delay in disclosing it.

In this case, the Company must submit to the Authority, in complete confidentiality, a statement of the related information and the reasons that lead it to not disclose that information at that time. The Authority has the right to approve or reject the request for exemption or delay. If the Authority approves the request, it may at any time require the Company to announce any information related to the exemption or delay in question.

Article Seven: Confidentiality of Information and Material Developments

1. All information and material developments stipulated in the securities offering rules, ongoing obligations, and this policy are considered confidential until announced, and the Company is prohibited from disclosing this information to parties that are not obligated to maintain the confidentiality and protection of the information before announcing it. The Company must take all necessary steps to ensure that none of the information and material developments leak before their announcement.
2. Meetings of the Company's Board of Directors, audit committees, or any other committees where a subject that must be announced will be discussed should be held during a period that allows the Company to publish the announcement on the Capital Market (Tadawul) website before the start of the trading period following the meeting.

Article Eight: Occurrence of an Event or Material Development During Trading Hours

If any material developments occur during trading hours, the Company must wait until the end of the trading period and then announce it on the website of the Saudi Exchange (Tadawul), with all necessary precautions taken to ensure that the news of such material developments does not leak before the announcement is published. If the news about the material development is of a type that the Company cannot guarantee will not leak (such as being related to other parties that the Company cannot ensure will maintain confidentiality, or if the development in question is media material; like a natural disaster, fire, or the like), the Company may request a temporary suspension of trading of the stock.

Article Nine: The Company's Responsibility in Responding to Rumors

The Company must determine the need to publish a public announcement to respond to any rumors related to any material developments, and the Authority may compel the Company to do so as it deems appropriate.

Article Ten: Disclosure of Material Developments

1. The Company must disclose to the Authority and the public without delay any material developments that fall within the scope of its activities and are not known to the general public, which may affect its assets and liabilities or its financial position or the general course of its business or its subsidiaries, and could reasonably lead to a change in the price of the listed securities or have a significant impact on the Company's ability to meet its debt-related obligations.
2. The Company must recognize that material developments may occur during the preparation of the periodic financial statements; in this case, the Company must announce them immediately and not wait until the issuance of its financial statements, even if this occurs shortly before the publication of the financial results.
3. If the Company announces a material development that may have future material developments, it must announce any new material developments that arise related to that event.
4. If there are two material developments at the Company, each must be disclosed separately from the other.
5. To determine the development that falls within the scope of this article, the Company must assess whether it is likely that any prudent investor would take that development into account when making his investment decision.

Article Eleven: Information Required in the Disclosures or Announcements

Any disclosure or announcement about a material development that has occurred or is expected to occur must include the following information:

1. The title of the disclosure or announcement must be complete, clear, correct, and not misleading and reflect the material development to be announced.
2. It must provide a detailed description of the material development, clarifying all related information and associated dates.
3. It must clarify the factors and justifications that led to the occurrence of the material development.
4. If the material development has a financial impact on the financial statements, the financial impact of this development must be stated, and if this is not possible, the reason must be given.
5. The Company must exercise due diligence to ensure that any facts or information related to that material development are correct and not misleading.
6. The Company must not exclude, delete, or hide any information that could affect the content or results of the material development.
7. If the material development results in any financial obligation on the Company or the provision of guarantees or the mortgaging of assets, the announcement must include the terms, duration, and value of this obligation, guarantee, or mortgage, the parties involved, and its impact on the financial statements.
8. If there are related parties associated with the disclosed or announced event, their information must be disclosed.

Article Twelve: Disclosure of Certain Events or Developments

The Company must immediately and without delay disclose to the Authority and the public any of the following developments (whether they are considered material according to this policy or not):

1. Any transaction to purchase, sell, mortgage, or lease an asset at a price equal to or exceeding 10% of the Company's net assets according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.
2. Any indebtedness outside the ordinary course of the Company's business in an amount equal to or exceeding 10% of the Company's net assets according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.
3. Any losses equal to or exceeding 10% of the Company's net assets according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.
4. Any significant change in the Company's production environment or activity, including, but not limited to, the abundance and availability of resources.
5. Change of the Company's CEO or any change in the composition of the Board of Directors or the Audit Committee.
6. Any dispute, including any legal action, arbitration, or mediation, if the amount of the dispute or claim is equal to or exceeds 5% of the Company's net assets according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.

7. Any judicial ruling issued against the Board of Directors or one of its members, if the subject of the ruling is related to the actions of the Board of Directors or one of its members.
8. An increase or decrease in the Company's net assets equal to or exceeding 10% according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.
9. An increase or decrease in the Company's total profits equal to or exceeding 10% according to the latest audited annual financial statements.
10. Entering into a contract with revenues equal to or exceeding 5% of the Company's total revenues according to the latest audited annual financial statements, or the unexpected termination of such a contract.
11. Any transaction between the Company and a related party or any arrangement under which both the Company and a related party invest in any project or asset or provide financing for it, if the transaction or arrangement is equal to or exceeds 1% of the Company's total revenues according to the latest audited annual financial statements. The nature of the interest related to the transaction or arrangement, the extent of that interest, the names of any persons involved, and the direct or indirect benefit expected to be obtained from that interest, whether financial or non-financial, must be disclosed. The ownership percentage of the related persons in both parties involved in the announced event, if any, must also be disclosed.
12. Any interruption in any of the main activities of the Company or its subsidiaries (if any) equal to or exceeding 5% of the Company's total revenues according to the latest audited annual financial statements.
13. Any change in the Company's Statute or main headquarters.
14. Any change related to the legal accountant.
15. Filing a liquidation petition, issuing a liquidation order or appointing a liquidator for the Company or any of its subsidiaries under the Companies Law, including initiating any procedures under bankruptcy laws.
16. A decision by the Company or any of its subsidiaries to dissolve or liquidate the Company, or the occurrence of an event or the expiration of a time period that requires the Company to be put under liquidation or dissolution.
17. Any recommendation or decision by the competent authority within the Company to apply to the court to initiate any bankruptcy proceedings for the issuer under the Bankruptcy Law, stating the impact of this on the Company's financial position or the general course of its business.
18. The Company receiving notification from the court of a third party's application to initiate financial reorganization proceedings, liquidation proceedings or administrative liquidation proceedings under the Bankruptcy Law, stating the impact of this on the Company's financial position or the general course of its business.
19. Registering an application to initiate any bankruptcy proceedings for the Company with the court under the Bankruptcy Law, clarifying future steps and their timeframes, as well as stating the impact of this on the Company's financial position or the general course of its business.

20. Issuance of the court's preliminary and final judgment to initiate any bankruptcy proceedings for the issuer under the Bankruptcy Law, clarifying future steps and their timeframes, as well as stating the impact of this on the Company's financial position or the general course of its business.
21. Issuance of the court's preliminary and final judgment to reject the application to initiate any bankruptcy proceedings for the Company under the Bankruptcy Law, to reject any of them and to initiate the appropriate bankruptcy proceedings, clarifying the reasons for the rejection, as well as stating the impact of this on the Company's financial position or the general course of its business.
22. Issuance of the court's preliminary and final judgment to end the financial reorganization proceedings, to end the preventive settlement proceedings for the Company under the Bankruptcy Law, or to end any of them and to initiate the appropriate bankruptcy proceedings, stating the impact of this on the Company's financial position or the general course of its business.
23. Objection before the competent court regarding the opening or rejection of initiating any bankruptcy proceedings under the Bankruptcy Law, the ending or non-ending of the preventive settlement proceedings, or the financial reorganization proceedings under the Bankruptcy Law, stating the impact of this on the Company's financial position or the general course of its business.
24. Issuance of the judgment in the objection referred to in paragraph 23 of this article by upholding or overturning the court's judgment and deciding the case under the Bankruptcy Law, stating the impact of this on the Company's financial position or the general course of its business.
25. Any material developments included in the reports submitted by the Company in the bankruptcy proceedings initiated under the Bankruptcy Law, stating the impact of this on the Company's financial position or the general course of its business, unless the trustee, bankruptcy committee, or competent authority decides that they are confidential under the Bankruptcy Law and its executive regulation.
26. Issuance of a judgment, decision, announcement, or order from a court or judicial authority, whether at the preliminary or appellate stage, that may negatively affect the Company's exploitation of any part of its assets whose total value exceeds 5% of the Company's net assets according to the latest reviewed preliminary financial statements or audited annual financial statements, whichever is more recent.
27. The call for the convening of the general or special assembly and its agenda.
28. The results of the general or special assembly meeting.
29. Any proposed change in the Company's capital, stating the impact of this on the holders of convertible debt instruments (where applicable).
30. Any decision to declare profits or recommend declaring them, pay shares of them, or make other distributions to the holders of the listed securities.
31. Any decision or recommendation to not distribute profits in cases where it is expected that the Company would distribute profits.
32. Any decision to call back, repurchase, withdraw, redeem, or offer to buy the securities, stating their total amount as well as their number and value.

33. Any decision not to pay in relation to debt instruments or convertible debt instruments.
34. Any change in the rights associated with any class of listed shares or convertible debt instruments.

Article Thirteen: Disclosure of Portfolio Management Contract for the Company

In accordance with the controls for investment of listed companies in securities listed on the market, the Company must notify the Authority of any portfolio management contract signed between the Company and the licensed person, stating the investment portfolio number associated with that contract.

Article Fourteen: Disclosure of Accumulated Losses Amounting to 20% or More of the Company's Capital

1. The Company must immediately and without delay disclose to the public in a separate announcement when its accumulated losses reach each of the following cases:
 - a. When accumulated losses reach 20% or more, but less than 35% of its capital.
 - b. When accumulated losses reach 35% or more, but less than 50% of its capital.
 - c. When accumulated losses reach 50% or more of its capital.
2. The announcement must include the amount of accumulated losses, their percentage of the capital, and the main reasons that led to these losses, with a reference in the announcement that these procedures and instructions will be applied to it. If the disclosure required by this article coincides with the announcement of the preliminary or annual financial results, the Company is exempted from making a separate disclosure if it is included in the announcement of the preliminary or annual financial results.
3. Upon obtaining a report from the legal accountant clarifying its financial position, the Company must immediately and without delay disclose to the public in a separate announcement when reducing its accumulated losses below any of the cases outlined in paragraph 1 of this article. The announcement must include the measures taken by the Company to adjust its situation, accompanied by the report of the legal accountant referred to in this paragraph.
4. In accordance with the provisions of Article 132 of the Companies Law, after the Company announces that its accumulated losses have reached 50% or more of its capital, it must announce the following:
 - a. The last date on which the Board of Directors can call for an extraordinary general assembly meeting, and the last date for the ordinary general assembly to address the accumulated losses.
 - b. The Board of Directors' recommendation to the extraordinary general assembly regarding its accumulated losses as soon as it is issued.

Article Fifteen: Disclosure of Financial Statements

1. The Company must disclose its annual financial statements and the preliminary financial statements for the first, second, and third quarters of its fiscal year to the Authority and

the public immediately upon approval and before publishing them to shareholders or others. For the purposes of this article, approval of the financial statements is as follows:

- a. Regarding the preliminary financial statements, they are approved after being adopted by the Board of Directors and signed by an authorized member of the Board of Directors, the CEO, and the financial manager.
 - b. Regarding the annual financial statements, they are adopted and approved by the Board of Directors and must be signed by the Chairman of the Board, the CEO, and the Financial Manager, and provided to the shareholders - unless published through modern technological means - at least twenty-one days before the scheduled date of the general assembly. In addition, these documents must be deposited according to the regulations.
2. The Company must disclose its preliminary and annual financial statements through the electronic systems designated for this purpose by the market.
 3. The Company must prepare and review its preliminary financial statements according to the accounting and auditing standards approved by the Saudi Organization for Certified Public Accountants and disclose them to the public within a period not exceeding 30 days from the end of the financial period covered by those statements.
 4. The Company must prepare and review its annual financial statements according to the accounting and auditing standards approved by the Saudi Organization for Certified Public Accountants and disclose them to the public within a period not exceeding three months from the end of the annual financial period covered by those statements. The Company must disclose these financial statements within a period not less than twenty-one calendar days before the date of the Company's annual general assembly.
 5. The legal accountant or accounting firm reviewing the Company's financial statements must be registered with the Authority according to the rules for registering auditors of entities under the supervision of the Authority. The Company must ensure that the legal accountant or accounting firm reviewing the financial statements and any partner thereof comply with the rules of the Saudi Organization for Certified Public Accountants and its regulations regarding the ownership of any shares or securities of the issuer or any of its subsidiaries, in order to ensure the independence of the legal accountant or the accounting firm and their partners and employees.

Article Sixteen: Disclosure of the Report of the Board of Directors

The Company must provide the Authority and disclose to the shareholders, within a period not exceeding three months from the end of the annual financial period, with a report issued by the Board of Directors that includes an overview of its operations during the last fiscal year as well as all factors affecting the Company's business that the investor needs to be able to evaluate the Company's assets, liabilities and financial position. The report must include the following:

1. The provisions of the Corporate Governance Regulations that have been applied and those have not been applied, while stating the reasons for that.

2. Names of the members of the Board of Directors, committee members, and executive management, as well as their current and previous positions, qualifications and experience.
3. Names of companies inside or outside the Kingdom where a member of the Company's Board of Directors is a current or former member of their boards or one of their managers.
4. Composition of the Board of Directors and classification of its members as follows: Executive Board Member, Non-Executive Board Member and Independent Board Member.
5. The procedures taken by the Board of Directors to inform its members, especially the non-executives, of the shareholders' proposals and remarks regarding the Company and its performance.
6. A brief description of the competencies and tasks of the committees, such as the Audit Committee, the Nominations and Remunerations Committee, etc. The description should include: the names, chairs and members of the committees as well as number and dates of meetings and the attendance records for each meeting.
7. Where applicable, the means and methods that the Board of Directors relied upon in evaluating its performance as well as the performance of its committees and members and any external entity that conducted the evaluation, with its relationship with the Company, if any.
8. Disclosure of the remuneration of the members of the Board of Directors and the executive management in accordance with what is stipulated in this policy and the Corporate Governance Regulations.
9. Any penalty, sanction, precautionary measure or provisional restriction imposed on the Company by the Authority or any other supervisory, regulatory, or judicial body. The reasons for the violation, the authority that imposed it, and the remedies and measures to prevent its occurrence in the future must be indicated.
10. Results of the annual review of the effectiveness of the Company's internal control procedures, in addition to the Audit Committee's opinion on the adequacy of the internal control system in the Company.
11. Recommendation of the Audit Committee to appoint an internal auditor in the Company, if this recommendation was during the last fiscal year.
12. Recommendations of the Audit Committee that conflict with the decisions of the Board of Directors or which the Board refused to adopt regarding the appointment, removal and determination of the fees and evaluation of the performance of the Company's auditors or the appointment of the internal auditor. The justifications for those recommendations and the reasons for not adopting them must also be given.
13. Details of the Company's social contributions, if any.
14. A statement of the dates of the General Assemblies of Shareholders which were held during the last fiscal year and the names of the members of the Board of Directors who attended these assemblies.
15. A description of the main types of activities of the Company and its subsidiaries. In case of describing two or more types of activities, a statement for each activity, indicating its

impact on the volume of the Company's business and its contribution to the results, must be attached.

16. A description of the Company's significant plans and decisions (including structural changes to the Company, expansion of its business, or cessation of its operations) as well as the future expectations for the Company's business.
17. Information related to any risks faced by the Company (whether operational, financial or market risks) and the policy for managing and monitoring these risks.
18. A summary, in a form of a table or graph of the Company assets, liabilities, and business results for the last five fiscal years or since its establishment, whichever is shorter.
19. A geographical analysis of the total revenues of the Company and its subsidiaries.
20. Clarification of any material differences in the operating results from the results of the previous year or any expectations announced by the Company.
21. Clarification of any deviation from the accounting standards adopted by the Saudi Organization for Certified Public Accountants.
22. Details of each subsidiary: name, capital, ownership percentage, principal activity, the main country of its operations, and the country of incorporation.
23. Details of the shares and debt instruments issued for each subsidiary.
24. A description of the Company's policy on the distribution of dividend profits.
25. A description of any interest in the class of voting shares belonging to persons (other than the members of the Company's Board of Directors, senior executives and their relatives) who have informed the Company of those rights under Article 85 of the Securities Offering Rules and Continuing Obligations, along with any change in those rights during the last fiscal year.
26. A description of any interest, contractual securities, subscription rights belonging to the members of the Company's Board of Directors, senior executives, and their relatives in the Company's shares or debt instruments or any of its subsidiaries, and any change in that interest or those rights during the last fiscal year.
27. Information related to any loans of the Company, whether payable on demand or otherwise, and a statement of the Company's total indebtedness and that of its subsidiaries as well as any amounts paid by the Company to repay loans during the year, the principal amount of the loan, the name of the lending entity, its duration, and the remaining amount. If the Company has no loans, it must provide a declaration to that effect.
28. A description of the categories and numbers of any convertible debt instruments and any contractual securities or subscription rights memos or similar rights issued or granted by the Company during the fiscal year, with clarification of any compensation the Company received for that.
29. A description of any conversion or subscription rights under convertible debt instruments or contractual securities or subscription rights memos, or similar rights issued or granted by the Company.
30. A description of any redemption, purchase or cancellation by the Company of any redeemable debt instruments as well as the value of the remaining securities,

distinguishing between the listed securities purchased by the Company and those purchased by its subsidiaries.

31. The number of Board of Directors meetings held during the last fiscal year, the dates of their convening, and a record of attendance at each meeting indicating the names of the attendees.
32. The number of requests by the Company for the shareholders' register, the dates of those requests, and their reasons.
33. A description of any transaction between the Company and a related party.
34. Information related to any business or contracts in which the Company is a party and in which there is an interest for any member of the Company's Board of Directors, senior executives or any person related to any of them, including the names of those involved in the business or contracts, the nature of these businesses or contracts, and their terms, duration and amount. If there are no such businesses or contracts, the Company must provide a declaration to that effect.
35. A statement of any arrangements or agreements under which a member of the Company's Board of Directors or a senior executive waived any rewards.
36. A statement of any arrangements or agreements under which a shareholder of the Company waived any rights to profits.
37. A statement of the value of the statutory payments paid and due for payment of any zakat, taxes, fees or any other dues not paid, until the end of the annual financial period, with a brief description and reasons for them.
38. A statement of the value of any investments or reserves established for the benefit of the Company's employees.
39. The following declarations:
 - a. A declaration that the accounting records have been prepared correctly.
 - b. A declaration that the internal control system was established on sound bases and implemented effectively.
 - c. A declaration that there is no significant doubt about the Company's ability to continue its activity.
40. If the auditor's report includes reservations about the annual financial statements, the report of the Board of Directors must clarify those reservations, their reasons and any related information.
41. If the Board of Directors recommends changing the auditors before the end of the appointed period, the report must include that, with a statement of the reasons for the recommendation for change.
42. Information related to any business competing with the Company or any branches of activity it practices, which is practiced or was practiced by any member of the Board of Directors, including the names of those involved in the competing business, the nature of these businesses, and their terms. If there are no such businesses, the Company must provide a declaration to that effect.

Article Seventeen: Disclosure of the Report of the Audit Committee

1. The report of the Audit Committee must include performance details of its competencies and tasks as stipulated in the Corporate Governance Regulations and the committee's regulations, including its recommendations and opinion on the adequacy of the Company's internal and financial control systems and risk management.
2. The Board of Directors must deposit sufficient copies of the report of the Audit Committee at the Company's headquarters. They must also publish it on both the Company's and the Market's website, when the invitation to convene the assembly is published, to enable shareholders to obtain a copy of it. Moreover, a summary of the report is read during the meeting of the General Assembly.

Article Eighteen: Disclosures Related to Board Members, Committees and Executive Management

The Board of Directors must organize disclosure processes for each of its members and executive management members, taking into account the following:

1. Establishing a special register for the disclosures of the board members and the executive management and updating it periodically, in accordance with the disclosures required by the Companies Law, the Capital Market Law and their Implementing Regulations.
2. Allowing shareholders to access the register without fees.

Article Nineteen: Disclosure of Remunerations and Compensations

1. The Board of Directors is committed to the following:
 - a. Disclosing the remuneration policy and how remunerations of the board members and executive management in the Company are determined.
 - b. Disclosing accurate, transparent and detailed information in the Board of Directors report on the remunerations granted to board members and executive management, whether directly or indirectly, without concealing anything or stating misleading facts, whether concerning amounts, benefits or advantages of any nature and name. If the benefits are shares in the Company, the entered value for the shares is the market value at the date of entitlement.
 - c. Clarifying the relationship between the granted remunerations and the applied remuneration policy, and stating any significant deviation in this policy.
 - d. Providing the necessary details regarding the remunerations and compensations paid to each of the following separately:
 - i. Board members.
 - ii. Committee members.
 - iii. The top five executives who received the highest remunerations from the Company, including the CEO and the CFO.

- iv. The disclosure in this article shall be in the report of the Board of Directors according to the tables shown in the Corporate Governance Regulations.

Article Twenty: Disclosure of Major Shareholders in Shares and Convertible Debt Instruments

1. When any person becomes an owner or has an interest in 5% or more of any class of the Company's voting shares or convertible debt instruments, he must notify the Market of this within a period not exceeding the end of the third trading day following the execution of the transaction or the occurrence of the event that led to this ownership or interest. This notification must include a list of persons who have an interest in the shares or convertible debt instruments they own or control.
2. The person referred to in paragraph 1 of this article must notify the Market upon any change in the list of persons referred to in paragraph 1 of this article, whether as a result of an event that requires adding a person to that list or excluding any of the persons previously included. This notification must take place within a period not exceeding the third trading day following the occurrence of the relevant change.
3. For the purposes of this article, when calculating the total number of shares or convertible debt instruments in which any person has an interest, a person is considered to have an interest in any shares or convertible debt instruments owned or controlled by any of the following persons:
 - a. Relatives of that person.
 - b. A company controlled by that person.
 - c. Any other persons acting in agreement with that person to acquire an interest or exercise voting rights in the Company's shares or convertible debt instruments.
4. The notification referred to in this article shall be according to the forms prepared by the Authority and shall include at least the following information:
 - a. Names of the persons owning the shares or convertible debt instruments or those entitled to dispose of them.
 - b. Details of the ownership process.
 - c. Details of any material support from another person for the ownership process or financing loans.

Article Twenty-One: Prohibition of Transactions by Board Members, Audit Committee Members and Senior Executives

1. None of the members of the Board and Audit Committee, senior executives or any person related to any of them may deal in any securities of the Company during the following periods:
 - a. During the 15 calendar days preceding the end of the financial quarter until the date of the announcement of the Company's preliminary financial statements after their examination.

- b. During the 30 calendar days preceding the end of the financial year until the date of the announcement of the preliminary financial statements for the fourth quarter after their examination or the audited annual financial statements.
2. The prohibition referred to in paragraph 1 of this article does not include the exercise of the right to subscribe to and sell priority rights.
3. Upon the termination or removal of the membership of a board member, the termination of the membership of any member of the Audit Committee, or the resignation of any of the senior executives of the Company during any of the prohibition periods referred to in paragraph 1 of this article, the abovementioned periods shall apply, where applicable, to that member and senior executive as well as any person related to any of them.

Article Twenty-Two: Providing the Authority with Documents and Records

The Company must provide the Authority with copies of any correspondence, documents or information available to shareholders or sent to them, unless they are disclosed through the Market.

Article Twenty-Three: Procedures of Disclosures and Announcements

1. The Company must establish procedures regarding the disclosure of significant developments in a way that ensures the Company's compliance with its obligations in this regard. Moreover, it must establish procedures for announcing financial information to ensure consistency of the announcement with these policies and the instructions of the Authority and the Market, with the continued follow-up of the Company's employees and the specialized staff in those entities, until the announcement is accepted and published. The procedures must include the names of the persons responsible for publishing in case of emergency events, the extent of their publishing authority, and the names of other persons in case the concerned person is not present during the event.
2. The Company shall use the disclosure forms and the Company announcement forms approved by the Authority and the Market, which in turn help organize the content of the information required to be available in the announcements of the listed companies. This is for the purpose of assisting shareholder companies in raising and enhancing the level of transparency and disclosure and aiding investors in making their investment decisions based on complete and accurate information.

Article Twenty-Four: Final Provisions

1. This policy is subject to annual review as part of the Company's Corporate Governance Review or when new instructions or regulations are issued by the competent authorities. Moreover, this policy is considered complementary to the Company's Statute and Governance Regulations.

2. The content of this policy shall be implemented and complied with by the Company as of the date of its approval by the ordinary General Assembly and shall be published on the Company's website to enable shareholders, the public and stakeholders to review them. The content of this policy shall be amended, as needed, provided that the amendment shall be presented to the Board at its nearest meeting for approval.
3. This policy is owned by the Company and may not be reproduced or disclosed, in whole or in part, without a written permission of the Company.