عناية السعودية
SAUDI ENAYA

Board of Directors Annual Report

For Financial Year Ended on 31 December 2021

Saudi Enaya Cooperative Insurance Company
شركة عناية السعودية للتأمين التعاوني

شركة مساهمة برأس مال : ١٥٠,٠٠٠,٠٠٠ ر س | السجل التجاري ٤٠٣٠٢٢٣٥٢٨ | مرخص لها برقم ترخيص : ت م ن /٣٢/ ٢٠١٢٨ | خاضعة لرقابة وإشراف البنك المركزي السعودي

هاتف: ٤١٢٠ ٩٢٠٠ ٩٦٦+ | فاكس : ٣٧٤٠ ٥٩٢ ١٢ ٩٦٦+ | صندوق بريد: ٣٥٢٨ ، جدة ٢١٤٨١ | العنوان الوطني : ٨٤٣٣ الامير سلطان - حي الروضة جدة ٢٣٤٣٥ – ٢٠٨٣ المملكة العربية السعودية

A joint stock company with a capital of SR 150,000,000 | Commercial Registration 4030223528 | License Number: 20128 / 32 / ت م ن | It is controlled and supervised by SAMA

Phone: + 966 9200 4120 | Fax: + 966 12 592 3740 | P.O.Box: 3528. Jeddah 21481| National Address: 8433 Prince Sultan - Rawdah district Jeddah 2083 - 23435 Kingdom of Saudi Arabia

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SAUDI ENAYA عناية السعودية

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❖ Chairman's Message

To: Shareholders of Saudi Enaya Cooperative Insurance Company

Greetings,

On behalf of the Board of Directors of Saudi Enaya Cooperative Insurance, I present to you the Board of Directors report for the year ended December 31, 2021, including a brief explanation of the company's activity, business, performance, audited financial statements for the fiscal year ended December 31, 2021, , in addition to Information relating to the company's board of directors and its committees, the terms of reference of each committee, the disclosures of the board directors, a summary of the most prominent strategic decisions during the year 2021, and a brief account of the most important developments and achievements and the risks related to the company and how to manage it, and the operation regulations in accordance with the relevant laws such as the Saudi Companies Law and the Corporate Governance Regulations issued by the Capital Market Authority, and the extent of the company compliance with the regulations issued by the supervisory authorities, as well as other information that you can find in it and covers all the necessary aspects that must be mentioned through this report.

I am pleased to thank the custodian of the Two Holy Mosques and his crown prince for continuing the support provided by the state to mitigate the effects of the emerging Corona pandemic, which has had a positive impact on the Saudi economy in general and on the financial sector in particular, including insurance.

In conclusion, I would like to extend my sincere thanks to the shareholders and employees for their efforts which are effective in improving the company performance. I would also like to extend my sincere thanks to our valued customers who have placed their trust in Saudi Enaya. We, in Saudi Enaya, we look forward to further successes and achievements in the coming years.

❖ CEO's Message

In 2021, the company went through many challenges that it was able to overcome in a positive way, reflected in growth of its business, increased level of compliance with rules and regulations, and increased level of effectiveness of internal control in the company. From an administrative point of view, the management has reviewed the processes assigned to medical claims, networks and approvals, improved the quality of work and electronic connectivity so that we can immediately access financial and operational reports.

The company has also developed electronic channels for sales and serving its customers, and has strengthened the relationship with shareholders by communicating with them. A law firm (Majid Mohammed Alawi's office) has also been appointed to deal with delinquent accounts and collection of past due payments.

With regard to the strategic plans, the company worked on the project for the merger with Amana and appointed a consultant for financial, operational, and human resources integration aspects.

❖ Main activities

Saudi Enaya Cooperative Insurance Company is a Saudi public joint stock company listed on the Saudi Stock Exchange on 05/04/1433 AH corresponding to 27/02/2012 AD, and registered in Kingdom of Saudi Arabia under Commercial Registration No. 4030223528 on 27/03/1433 AH, corresponding to 19/02/2012 AD.

The company activity is to carry out cooperative health insurance businesses in accordance with the provisions of the Cooperative Insurance Companies Control Law and its implementing regulations and the regulations and rules in applicable in Kingdom of Saudi Arabia and all those related to these businesses such as reinsurance, agencies, representation, correspondence, or mediation. The company may carry out all works required to achieve its objectives, whether in the field of insurance or investing its funds.

According to the company's articles of association and memorandum of association, the company's first financial year commences from the date of the Ministerial Resolution issuance announcing the establishment of the company No. (98 / s) dated 16/03/1433 AH corresponding to 08/02/2012 AD and ends on 31st December in the following year.

The financial statements of the last year, which cover a period of 12 months, starting from 17/05/1442 AH corresponding to 01/01/2021 and ending on 27/05/1443 AH, 31/12/2021, are the nineth financial statements of the company since its inception.

Activity	Activity income	Percentage
Health insurance	218,502	100%

❖ Saudi Central Bank approves license to engage in activity for the company

On 27/09/1442 AH, corresponding to 08/05/2021 AD, the company obtained a renewal of the license to practice the activity for a period of three years ending on 24/10/1445 AH corresponding to 02/05/2024 AD. The company also obtained a license to open a branch in the city of Riyadh, according to the Saudi Central Bank letter No. 341000103587 dated 23 Shaban 1434 AH corresponding to 07/02/2013 AD.

❖ Cooperative Health Insurance Board approves the rehabilitation of the company

On 12/12/1442 AH corresponding to 21/07/2021 AD, the company obtained the renewal of the qualification of the Council of Cooperative Health Insurance for a period of three years ending on 15/01/1446 AH corresponding to 21/07/2024 AD.

❖ Commencement of Operations

The company started operations and selling medical insurance products on 01/01/2013, and that date is considered the beginning of the actual operations of the Saudi Enaya Cooperative Insurance Company operations and divisions, and the company has made great efforts towards the success of the tasks of its executive management by applying the rules and regulations of the regulatory authorities which are the Saudi Central Bank, Council of Cooperative Health Insurance and the Capital Market Authority during 2021.

❖ Important plans and resolutions during the period

- Signing a binding merger agreement with Amana Cooperative Insurance Company for the merger of the two companies.
- Appointing an integration consultant to work on the development of the plan to merge the operational and financial processes and insurance products of the two companies and the best IT system for the company after the merger.

❖ Future expectations and risks

Future expectations:

The company expects to continue the merger project, which aims to improve the company's Solvency, increase its market share, and strengthen its financial position by offering more insurance products after the merger.

The company has also prepared an alternative plan if the merger is not completed or not approved for any reason. The capital will be increased and a general assembly will be called to vote on it.

Annual Risk Management Report (2021):

The Risk Management Department is an independent internal control Department that continuously monitors the external and internal risk factors and to coordinate with other departments on an ongoing basis, to create a culture of risk awareness, and to support and monitor policies for the application of accepted and approved risks to determine the acceptable risks to the company. The company has developed and proposed to implement an improved risk management framework that is appropriate to the company's risk culture and provides a high-level view of the Company's approach to risk management. Risk Management Department works continuously to identify and evaluate risks and their controls.

During 2021, our efforts focused on corporate governance and customer claims as we managed and strengthened weaknesses in both areas. Also, we continued to enhance our risk management and governance practices in response to the company's growth. We have built on all aspects of our risk management framework, including:

- Developing and strengthening our internal policies and procedures.
- Improving ongoing risk reporting mainly in relation to risk appetite.
- Enhancing the company's risk management culture through training and awareness.

In 2021, risk management focused on improving business continuity and work-from-home policy, rectifying observations from the Central Bank, promoting risk management activities and adhering to regulations and instructions. The specific risk categories in the risk management strategy being pursued are described below. Some strategic risks are:

- Pricing Risk
- Underwriting Risk
- Claims Risk
- Operational Risk

- IT and cybersecurity Risk
- Reputational Risk
- Market Risk

Summary of the Financial Position as of December 31, 2021

Insurance Operations Assets	2017	2018	2019	2020	2021
	000' SR	000' SR	000' SR	000' SR	000' SR
Cash and cash equivalents	32,389	16,484	14,590	13,641	49,959
Insurance premiums receivable, net	114,890	17,429	44,859	49,116	58,486
Amount receivable from shareholder operations	37,203	96,298	93,217	99,230	139,901
Receivables of reinsurers	0	0	2,995	191	0
Reinsurers' share of unearned premiums	0	0	0	0	0
Reinsurers' share of claims under settlement	798	8,570	1,128	119	0
Costs of acquiring deferred insurance policies	8,924	1,035	2,851	3,230	6,926
Advance payments and other assets	27,806	14,262	12,653	5,956	6,108
Intangible assets	1,396	1,157	1,106	1,082	899
Furniture, fixtures, and office equipment	1,930	2,450	2,392	2,173	1,523
Right to use assets, net	0	0	0	2,743	679
Total Insurance Operations Assets	**225,336**	**157,685**	**175,791**	**177,481**	**264,481**

Shareholders' Assets	2017	2018	2019	2020	2021
	000' SR	000' SR	000' SR	000' SR	000' SR
Cash and cash equivalents	423	40,237	62,785	101,585	109,193
Murabaha deposits	134,863	82,882	76,036	40,068	77,908
Investments	34,489	12,695	72,950	68,376	1,668
Advance payments and other assets	921	1,119	2,322	824	5,531

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Commissions payable on statutory deposits	1,460	2,318	3,492	4,377	4,545
Amounts due from insurance operations	0	0	0	0	0
Statutory deposit	30,000	30,000	45,000	22,500	22,500
Total Shareholder Assets	202,156	169,251	262,585	237,730	221,345
Total Assets	**427,492**	**326,936**	**438,376**	**415,211**	**485,826**

Insurance Operations Liabilities	**2017**	**2018**	**2019**	**2020**	**2021**
	000' SR	000' SR	000' SR	000' SR	000' SR
Unearned insurance premiums	148,377	20,338	75,920	67,504	108,727
Outstanding claims and other technical reserves	49,137	63,364	58,719	67,152	97,469
Reinsurance payable	873	939	0	0	0
Amounts due from insurance operations	0	0	0	0	0
Provisions for end-of-service benefits	4,207	5,808	5,934	4,970	5,787
Accrued expenses and other liabilities	26,949	66,462	34,994	34,629	49,315
Rental obligations	0	0	0	2,218	2,250
Total Insurance Operation Liabilities	**229,543**	**156,911**	**175,567**	**176,473**	**263,548**

Shareholders' requirements	**2017**	**2018**	**2019**	**2020**	**2021**
	000' SR	000' SR	000'SR	000'SR	000'SR
Accrued expenses and other liabilities	267	4,645	1,238	1,396	4,894
Zakat payable	8,298	10,698	15,498	12,000	13,250
Amounts due from insurance operations	37,203	96,298	93,217	99,230	139,901
Commissions payable on statutory deposits	1,460	2,318	3,492	4,377	4,545
Total Shareholder Liabilities	**47,228**	**113,959**	**113,445**	**117,003**	**162,590**

Saudi Enaya Cooperative Insurance Company
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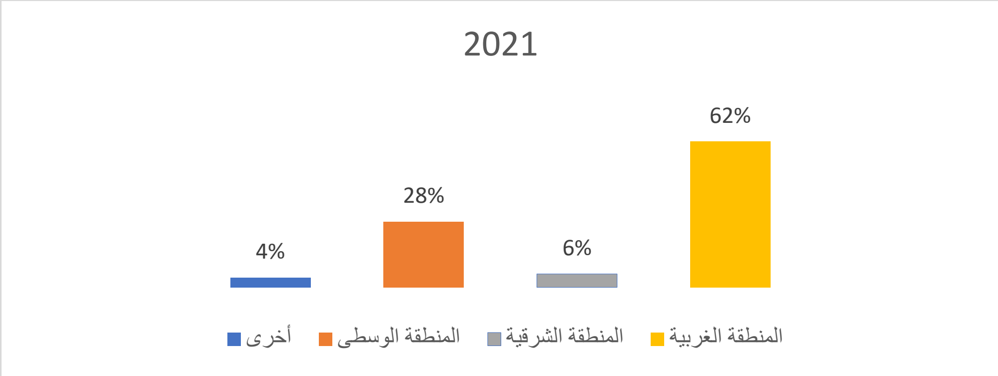
Shareholders' Equity	2017	2018	2019	2020	2021
	000' SR	000' SR	000' SR	000' SR	000' SR
Capital	200,000	100,000	300,000	150,000	150,000
Accumulated losses	-45,072	-44,708	-150,860	-29,273	-91,245
Total shareholders’ equity	154,928	55,292	149,140	120,727	58,755
Total shareholders’ equity and liabilities	202,156	169,251	262,585	237,730	221,345
Reserve for remeasurement of end-of-service benefits	0	774	224	1,008	933
Total Liabilities	**431,699**	**326,936**	**438,376**	**415,211**	**485,826**

Revenues & Profits	2017	2018	2019	2020	2021
	000' SR	000' SR	000' SR	000' SR	000' SR
Revenue	175,082	243,925	98,446	174,290	177,279
Cost of revenue	134,332	286,855	143,422	157,429	199,025
Total profit	40,750	-42,930	-44,976	16,861	-21,746
Net Loss	**-14,519**	**-94,235**	**-106,152**	**-28,413**	**-61,972**

- Geographical analysis of total premiums subscribed until the end of December 31, 2021

Year	Geographical analysis of the company's total revenues up to the end of December 31, 2021				
	Total	Other	Central Region	Eastern Region	Western Region
2021	218,502	9,286	61,141	12,546	135,529



Summary of insurance and shareholder business results

Summary of comparative results	December 31, 2020	December 31, 2021	Variables (+) or (-)	%
	000' SR	000' SR		
Total underwritten premiums	165,874	218,502	52,628	%32
Net premiums earned	174,290	177,279	2,989	%2
Total claims paid	139,752	152,024	12,272	%9
Net incurred claims	152,122	162,414	10,292	%7
Net underwriting result	16,861	-21,746	(38,607)	%229-
Other income	2,257	98	(2,159)	%96-
Total general and administrative expenses, sale and marketing	52,376	41,012	(11,364)	%22-
Deficit from insurance operations	-33,258	-62,660	(29,402)	%88
Total shareholders general and administrative expenses of	3,622	4,315	693	%19
Investment income (loss)	4,969	8,990	4,021	%81
Net loss for the period before zakat	-31,911	-59,403	(27,492)	%86
Loss per share (SR)	**-1.89**	**-4.13**	**(2)**	**%119**

Accounting standards

The company's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) approved in Saudi Arabia and other issues approved by the Saudi Authority of Chartered Accountants (SOCPA).

❖ Subsidiaries of Saudi Enaya

The company does not own any subsidiary within or outside the Kingdom.

❖ Details of shares and debt instruments issued by each Saudi Enaya subsidiary

The company does not own any subsidiaries within or outside the Kingdom. Accordingly, there are no shares and debt instruments issued by any subsidiary of the company.

❖ Company's dividend policy

Article 45 of the company's Articles of Association provides that the profits will be calculated and distributed to shareholders as follows:

- Deducting Zakat and assessed income tax.
- Deducting 20% of the net profits to form a statutory reserve. The Ordinary General Assembly may stop this deduction when the aforementioned reserve reaches a total of (100%) of the paid-up capital.
- The Ordinary General Assembly, when determining the share of shares in the net profits, may decide to create other reserves to the extent that achieves the interests of the company or ensures that fixed profits are distributed as much as possible to the shareholders.
- The Company net annual profits that it determines shall be distributed after deducting all general expenses and other costs and creating the necessary reserves to face doubtful debts, investment losses and contingent liabilities that the Board of Directors deems necessary in accordance with the provisions of the Cooperative Insurance Companies Control Law and the provisions issued by the Saudi Central Bank. From the remainder part of the profits after deducting the reserves determined according to the relevant regulations and zakat, a percentage of not less than (5%) percent of the paid capital shall be allocated for distribution to shareholders according to what is proposed by the Board of Directors and decided by the General Assembly. If the remaining percentage of the profits due to shareholders is not sufficient to pay this percentage, the shareholders may not claim for paying them in the following year or years, and the general assembly may not decide to distribute a percentage of the profits to what was proposed by the Board of Directors. Article 45 of the Company's Statute provides for the calculation and distribution of dividends to shareholders as follows:

❖ Description of any interest, contractual securities and subscription rights in shares or debt instruments of the company held by Directors or senior executives

There is no interest in voting shares category owned by any persons.

❖ Description of the classes and numbers of any debt instruments convertible into shares or any contractual securities or subscription rights issued or granted by the company during the fiscal year

The below table shows the interest that the directors, senior executives, and their relatives have in the shares of the company, including the shares of guaranteeing membership in the Board, noting that the company has not issued or granted any debt instruments.

Description of any interest of board members, senior executives and their relatives in the shares or instruments of the company's debt or any subsidiaries

Name	Beginning of the year		End of the year		Net change	Change percentage
	Number of shares	Debt instruments	Number of shares	Debt instruments	Number of shares	%
Faisal Farouk Tamer	125	0	125	0	0	0
Aldana Khalid Al-Juffali	10,000	0	10,000	0	0	0
Cornelius Alexander Ankel	0	0	0	0	0	0
Munich Re Company	2,250,000	0	2,250,000	0	0	0
Khaled Abed Gama	0	0	0	0	0	0
Khalid Ahmed Juffali Company	250,000	0	250,000	0	0	0
Amr Mohamed Khashoggi	0	0	0	0	0	0
Hamad Al-Mehyas Al Ali	0	0	0	0	0	0
National Health Insurance Company (Guarantee)	1,500,000	0	1,500,000	0	0	0
Sultan AbdulRauf	0	0	0	0	0	0
Abdullah Mohsen Al-Nimri	0	0	0	0	0	0
Mohamed Abdullah Al-Dar	0	0	0	0	0	0

❖ Information on loans to the company

The company did not borrow during the period and there are no loans due, and it acknowledges this.

❖ Description of the classes and numbers of any debt instruments convertible into shares or any contractual securities or subscription rights issued or granted by the company

The Company has not issued or granted any debt instruments convertible into shares, or any contractual securities, subscription right notes, or similar rights during the period.

❖ Description of any transfer or subscription rights under debt instruments convertible into shares, contractual securities or subscription notes issued or granted by the company

The Company has not issued or granted any debt instruments convertible into shares, or any contractual securities, subscription right notes, or similar rights during the period.

❖ Description of any refund, purchase or cancellation from the company of any redeemable debt instruments

The company has not recovered, purchased, cancelled, issued or granted any redeemable debt instruments.

❖ Number of general assembly meetings and attendance record

	Number of meetings (2) meetings during 2021	
Name	**AGM (First Meeting) 31/05/2021**	**AGM (First meeting) 07/03/2021**
Faisal Farouk Tamer	X	✓
Aldana Khalid Al-Juffali	✓	✓
Amr Mohamed Khashoggi	✓	✓
Mohamed Abdullah Al-Dar	✓	Not appointed
Abdullah Mohsen Al-Nimri	X	Not appointed
Cornelius Alexander Ankel	X	X
Khalid Abed Gama	✓	✓
Hamad Al-Mehyas Al Ali	X	X

❖ Number of Board meetings and attendance record

Number of meetings (8) meetings during 2021										
	Name	Status of the member	1st meeting 25/02/2021	2nd meeting 11/03/2021	3rd meeting 05/04/2021	4th meeting 13/04/2021	5th meeting 09/05/2021	6th meeting 17/08/2021	7th meeting 31/08/2021	8th meeting 28/11/2021
1	Amr Khashoggi	Chairman		1	1	1	1	1	1	1
1	Amr Khashoggi	Board Member	1	Chairman of the Board for the fourth session						
2	Faisal Tamer	Vice Chairman		1	1	Excused	1	1	1	1
2	Faisal Tamer	Chairman	1	Vice-chairman of the Board for the fourth session						
3	Dana Al-Juffali	Board Member		1	1	1	1	1	1	1
3	Dana Al-Juffali	Vice Chairman	1	Board member at the fourth session						
4	Khaled Gama	Board Member	1	1	1	1	1	1	1	1
5	Alexander Ankel	Board Member	1	1	1	Excused	1	1	1	1
6	Hamad Al-Mehyas	Board Member	1	1	1	1	Excused	1	1	1
7	Mohamed Al-Dar	Board Member	Not appointed	1	1	1	1	1	1	1
8	Abdullah Al-Nimri	Board Member	Not appointed	1	1	1	1	Excused	1	1

❖ Number of company requests for shareholders' register, dates, and reasons

Number of company requests for shareholders' register	Application date	Reasons for request
1	30/05/2021	Company procedures
2	07/07/2021	Company procedures
3	02/11/2021	Company procedures
4	09/12/2021	Company procedures
5	27/12/2021	Company procedures
6	29/12/2021	Company procedures

❖ Insurance contracts with companies related to the board members

(Members with direct or indirect interests are: Dana Khaled Al-Juffali)

Company name	Member with direct or indirect interests	Inception date	Expiry date	Total premiums	Policy No.
Khalid Ahmed Juffali Company	Dana Juffali	14/06/2021	31/05/2022	20,933.71	22829
Khalid Juffali Industrial Co., Ltd.	Dana Juffali	18/05/2021	02/05/2022	201,573.08	21663
Khalid Juffali Construction Co., Ltd.	Dana Juffali	10/05/2021	30/04/2022	58,384.44	21560
Khalid Juffali Energy Co.	Dana Juffali	10/05/2021	30/04/2022	13,775.00	21559
Gap Corp Saudi Arabia Ltd.	Dana Juffali	10/05/2021	30/04/2022	197,250.92	21558
Al-Dana International Marketing Company	Dana Juffali	10/05/2021	30/04/2022	19,154.64	21557
Lonsdale & Associates-Insurance	Dana Juffali	10/05/2021	30/04/2022	260,019.86	21556
Khalid Juffali Company	Dana Juffali	10/05/2021	30/04/2022	642,407.70	21555
Khalid Juffali Construction Co., Ltd.	Dana Juffali	10/05/2021	30/04/2022	77,559.24	21408

❖ Other contracts with companies related to board members

- A payment to SBM Ltd for SAR 158,000 in 2021 for the purchase of IT equipment, licenses, and other services (members with direct or indirect interests: Dana Khalid Al Juffali).
- Commissions were paid to Lonsdale, which provides insurance services (insurance broker) worth SAR 28,000 in 2021 (members with direct or indirect interests: Dana Khalid Al Juffali).

❖ Waiver by any Director or senior executive of any salary or compensation

No director or senior executive has waived any salary or compensation.

❖ Waiver of any rights to dividends by a shareholder

No agreement or arrangements have been concluded providing for any shareholders to waive any rights for profits or dividends.

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❖ Means used by the Board of Directors in evaluating its performance

The performance evaluation model for the Board of Directors and the committees was developed and updated by the Remuneration and Nominations Committee. The evaluation was carried out internally through a self-assessment that ensured accuracy and avoidance of errors in the questionnaire. Additionally, the results of the performance and outputs of each member's self-evaluation and evaluation of the performance of other members is reviewed when the evaluation is conducted by a third party every three years.

❖ Regular payments

Statement	Payments made during 2021	Balance due as of December 31, 2021	Brief description
	000' SR	000' SR	
Zakat and income tax	2,737	13,250	Based on the decision of the Tax Disputes Committee, Saudi Enaya was exempted from paying zakat for 2019, 2018, 2017.
Supervisory and control fees (Central Bank of Saudi Arabia)	986	268	Central Bank supervision and control fees due for the fourth quarter of 2021 were paid in early 2022.
General Organization for Social Insurance	2,278	195	Social insurance due for December 2021 was paid in January 2022.
Supervision fees (Council of Cooperative Health Insurance)	1,973	536	The supervisory and oversight fees of the Council of Cooperative Health Insurance due for the fourth quarter of 2021 were paid during the first quarter of 2022.
Tadawul	302	-	
Passport office fees	449	-	Fees for exit and re-entry visas
Total	8,725	14,249	

❖ Investments and reserves created for the benefit of employees

No funds were created or any investments have been allocated for the employees benefit in the company. The company has employed the reserve for paying the end of service gratuity, according to the international accounting standards.

❖ Company acknowledgements

- That the accounting records were correctly prepared
- That the internal control system was prepared on sound bases and was effectively implemented
- There are no doubts about company's ability to continue its activities

❖ Auditors' Report

Auditors' report show that the company's financial statements represent the company's financial position as of December 31, 2021 as well as the results of operations and liquidity until the end of the year. The observations monitored were submitted to the Audit Committee for review of the current situation and assess the company's internal control for submission to the Board of Directors. The external auditor's report included an assessment of the company's internal control.

❖ Change of Auditors

The company shareholders chose Al-Azm (Crowe) and Al-Ayouti (Moore International) as external auditors.

❖ Details of treasury shares held by the company

There are no shares of the Treasury held by the company.

❖ What has been applied from the corporate governance regulation and what has not been applied and the reasons for this:

The company applies the provisions of the CMA's Corporate Governance Regulations except for the following articles:

Article No.	Text of article / paragraph	Fully applied	Partially applied	Not applied	Reason
41/E	The Board of Directors makes the necessary arrangements to obtain an external assessment of its performance every three years			√	Guiding article
85	Motivating employees The company develops programs to develop and stimulate the involvement and performance of the company's employees, provided that they include - in particular - the following: Programs for granting the employees shares in the company or a share of the profits it achieves and retirement programs, and the establishment of an independent fund to spend on these programs.			√	Guiding article
87	Social Responsibility: The Ordinary General Assembly - based on a proposal of the Board of Directors - sets a policy that ensures balance between its goals that society aspires to achieve for the purpose of developing the socioeconomic conditions of the community.			√	Guiding article
88	Social Work Initiative: The Board of Directors sets the programs and identifies the necessary means to present the company's initiatives in the field of social work. This includes the following 1. Setting measurement indicators that link the company's performance with the initiatives it offers in social work, and comparing that with other companies of similar activity. 2. Disclosing the goals of social responsibility that the company adopts to its employees, and their awareness and education. 3. Disclosing the plans to achieve social responsibility in the periodic reports related to the company's activities. Establishing community awareness programs to introduce the company's social responsibility.			√	Guiding article

❖ Composition of the Board of Directors, classification of its members and names of joint stock companies whose board member is a member of its Board of Directors

A. Board members

Name	Capacity of membership in the Board and / or membership of the Board committees	Current positions	Previous positions	Qualifications	Experience
Faisal Farouk Tamer	• Non-Executive Chairman until 07/03/2021 • Non-Executive - Vice Chairman from 08/03/2021 • Chairman of the Executive Committee	• Saudi Enaya Cooperative Insurance Company: Board Member • Farouk and Maamoun Tamer & Co. Board Member • Saudi Arabian Japanese Company: Chairman. • Arabia Pharmaceutical Products Co., Ltd.: Board member. • Tamer Group Companies: Board Member. • Scone International: Board Member. • United Gulf Healthcare Company: Chairman. • Italian Meals Company: Board member. • Luxury Elegance Company: Board Member	• Saudi Arabian Japanese Company: CEO • Executive Committee Chairman of Saudi Enaya Cooperative Insurance Company until 07/03/2021 • Member of the Nominations and Renumeration Committee of Saudi Enaya Company • Saudi Enaya Company Investment Committee Member	• MBA • Bachelor of Business Administration	28 years
Dana Khalid Ahmed Al-Juffali	• Board Member - Non-Executive from 08/03/2021 • Member of the Nominations and Renumeration Committee	• Saudi Enaya Cooperative Insurance Company is a member of the Board of Directors. • Khalid Ahmed Juffali Holding Company: Head of Business Development	• Siemens Ltd.: Project Manager & Learning and Development Manager • Vice Chairman of Saudi Enaya Cooperative Insurance Company until 07/03/2021 • Member of the Executive Committee of Saudi Enaya Insurance Company	• MBA • Bachelor of Management Science - International Business Administration	8 years
Cornelius Alexander Ankel	• Board Member - Non-Executive • Chairman of the Risk Committee	• Saudi Enaya Cooperative Insurance Company: Board Member. • ERGO Group AG: Chief Operating Officer ERGO International	• Khazanah Nasional Berhad's Insurance, Avicennia Capital Sdn. BHD., Malaysia: Group CEO • Allianz Global Corporate & Specialty SE Allianz, Singapore: Regional Chief Executive Officer Asia.	• Degree in Insurance from Humble Chamber of Comers University	24 years
Hamad Abdullah Al-Mehyas	• Board Member - Non-Executive • Member of the Executive Committee • Member of the Nominations and Renumeration Committee since 08/03/2021	• Saudi Enaya Cooperative Insurance Company: Board member. • Health Insurance Company (Daman) CEO. • Daman Healthcare Solutions, GmBH, Munich • Independent Health Information Technology Services – Member of the Board • Emirates Insurance Association - Chairman of the Technical Subcommittee to Support Settlement • Emirates Insurance Association - President of the High Technical	• National Health Insurance Company - Guarantee - CEO of Operations. • National Health Insurance Company - Guarantee - Chief Commercial Officer • MedNet GCC: Regional Managing Director • Ministry of Justice - Forensic Specialist • UAE National Biosecurity Committee – The UAE Cabinet- General Secretary	• Bachelor of Forensic Science • Master on DNA Profiling	26 years

		Committee and Chairman of the Technical Subcommittee on Life and Health Insurance. • Emirates Insurance Association - Vice Chairman			
Amr Mohamed Khaled Khashoggi	• Chairman - Independent from 08/03/2021 • Chairman of the Nominations and Renumeration Committee until 07/03/2021 • Member of the Risk Committee until 07/03/2021 • Member of the Executive Committee from 08/03/2021	• Saudi Enaya Cooperative Insurance Company: Board Member. • AMKEST AmKEST Group • Gypsum International Co., Ltd. 3G • National Food Industries Company • United Stores Company • Eastern Food Industries Co., Ltd. (Negera) • Middle East Healthcare Company • Qadroun Business owners and Disability Co., Ltd.	• Omar Qasim Al-Eysai Company • United Sugar Company • Conciliation Company for Plastic Bags and Textiles • National Biscuit and Confectionery Company • Omar Qasim Al-Eysai Marketing Company • Al-Ahli Takaful Company • Al-Jabs Civil Company is a public joint stock company • Board Member of Saudi Enaya Cooperative Insurance Company until 07/03/2021	• MBA from Yale University, USA • B.A. Business School Menlo, USA	39 years
Abdullah Mohsen Al-Nimri	• Board Member - Independent since 08/03/2021 • Member of the Investment Committee since 08/03/2021 • Chairman of the Nominations and Renumeration Committee since 08/03/2021	• National Sukuk Company.	• Ministry of Housing. • Ministry of Labor and Social Development. • The Foundation of The Good Example. • Abram Business Holding Company. • Emirates National Bank of Dubai Financial. • Deutsche Bank. • Al Rajhi Bank.	• MBA from King Fahd University of Petroleum and Minerals, Saudi Arabia • Bachelor of Marketing from King Fahd University of Petroleum and Minerals - Saudi Arabia	18 years
Mohamed Abdullah Al-Dar	• Board Member - Independent since 08/03/2021 • Chairman of the Investment Committee since 08/03/2021 • Member of the Risk Committee since 08/03/2021	•	• Hussein Al Ali Hospital. • Al-Mashari Hospital. • Medical care company. • Willis Saudi Arabia. • Sarak Gas Company (Aramco/Shell International). • AXA Cooperative Insurance Company. • General Social Insurance Corporation.	• Bachelor of Medicine and Surgery from The Kingdom of Bahrain	15 years
Ali Al-Azhari	• Member of the Audit Committee - Independent member from outside the Board	• Member in board and the Technical committee of accounting and auditing organization for Islamic financial institutions • Member of the Audit Committee, Saudi Enaya Cooperative Insurance Company		• US CPA • Holder Active US CPA licenses in the states of Illinois and Virginia	35 years
Khaled Abed Gama	• Board Member - Independent • Chairman of the Audit Committee • Member of the Nominations and Renumeration Committee	• Saudi Enaya Cooperative Insurance Company: Board Member • Charter Holding Company - CEO • Elaf Group - Board Member • Modern Sit-in Shopping Co., Ltd. - Board Member • Al Manara Integrated Group Company - Board Member & Director of the Administrative Committee	• SEDCO Capital member of the Investment Committee • Saudi British Bank - Head of Corporate Finance and Business Development in the Western Region, Member of the Western Risk and Credit Committee • Business Skills Supply Company - Member and Chairman • Anfal Capital Investment Company - Board Member	• Bachelor of Business Administration from King Abdulaziz University	28 years

		• Darat Al Arabiya Real Estate Development Co., Ltd. - Member of the Ghadara Council • Scone International Holding Company - Board Member • Rasrat Real Estate Investment Company - Board Member	• SEDCO Holding Company - Member of the Executive Committee • Central Laundries Company - Board Member • Al Manara Integrated Group Company - Board Member & Director of the Administrative Committee		
Kinana bin Hazam Al-Sharif	• Member of the Audit Committee - Independent from outside the Board • Independent risk committee member from outside the Board	• Saudi Enaya Cooperative Insurance Company - member of the Audit Committee. • Triple Professional Urban Development Company - CEO	• Arwad Al Arabiya Livestock and Feed Company - CEO • Asir Printing and Publishing Company - Al Watan Newspaper - Deputy General Manager • Abdul Khaleq Saeed Group - Vice Chairman • International Peace Hospital - Deputy Director General / Executive Director • NCB - Financial Controller - Corporate Finance and Director of Fixed Assets • Winnie Marie & Co. - Accountant - External Reviewer	• Bachelor of Accounting from King Abdulaziz University	29 years
Sultan Abdul Rauf	• Member of the Executive Committee - Executive • Member of the Investment Committee - Executive since 08/03/2021	• CEO of Saudi Enaya Insurance Company	• Chief Investment Officer - Saudi Research and Marketing Group • Head of Direct Corporate Investment - SEDCO Holdings • Head of Corporate Finance – SEDCO Capital • Head of Assets - SEDCO Capital • Assistant General Manager - Saudi American Bank • Senior Corporate Banker - NCB	• Master of Accounting and Financial Information System	27 years

B. Executive Management

Name	Post	Current Position	Previous Positions	Qualifications	Experiences
Sultan AbdulRauf	CEO	CEO	• Chief Investment Officer • Head of Direct Corporate Investment • Head of Corporate Finance • Head of Liquid Assets • Assistant General Manager • Senior Corporate Banker	- Master of Accounting and Financial Information System - CPA	27 years
Rami Al-Madhoun	Chief Financial Officer	Resigned on 31-08-2021	• Head of Finance • Director of Financial Services • Chief Treasury Operations • Credit accounts and payroll • Business Manager • Accounting Manager • Chief Financial Officer • Business Analyst • Financial Analyst	MBA	18 years
Abdullah Buri	Acting Chief Financial Officer	Acting Chief Financial Officer	• Financial controller • Assistant Portfolio Management Manager • Senior Accountant • Associate Financial Reviewer	Bachelor Accounting	11 years
Mazen Shahawi	Head of Internal Audit	Head of Internal Audit	• Customer Service Officer • Assistant Director - Operations • Director - Audit and Compliance • Chief operating officer • Head of Compliance • Head of Internal Audit • Head of Internal Audit and Compliance	Mini-Masters in Business Administration, Finance and Accounting Management B.A. in Business Administration	17 years
Mazen Shahawi	Acting Compliance Manager	Acting Compliance Manager	• Customer Service Officer • Director of Operations Assistant • Director of Audit and Compliance • Chief operating officer • Head of Compliance • Head of Internal Audit • Head of Internal Audit and Compliance	- Mini-Masters in Business Administration, Finance and Accounting Management - B.A. in Business Administration	17 years
Majid Hassan	Acting IT and Business Development Manager	Resigned on 11-04-2021	• Business Development Manager • Associate Management Trainee - Young Leaders Program	Bachelor of Science in Engineering	6 years
Wejdan Bakhribah	Acting Human Resources Manager	Acting Human Resources Manager	• Acting Director of Human Resources • Human Resources Business Partner • Assistant Director of Human Resources • Human Resources Officer • Claims Officer	Bachelor psychology	8 years
Dr. Ryan Al-Nuzha	Acting Cybersecurity Director	Acting Cybersecurity Director	• Acting Cybersecurity Director • Acting Cybersecurity Director • Project Manager • Associate Project Manager	Ph.D. in Business Administration	6 years
Alexander Lever	Internal Actuary	Internal Actuary	• Actuarial assistant • Senior Actuarial Analyst • Actuarial analyst	Bachelor's Degree	10 years

			• Actuarial Assistant • Trainee of The Victorian Models		
Abdul Jabbar Al-Marbai	Director of Customer Care	Director of Customer Care	• Account Manager • Director of Relations • Customer Care Officer	Bachelor of Marketing	14 years
Sami Al-Maliki	Commercial Director	Commercial Director	• Head of Business and SMEs • Regional Director - Western Region • Operations Manager • Director of Underwriting in the Western Region • Underwriting Officer	Bachelor of Communications	14 years
Thomas Wren	Underwriting Manager	Underwriting Manager	• Technical Services Manager • Seconded member • Project Manager • General Manager • Manager • CEO	MBA	25 years

❖ Board committees:

A. Audit Committee:

Committee Responsibilities and Functions

Providing recommendations to the Board of Directors to approve the appointment and reappointment of the external auditors and to ensure the independence of the external auditors from the company, the directors and senior management, to review and discuss the annual and quarterly financial statements, and to recommend to the Board of Directors before their issuance, to review the important accounting policies and procedures and the changes that may be made to them. The Committee prepares recommendations for the Board of Directors regarding the appropriateness of accounting policies for the business of the company, evaluation of the financial reports issued by the company, review and approval of the internal audit department's plan and its work team, study and approve the compliance management plan and follow up on its implementation, evaluate the level of efficiency, effectiveness and objectivity of the work of the external auditors and the internal audit department, compliance department, or compliance officer.

Reviewing and considering the actuarial reports and submitting recommendations to the Board of Directors, considering the observations of SAMA and the relevant supervisory and control authorities regarding any statutory violations or requesting corrective actions and submitting recommendations regarding them to the Board of Directors, reviewing the final annual financial statements and submitting the recommendation to the Board of Directors for review and approval to take action and issue the necessary decisions and following up on the management's response to the remarks made by the internal and external auditors, and conducting an annual review of the performance of the external auditors.

Name	Member Status	Audit Committee meetings: (6) meetings during 2021					
		1st meeting 28/01/2021	2nd meeting 05/03/2021	3rd meeting 12/06/2021	4th meeting 07/08/2021	5th meeting 27/10/2021	6th meeting 25/12/2021
Khalid Gama	Chairman	✓	✓	✓	✓	✓	✓
Ali Al-Azhari	Member	Excused	✓	✓	✓	✓	✓
Kinana Al-Sharif	Member	✓	✓	✓	✓	✓	✓

Audit Committee Members' Renumeration in 2021

Name	Fixed remuneration recorded in the fiscal year 2021	Meeting attendance allowance	Total
Khalid Gama	SAR 127,808	SAR 9,000	SAR 136,808
Kinana Al-Sharif	SAR 102,247	SAR 15,000	SAR 117,247
Ali Al-Azhari	SAR 102,247	SAR 12,500	SAR 114,747
Total	SAR 332,302	SAR 36,500	SAR 368,802

B. Nominations and Remuneration Committee

Committee Responsibilities and Functions

Conducting the annual review of the required needs of appropriate skills for membership of the Board of Directors and preparing a description of the capabilities and qualifications required for membership of the Board of Directors, including determining the time that the member should allocate to the businesses of the Board, reviewing the structure of the Board of Directors and making recommendations regarding the changes that may be made and identifying weaknesses and strengths in the board of directors, proposing treatment in accordance with the interest of the company, setting standards for determining the independence of the board directors, ensuring that there is no conflict of interest if the director is a director in another company, setting up a policy for rewards and incentives for directors and the senior executives of the company, and organizing the efforts of each director and the senior executives in implementing the strategic objectives of the company, and evaluating the Nomination and Remuneration Committee (NRC) of their personal performance against the goals set by the Board of Directors.

Name	Member Status	NRC meetings: (2) meetings during 2021		
		1st meeting 18/01/2021	2nd meeting 24/04/2021	3rd meeting 12/07/2021
Abdullah Al-Nimri	Chairman	Not appointed	✓	✓
Amr Khashoggi	Member	✓	Not appointed	Not appointed
Hamad Al-Mehyas	Member	Not appointed	✓	✓
Khaled Gama	Member	✓	✓	✓
Dana Al-Juffali	Member	✓	✓	✓

NRC Members' Renumeration in 2021		
Name	Meeting attendance allowance	Total
Abdullah Al-Nimri	SAR 1,500	SAR 3,000
Amr Khashoggi	SAR 1,500	SAR 1,500
Hamad Al-Mehyas	SAR 1,500	SAR 3,000
Khaled Gama	SAR 1,500	SAR 4,500
Dana Al-Juffali	SAR 1,500	SAR 4,500
Total	SAR 7,500	SAR 16,500

C. Executive Committee

Committee Responsibilities and Functions

Reviewing the financial performance of the company and approving the budgets and projected financial statements and the subsequent capital and investment expenditures and the annual and quarterly work plan in addition to submitting recommendations to the Board of Directors and carrying out any works based on the authorization of the Company's Board of Directors, providing assistance to the Chairman of the Board and studying projects related to investment in other companies, establishing new companies and projects, acquiring other companies, submitting recommendations to the Board of Directors, discussing and making decisions related to urgent issues that need urgent decision-making, ensuring the development and preparation of strategic plans that achieve the company's goals, preparing and reviewing annual and long-term financial goals and strategies, and providing the necessary recommendations to the Board of Directors, reviewing and preparing the necessary recommendations for the Board of Directors regarding the company's business and the extent of its impact on the future of the company to achieve the desired goals to improve the quality of services .

Name	Member Status	Executive Committee meetings: (6) meetings during 2021					
		1st meeting 24/02/2021	2nd meeting 03/05/2021	3rd meeting 15/08/2021	4th meeting 22/11/2021	5th meeting 15/12/2021	6th meeting 28/12/2021
Faisal Tamer	Chairman	✓	✓	✓	✓	✓	✓
Amr Khashoggi	Member	Not appointed	✓	✓	✓	✓	✓
Hamad Al-Mehyas	Member	✓	✓	✓	✓	✓	✓
Sultan AbdulRauf	Member	✓	✓	✓	✓	✓	✓

	Executive Committee Members' Renumeration in 2021	
Name	Meeting attendance allowance	Total
Faisal Tamer	SAR 1,500	SAR 9,000
Amr Khashoggi	SAR 1,500	SAR 7,500
Hamad Al-Mehyas	SAR 1,500	SAR 9,000
Sultan AbdulRauf	SAR 2,500	SAR 15,500
Total	SAR 7,000	SAR 40,500

D. Investment Committee:

Committee Responsibilities and Functions

The Investment Committee oversees the investment activities of the company and ensures the professional and appropriate attention to the needs and requirements of the company and its obligations and its full compliance with the prevailing regulations, assisting in controlling and rationalizing the level of risks, determining the investment policies of the company and submitting recommendations regarding them to the Board of Directors for approval and supervising the implementation of the investment policies of the company.

Name	Member Status	Investment Committee meetings: (3) meetings during 2021		
		1st meeting 20/06/2021	2nd meeting 11/10/2021	3rd meeting 08/12/2021
Dr. Mohammed Al-Dar	Chairman	✓	✓	✓
Abdullah Al-Nimri	Member	Excused	Excused	Excused
Sultan AbdulRauf	Member	✓	✓	✓

Investment Committee Members' Renumeration in 2021		
Name	Meeting attendance allowance	Total
Dr. Mohammed Al-Dar	SAR 1,500	SAR 4,500
Abdullah Al-Nimri	SAR 1,500	SAR 0
Sultan AbdulRauf	SAR 2,500	SAR 7,500
Total	SAR 5,500	SAR 12,000

E. Risk Committee:

Committee Responsibilities and Functions

The main objective of the Risk Committee is to assist the Board of Directors to identify the risks that may expose the company to risk, maintaining acceptable risk data for the company, supervising the risk management system, evaluating its effectiveness, defining a comprehensive strategy for managing the company's risks, and reviewing risk management policies.

Name	Member Status	Risk Committee meetings: (2) meetings during 2021	
		1st meeting 06/10/2021	2nd meeting 01/12/2021
Cornelius Alexander Ankel	Chairman	✓	✓
Kinana Al-Sharif	Member	✓	✓
Dr. Mohammed Al-Dar	Member	Excused	✓

Risk Committee Members' Renumeration in 2021		
Name	Meeting attendance allowance	Total
Cornelius Alexander Ankel	SAR 1,500	SAR 3,000
Kinana Al-Sharif	SAR 2,500	SAR 5,000
Dr. Mohammed Al-Dar	SAR 1,500	SAR 1,500
Total	SAR 5,500	SAR 9,500

❖ Benefits and renumeration of board members, committee members, and senior executives

In determining the rewards of the members of the Board, committee members, and executive management, the Board of Directors relied on the company's policy of rewarding the members of the Board of Directors, committee members, and executive management approved by the General Assembly of Shareholders on 14 December 2020, which included the following rules and criteria in awarding bonuses:

Remuneration policy and how it is defined:

Article 4: Remuneration rules and standards

A. General rules and standards: Without prejudice to the provisions of the Companies Law, the Financial Market Law and their implementing regulations, and the Company's Articles of Association, the following rules and standards are taken into consideration in determining the remunerations of directors, and members of committees and executive management:

1) Remunerations should be based on the recommendation of the Nomination and Remuneration Committee.
2) Focus must be on enhancing effective risk management and achieving the safety and stability of the company's financial position
3) Linking remunerations and compensations to performance
4) It should be ensured that the level and structure of remunerations and compensations is:
    - Fair
    - Compatible with the goals and strategy of the company
    - Encourages prudential practices and not taking high risks to achieve short-term returns, and is in conformity with the company's risk management policy approved by the Board
    - The remunerations are presented for the purpose of urging the members of the board of directors and the executive management to make the company successful and develop in the long term, for example, by linking the variable part of the remunerations with performance in the long term.
    - The remunerations are determined based on the job level, the tasks and responsibilities entrusted to its holder, the academic qualifications, the practical experiences, the skills, and the level of performance.
    - Taking into account the practices of other companies in determining remunerations, while avoiding the unjustified increase in rewards and compensation that may result from that.
    - It should aim to attract, maintain and stimulate professional competencies, while not exaggerating them.
    - It should not cause any conflict of interest that would negatively affect the performance of the company
    - It should aim to achieve the interests of the insured and the shareholders, and the company's long-term strategic goals
5) It is not allowed for a member of the board of directors or senior management (except for sales managers) to get commissions or bonuses for the work they contribute in its conclusion in the interest of the company. In addition, it is not allowed to directly link any part of the remunerations and compensations of a member of the board of directors or senior management (except for sales managers) to the company's business volume (insurance premiums).
6) Remunerations shall be prepared in coordination with the Nomination Committee upon new appointments.
7) If it appears that the remuneration has been decided on the basis of inaccurate information provided by a member of the board of directors or any of the committees or the executive management, then its

disbursement will be suspended or regular measures will be taken towards its recovery in the event it has been disbursed in order to prevent the exploitation of the employment situation to obtain undue rewards.

B. Remunerations of Board Members and Committees:

1) The remunerations that each member gets should not exceed the limits of what is set out in the Company's Articles of Association, and the remunerations of the members of the board of directors - for their membership in the board or committees - is a certain amount, attendance allowance for sessions, benefits in kind, or a certain percentage of the net profits, and it is allowed to combine two or more of these benefits, based on the recommendation of the Company's Nomination and Remuneration Committee.

2) The independent directors' remuneration must not be a percentage of the company's profits or be based directly or indirectly on the company's profits.

3) The members of the Board or its committees (whether the member is in or out the board) may be granted an annual reward, based on the recommendation of the Company's Nominations and Remuneration Committee.

4) Rewards and allowances are paid during the month of December, after being approved by the Committees Secretariat.

5) The allowances for attending the meetings of the Board of Directors and its committees are determined as follows:

Category	Allowance
Allowance for attending Board meetings	SAR 3,000
Allowance for attending meetings of committees of the board (for board members)	SAR 1,500
Allowance for attending meetings of committees of the board (for non-board members)	SAR 2,500

6) The remunerations of the members of the Board of Directors and its committees are determined as follows:

Category	Annual Remuneration
Chairman of the Board Remuneration	SAR 180,000
Board Members Remuneration	SAR 140,000
Audit committee Members Remuneration	SAR 120,000
Audit Committee Chairman	SAR 150,000
NRC, Risk independent Members (Non- Board Members) Remuneration	SAR 60,000

Each member of the Board of Directors and its committees (whether their members are from the board members or from outside), including the board chairman, shall be paid the value of the actual expenses they incur in order to attend the meetings of the Board or its committees, including travel, accommodation and subsistence expenses.

1) A director may get a remuneration in return for his membership in the audit committee formed by the General Assembly, or for any businesses, executive, technical, administrative or advisory positions - under a professional license - additional assigned to it by the company, in addition to the remuneration he gets as a director and in the committees formed by the Board of Directors, in accordance with the Companies Law and the Company's Articles of Association.

2) Remuneration may be granted to members of the Board of Directors and committees in the form of shares, after fulfilling all the statutory controls established in this regard. In such case the entered value of shares shall be the market value in the due date.

3) The remunerations of members of the board of directors and committees may be of varying value to reflect the member’s experience, competencies, tasks entrusted to him, his independence, and the number of meetings he attends, among other considerations.

4) If the General Assembly decides to terminate the membership of a member of the Board of Directors who is absent in three successive meetings of the Board without a legitimate excuse, this member shall not be entitled to any remuneration for the period following the last meeting he attended, and he must return all the remunerations that was paid to him for that period.

5) If the Audit Committee or the Capital Market Authority finds that the remuneration paid to any of the members of the board of directors is based on incorrect or misleading information that was presented to the General Assembly or included in the annual report of the Board of Directors, he must return them to the company, and the company has the right to ask him to return them.

6) Members must provide us with a copy of the bank account signed by them.

C. Remuneration of senior executives:

1) The Board of Directors - based on the recommendation of the Nomination and Remuneration Committee - determines the types of remuneration that will be granted to senior executives in the company, such as fixed remunerations or remunerations related to performance.

2) Senior executives are awarded annual remunerations based on the performance appraisal, in addition to compensation and fixed remunerations according to their employment contracts.

3) Remunerations may be granted to senior executives in the form of shares, after fulfilling all the statutory controls established in this regard. In such case the entered value of shares shall be the market value in the due date.

The evaluation of the performance of the senior executives is based mainly on their professional performance during the year and the extent of their professional interaction in achieving the company's strategic goals.

Relationship between remunerations granted and Remuneration Policy:

The remunerations granted to members of the Board of Directors and executive management during the year 2021 are in line with the remuneration policy approved by the Annual General Assembly on 29/04/1442 AH corresponding to 14/12/2020 and there is no deviation from this policy.

Member’s name	Amount due as per numeration policy	Amount Paid	Difference between due and paid amount
Faisal Farouk Tamer	180,000	32,548	147,452
Faisal Farouk Tamer	140,000	115,452	24,548
Dana Khalid Al-Juffali	140,000	140,384	-384
Cornelius Alexander Ankel	140,000	140,384	-384
Khalid Abed Gama	140,000	140,384	-384
Khalid Abed Gama	150,000	27,534	122,466
Khalid Abed Gama	150,000	100,274	49,726
Amr Khashoggi	180,000	147,945	32,055
Amr Khashoggi	140,000	25,315	114,685
Hamad Al-Mehyas	140,000	140,384	-384
Mohamed Al-Dar	140,000	115,068	24,932
Abdullah Al-Nimri	140,000	115,068	24,932
Ali Al-Azhari	120,000	22,027	97,973
Ali Al-Azhari	120,000	80,219	39,781
Kinana Al-Sharif	120,000	22,027	97,973
Kinana Al-Sharif	120,000	80,219	39,781
Kinana Al-Sharif	60,000	60,164	-164
Sultan AbdulRauf	60,000	60,164	-164
Sultan AbdulRauf	60,000	60,164	-164
Total	2,440,000	1,625,724	814,276

A. Board members' renumeration

	Fixed Remunerations							Variable Remunerations						End of Service Gratuity	Grand total	Expense allowance
	Fixed amount	Allowance for attending the Board meetings	Total allowance for attending committee meetings	In kind Benefits	A statement of what the members of the Board have	Remuneration of the Chairman of the Board, the Managing Director or the Secretary, if he is a member	Total	Profits percentage	Periodic remunerations	Short -term incentive plans	Long -term incentive plans	Shares awarded (value is entered)	Total			
First: Independent members																
Amr Khashoggi	180,000	21,000	7,500	-	-	147,945	176,445	-	-	-	-	-	-	-	176,445	-
Amr Khashoggi	140,000	3,000	1,500	-	-	-0-	29,815	-	-	-	-	-	-	-	29,815	-
Khalid Gama	140,000	24,000	9,000	-	-	0-	173,384	-	-	-	-	-	-	-	173,384	-
Dr. Mohammed Al-Dar	140,000	21,000	6,000	-	-	0-	142,068	-	-	-	-	-	-	-	142,068	-
Abdullah Al-Nimri	140,000	18,000	3,000	-	-	0-	136,068	-	-	-	-	-	-	-	136,068	-
Second: Non-executive members																
Faisal Tamer	180,000	3,000	1,500	-	-	32,548	37,048	-	-	-	-	-	-	-	37,048	-
Faisal Tamer	140,000	18,000	7,500	-	-	-0-	140,952	-	-	-	-	-	-	-	140,952	-
Cornelius Alexander Ankel	140,000	21,000	3,000	-	-	0-	164,384	-	-	-	-	-	-	-	164,384	-
Dana Al-Juffali	140,000	24,000	4,500	-	-	0-	168,884	-	-	-	-	-	-	-	168,884	-
Hamad Al- Mehyas	140,000	21,000	12,000	-	-	0-	173,384	-	-	-	-	-	-	-	173,384	-

B. Committee members' renumeration

Name	Fixed rewards monitored for fiscal year 2021	Instead of attending sessions	Total
Khaled Gama	150,000	9,000	136,808
Ali Al-Azhari	120,000	7,500	109,747
Kinana Al-Sharif	120,000	7,500	109,747
Kinana Al-Sharif	60,000	5,000	65,146
Sultan AbdulRauf	60,000	15,000	75,164
Sultan AbdulRauf	60,000	7,500	67,664
	570,000	51,500	564,276

C. Senior executives' renumeration

	Fixed Remunerations				Variable Remunerations							End of Service Gratuity	Compensations	Total remunerations for the board executives, if any	Total
	Salaries	Allowances	In kind Benefits	Total	Periodic remunerations	Profits	Short -term incentive plans	Short -term incentive plans	Shares awarded (value is entered)	Periodic remunerations	Total				
Chief Executive Officer	1,416,000	495,600	65,950	1,977,550	-	-	354,000	-	-	-	-	-	-	-	2,331,550
Chief Financial Officer	508,264	171,736	25,775	705,775	-	-	-	-	-	-	-	-	-	-	705,775
Underwriting Manager	624,312	239,688	0	864,000	-	-	-	-	-	-	-	-	-	-	864,000
Commercial Director	560,472	219,528	0	780,000	-	-	-	-	-	-	-	-	-	-	780,000
Head Internal Audit	362,160	141,852	0	504,012	-	-	-	-	-	-	-	-	-	-	504,012
Total	3,471,208	1,268,404	91,725	4,831,337	-	-	354,000	-	-	-	-	-	-	-	5,185,337

Saudi Enaya Cooperative Insurance Company
شـركـة عـنـايـة الـسـعـوديـة لـلـتـأمـيـن الـتـعـاونـي
شركـة مساهمـة برأس مال : ١٥٠,٠٠٠,٠٠٠ ر س | السجـل التجاري ٤٠٣٠٢٢٣٥٢٨ | مرخص لها برقم ترخيص : ت م ن/ ٢٠١٢٨/٣٢ | خـاضـعـة لرقابة وإشراف البـنـك الـمـركـزي الـسـعـودي
هـاتف: ٤١٢٠ ٩٢٠٠ ٩٦٦+ | فاكس: ٣٧٤٠ ٥٩٢ ١٢ ٩٦٦+ | صندوق بريد: ٣٥٢٨ ، جدة ٢١٤٨١ | الـعـنـوان الـوطـنـي : ٨٤٣٣ الامير سلطان - حي الروضة جدة ٢٣٤٣٥ - ٢٠٨٣ المملكة العربية السعودية
A joint stock company with a capital of SR 150,000,000 | Commercial Registration 4030223528 | License Number: 20128 / 32 / ت م ن | It is controlled and supervised by SAMA
Phone: + 966 9200 4120 | Fax: + 966 12 592 3740 | P.O.Box: 3528. Jeddah 21481| National Address: 8433 Prince Sultan - Rawdah district Jeddah 2083 - 23435 Kingdom of Saudi Arabia
sa.enaya @saudi_enaya www.saudienaya.com

❖ Regulatory penalties

The subject of the violation	Fiscal year 2020		Fiscal year 2021	
	Number of executive decisions	Total amount of fines in Saudi riyals	Number of executive decisions	Total amount of fines in Saudi riyals
Violation of the Central Bank's supervisory and supervisory instructions	3	305,000	3	56,900.41
Violation of the Central Bank's customer protection instructions	-	-	-	-
Violation of central bank's instructions to exercise due diligence in the fight against money laundering and terrorist financing	-	-	-	-
Violation of the Ministry of Human Resources' instructions on the system of work	2	20,000		
Violation of the instructions of the Directorate General of Civil Defense for Security and Safety			1	6,000

Detail of regulatory penalties 2021:

Sanctions/penalties/precautionary measure/reserve restriction	Reasons for the violation	The signatory of the violation	Ways to treat them and avoid them in the future
Saudi Enaya Company received the letter of the Central Bank of Saudi Arabia on 06/10/1442 H corresponding to 18/05/2021, which indicated the decision of the Central Bank of Saudi Arabia, which included a fine of SAR 20,000	Dealing with an insurance brokerage company after the expiry of its license issued by the Central Bank of Saudi Arabia	Saudi Central Bank	The company suspended dealings with the insurance brokerage company and reviewed all the permits of the companies working with it to avoid falling into the violation again.
Saudi Enaya Company received the letter of the Central Bank of Saudi Arabia on 31/05/2021, which indicated the decision of the Central Bank of Saudi Arabia, which included a fine of SAR 16,900.41	Fine for delaying the company in paying the central bank's supervision and inspection fees on time	Saudi Central Bank	Corrective action has been taken to address the remarks made in the central bank's letter
Saudi Enaya Company received the letter of the Central Bank of Saudi Arabia on 12/02/1443 H corresponding to 19/09/2021, which indicated the decision of the Central Bank of Saudi Arabia, which included a fine of SAR 20,000	The Executive Committee's failure to hold the minimum meetings in 2020 as stipulated by the regulations	Saudi Central Bank	Corrective action has been taken to address the central bank's observations.
Saudi Enaya Arabia received a letter from the Directorate of Civil Defense on 07/03/2021, which included a fine of SAR 6,000	Violation of the regulation of safety conditions and protections to be provided in residential and office buildings	Ministry of Interior - Directorate General of Civil Defense	Corrective measures have been taken to address the remarks of the Directorate General of Civil Defense

❖ Results of the annual review of the effectiveness of internal control procedures as well as the opinion of the Audit committee on the adequacy of the internal control system

As the company was occupied by the merger project, management merely processed pending observations that do not require any modifications in the system or an update of policies and procedures or any requirements that can be modified or changed after the merger project is completed.

❖ Recommendations of the Audit committee where there is a conflict between them and the decisions of the Board of Directors

There are no recommendations from the audit committee in 2021 that conflict with board decisions.

❖ Actions taken by the Board of Directors to inform its members of shareholders' proposals and observations

There is no action to date.

❖ Details of the company's social contributions

Saudi Enaya did not make any social contribution during 2021

❖ Internal control system and its effectiveness

There are multiple levels to confirm the effectiveness of the control procedures made by the Internal Audit Department through continuous examination represented in the application of annual work plans that are implemented under the supervision of the Audit Committee to continuously improve the level of internal controls. The Audit Committee confirms the effectiveness of the company's internal control system.

❖ Accounting record keeping

In line with the requirements of safety and control regulations in Saudi Arabia, the Company acknowledges that it has maintained separate accounting records of insurance and shareholder operations, and recognizes the importance of maintaining correct accounting records for the fiscal year.

❖ Continuing operations

The company emphasizes its ability to continue its operations without any obstacles.

❖ Conclusion

Directors are pleased to extend their thanks and appreciation to all shareholders of Saudi Enaya Cooperative Insurance Company for their contribution to the continuity of the business of the company, and they are also pleased to thank the company's management and employees for their efforts to operate the company during 2021. The directors also thank all of the company's clients for giving them confidence and their keenness to develop and maintain their relationship and the services and products provided by the company. They are confident that these achievements will give the company a strong motive in 2022 in order to achieve the strategic goal and achieve more successes.

Best regards,

Amr Mohammed Khashoggi

Chairman